

Laporan Tahunan

2001

Annual Report

Confronting Challenges
of the **FUTURE**

PASDEC
HOLDINGS BERHAD
(Company No. 367122-D)

Wawasan Korporat

PASDEC HOLDINGS BERHAD (PASDEC) pada asasnya merupakan sebuah syarikat pemegang pelaburan dengan kegiatan-kegiatan utama yang merangkumi pembangunan hartanah, pengurusan projek, pengkuarian, pembuatan, pemilikan dan pengurusan resot dan kegiatan-kegiatan lain yang berasaskan hartanah. PASDEC bertanggungjawab membantu negeri Pahang yang kaya dengan pelbagai sumber menyelaras dan memasarkan sumber-sumber tersebut serta mewujudkan peluang-peluang baru yang menjanjikan pertumbuhan dan kemajuan. Portfolio pelaburan PASDEC sentiasa diperluas melalui rangkaian syarikat subsidiarinya yang luas dan pelbagai usaha sama yang dijalankan. Wawasan PASDEC dalam mempelbagaikan kegiatan dan hala tuju ini menjadi tunjang dalam mewujudkan asas ekonomi yang lebih luas dan menyeluruh bagi PASDEC dan negeri Pahang Darul Makmur.

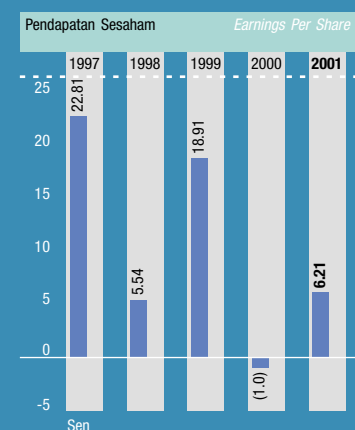
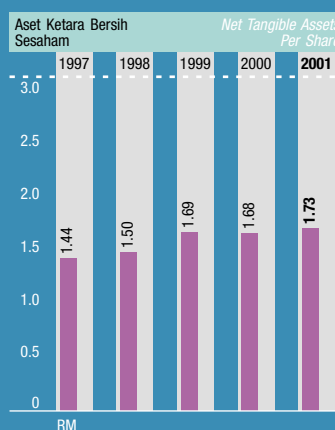
Corporate Vision

PASDEC HOLDINGS BERHAD (PASDEC) is principally an investment holding company with principal interests in property development, project management, quarrying, manufacturing, resort ownership and management and other property related activities. PASDEC is responsible for coordinating and marketing Pahang's vast resources to create new opportunities for growth and prosperity. PASDEC'S constantly expanding investment portfolio is channelled through numerous subsidiary companies and joint ventures. It is this vision of diversification and direction that will create a broader and diversified economic base for PASDEC and for the state of Pahang Darul Makmur.

Ringkasan Kewangan Kumpulan

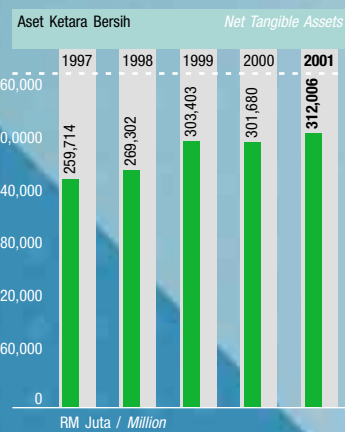
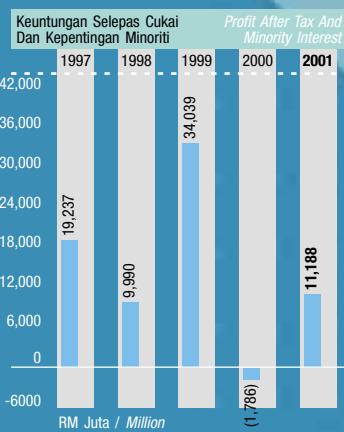
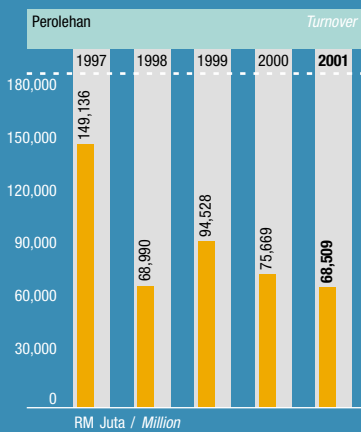
Group Financial Summary

	Tahun Berakhir 31 Disember / Year Ended 31 December				
	1997	1998	1999	2000	2001
	RM'000	RM'000	RM'000	RM'000	RM'000
Perolehan / Turnover	149,136	68,990	94,528	75,669	68,509
Keuntungan selepas cukai dan kepentingan minoriti <i>Profit after tax and minority interest</i>	19,237	9,990	34,039	(1,786)	11,188
Aset ketara bersih / Net tangible assets	259,714	269,302	303,403	301,680	312,006
Aset ketara bersih sesaham (RM) <i>Net tangible assets per share (RM)</i>	1.44	1.50	1.69	1.68	1.73
Pendapatan sesaham / Earnings per share (sen)	22.81	5.54	18.91	(1.0)	6.21



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Notis Mesyuarat Agung Tahunan

Notice Of Annual General Meeting

NOTIS DENGAN INI DIBERIKAN BAHAWA **Mesyuarat Agung Tahunan Keenam (6) PASDEC HOLDINGS BERHAD** akan diadakan di **Meranti Ballroom 1, Hyatt Regency Kuantan, Teluk Chempedak, 25050 Kuantan, Pahang Darul Makmur** pada hari **Sabtu, 29 Jun 2002**, jam **11.00 pagi** untuk melaksanakan urusan yang berikut:-

AGENDA

1. Menerima akaun-akaun beraudit bagi tahun berakhir 31 Disember 2001 berserta dengan Laporan Pengarah dan Juruaudit mengenainya. (Resolusi 1)
2. Meluluskan dividen pertama dan terakhir sebanyak 5% tolak 28% cukai Malaysia bagi tahun kewangan berakhir 31 Disember 2001. (Resolusi 2)
3. Meluluskan yuran Pengarah-pengarah bagi tahun berakhir 31 Disember 2001. (Resolusi 3)
4. Melantik semula Pengarah-pengarah berikut, yang bersara menurut Tataurus Penubuhan Syarikat:-
Di bawah Artikel 82
(a) Encik Abdullah A. Rasol (Resolusi 4)
Di bawah Artikel 83
(a) Dato' Haji Abdul Ghani bin Sulaiman (Resolusi 5)
(b) Dato' Abd. Rahim bin Haji Mohamad (Resolusi 6)
(c) Dato' Mohamed Amin bin Haji Daud (Resolusi 7)
5. Melantik semula Tetuan Hanafiah Raslan & Mohamad sebagai Juruaudit dan memberi kuasa kepada Pengarah-pengarah untuk menetapkan imbuhan mereka. (Resolusi 8)
6. Mempertimbangkan sebarang urusan lain di mana notis sewajarnya telah diberikan.

NOTIS PEMBAYARAN DIVIDEN

NOTIS ADALAH JUGA DENGAN INI DIBERIKAN BAHAWA, tertakluk kepada kelulusan para pemegang saham di Mesyuarat Agung Tahunan Keenam (Ke-6), Dividen Akhir sebanyak 5% tolak 28% cukai Malaysia bagi tahun berakhir 31 Disember 2001 akan dibayar kepada para pemegang saham pada 27 September 2002. Tarikh kelayakan bagi dividen tersebut ialah 11 September 2002.

Seorang pendeposit hanya layak untuk menerima Dividen berhubung dengan:-

- a. Saham yang dipindahkan kepada Akaun Sekuriti Penyimpan sebelum 12.30 tengah hari pada 11 September 2002, bagi pemindahan biasa;
- b. Saham yang dibeli di Bursa Saham Kuala Lumpur atas dasar dengan kelayakan mengikut Peraturan-Peraturan Bursa Saham Kuala Lumpur.

Dengan Perintah Lembaga Pengarah,

MOHD LIZAH BIN HASHIM AMCCS
Setiausaha Syarikat

Kuantan
7 Jun 2002

NOTA:

1. Seorang ahli Syarikat yang layak hadir dan mengundi di mesyuarat, layak untuk melantik seorang atau lebih daripada seorang proksi, atau jika ahli tersebut sebuah perbadanan, melantik wakil untuk hadir dan mengundi bagi pihaknya. Proksi boleh tetapi, tidak semestinya seorang ahli Syarikat.
2. Suratcara perlantikan proksi hendaklah ditandatangani oleh pihak yang membuat perlantikan atau peguam yang diberi kuasa secara bertulis, atau, sekiranya pihak yang membuat perlantikan ialah sebuah perbadanan, ia hendaklah dibuat di bawah cop mohor atau ditandatangani oleh pegawai atau peguam yang diberi kuasa.
3. Suratcara pelantikan proksi mesti diserahkan ke Pejabat Berdaftar Syarikat di Tingkat 14, Menara Teruntum, Jalan Mahkota, 25000, Kuantan, Pahang Darul Makmur tidak lewat daripada empat puluh lapan (48) jam sebelum masa yang dijadualkan bagi mesyuarat tersebut atau sebarang penangguhannya.

NOTICE IS HEREBY GIVEN THAT the **Sixth (6th) Annual General Meeting** of PASDEC HOLDINGS BERHAD will be held at **Meranti Ballroom I, Hyatt Regency Kuantan, Teluk Chempedak, 25050 Kuantan, Pahang Darul Makmur** on **Saturday, 29 June 2002 at 11:00 a.m.** for the transaction of the following business:-

AGENDA

- | | |
|---|----------------|
| 1. To receive the audited accounts for the year ended 31 December 2001 together with the reports of the Directors and Auditors thereon. | (Resolution 1) |
| 2. To approve a first and final dividend of 5% less 28% Malaysian tax for the year ended 31 December 2001. | (Resolution 2) |
| 3. To approve Directors' fees for the year ended 31 December 2001. | (Resolution 3) |
| 4. To re-elect the following Directors who retire in accordance with the Company's Articles of Association:- | |
| Under Article 82 | |
| (a) Encik Abdullah A. Rasol | (Resolution 4) |
| Under Article 83 | |
| (a) Dato' Haji Abdul Ghani bin Sulaiman | (Resolution 5) |
| (b) Dato' Abd. Rahim bin Haji Mohamad | (Resolution 6) |
| (c) Dato' Mohamed Amin bin Haji Daud | (Resolution 7) |
| 5. To re-appoint Messrs. Hanafiah Raslan & Mohamad as Auditors and to authorise the Directors to fix their remuneration. | (Resolution 8) |
| 6. To consider any other business of which due notice shall have been given. | |

NOTICE OF DIVIDEND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT, subject to the approval of the shareholders at the Sixth (6th) Annual General Meeting, a Final Dividend of 5% less 28% Malaysian tax in respect of the year ended 31 December 2001 will be paid to shareholders on 27 September 2002. The entitlement date for the said dividend shall be 11 September 2002.

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

- Shares transferred to the Depositor's Securities Account before 12:30 p.m. on 11 September 2002 in respect of ordinary transfers;
- 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,

MOHD LIZAH BIN HASHIM AMCCS
Company Secretary

Kuantan
7 June 2002

NOTES:

- A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies or in the case of a corporation, to appoint representatives to attend and vote in his stead. A proxy may but need not be a member of the Company.
- The instrument appointing a proxy must be signed by the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under common seal or under the hand of an attorney or an officer duly authorised.
- The instrument appointing a proxy must be deposited at the Registered Office of the Company at 14th Floor, Menara Teruntum, Jalan Mahkota, 25000 Kuantan, Pahang Darul Makmur, not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.

Penyata Yang Disertakan Bersama Notis Mesyuarat Agung Tahunan

Menurut perenggan 8.28(2) Keperluan Penyenaraian Bursa Saham Kuala Lumpur

Statement Accompanying Notice of Annual General Meeting

Pursuant to paragraph 8.28(2) of the Kuala Lumpur Stock Exchange Listing Requirements

MESYUARAT LEMBAGA

Lima (5) Mesyuarat Lembaga telah diadakan pada tahun 2001.

Tarikh Mesyuarat	Waktu	Tempat
27 Februari 2001	10:30 pagi	Bilik Mesyuarat Eksekutif, Aras 3, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.
12 April 2001	2:30 petang	Bilik Sakura, Aras 2, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.
26 April 2001	11:30 pagi	Bilik Lotus, Aras 2, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.
24 Ogos 2001	3:00 petang	Bilik Dahlia, Aras 2, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.
23 November 2001	3:00 petang	Bilik Sakura, Aras 2, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.

Butir-butir kedatangan para Pengarah di Mesyuarat Lembaga adalah seperti berikut:-

Nama Pengarah	Kedatangan	Catatan
YH Dato' Haji Abdul Ghani bin Sulaiman	5/5	
YH Dato' Hamdan bin Jaafar	5/5	
YH Dato' Ghazali bin Mohd Ali	4/5	
YH Dato' Mohd Ghazali bin Mohd Khalid	5/5	
YH Dato' Abd Rahim bin Haji Mohamad	4/5	
YH Dato' Khalid bin Mohamad Jiwa	5/5	
YH Dato' Jamal Ab. Nasir bin Ismail	5/5	
YH Dato' Mohamed Amin bin Haji Daud	5/5	
En. Abdullah bin A. Rasol	TIADA	Dilantik pada 23 Mei 2002

Butir-butir para Pengarah yang menawarkan diri untuk pemilihan semula adalah seperti berikut:-

Pemilihan Semula Menurut Artikel 83 Tataurusan Penubuhan Syarikat

Nama	Dato' Haji Abdul Ghani bin Sulaiman
Umur	59
Kewarganegaraan	Malaysia
Kelayakan	1) Sarjana Muda Sastera (Kepujian) – Universiti Malaya 2) Diploma dalam Pentadbiran Pembangunan – Universiti Manchester, United Kingdom
Kedudukan dalam Syarikat	Pengerusi Bukan Eksekutif Tidak Bebas
Pengalaman bekerja dan pekerjaan	Memulakan kerjayanya sebagai seorang pegawai dalam Perkhidmatan Pentadbiran dan Diplomatik Malaysia di beberapa agensi kerajaan. Beliau telah memegang berbilang jawatan di agensi-agensi kerajaan termasuk jawatan Pegawai Kewangan Negeri Melaka, Pegawai Pembangunan Negeri Sarawak, Pengurus Besar Lembaga Pembangunan Wilayah Pulau Pinang dan Pengarah Bahagian Ganjaran, Jabatan Perkhidmatan Awam Malaysia. Beliau telah berkhidmat sebagai Setiausaha Kerajaan Negeri Pahang pada tahun 1996 sebelum bersara pada tahun 1998.
Tarikh mula-mula dilantik ke Lembaga Pengarah	Dilantik sebagai Pengerusi Bukan Eksekutif pada 5 Februari 1999

BOARD MEETINGS

Five (5) Board Meetings were held during the year.

Date of Meeting	Time	Venue
27 February 2001	10:30 a.m.	Executive Meeting Room, Level 3, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.
12 April 2001	2:30 p.m.	Sakura Room, Level 2, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.
26 April 2001	11:30 a.m.	Lotus Room, Level 2, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.
24 August 2001	3:00 p.m.	Dahlia Room, Level 2, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.
23 November 2001	3:00 p.m.	Sakura Room, Level 2, Hotel Nikko, 165, Jalan Ampang, Kuala Lumpur.

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

Name of Director	Attendance	Remarks
YH Dato' Haji Abdul Ghani bin Sulaiman	5/5	
YH Dato' Hamdan bin Jaafar	5/5	
YH Dato' Ghazali bin Mohd Ali	4/5	
YH Dato' Mohd Ghazali bin Mohd Khalid	5/5	
YH Dato' Abd Rahim bin Haji Mohamad	4/5	
YH Dato' Khalid bin Mohamad Jiwa	5/5	
YH Dato' Jamal Ab. Nasir bin Ismail	5/5	
YH Dato' Mohamed Amin bin Haji Daud	5/5	
En. Abdullah bin A. Rasol	N/A	Appointed on 23 May 2002

Details of Directors standing for re-election are as follows:-

Re-election Pursuant To Article 83 Of The Articles Of Association Of The Company

Name	Dato' Haji Abdul Ghani bin Sulaiman
Age	59
Nationality	Malaysian
Qualifications	1) Bachelor of Arts (Honours) – University Malaya 2) Diploma in Development Administration – Manchester University United Kingdom
Position in the Company	Non-Independent Non-Executive Chairman
Working experience and occupation	Started his career as an officer of the Malaysian Administration and Diplomatic Service in various government agencies. He has held various posts in government agencies including the post of State Financial Officer Malacca, State Development Officer Sarawak, General Manager of Penang Regional Development Authority and Director of Remuneration Division Public Services Department Malaysia. He served as the State Secretary of Pahang in 1996 before retiring in 1998.
Date he was first appointed to the Board	Appointed as Non-Executive Chairman on 5 February 1999

Penyata Yang Disertakan Bersama Notis Mesyuarat Agung Tahunan

Menurut perenggan 8.28(2) Keperluan Penyenaraian Bursa Saham Kuala Lumpur

Statement Accompanying Notice of Annual General Meeting

Pursuant to paragraph 8.28(2) of the Kuala Lumpur Stock Exchange Listing Requirements

Lain-lain jawatan pengarah dalam syarikat awam	Bukit Tinggi Resort Berhad
Pegangan sekuriti dalam Syarikat dan syarikat-syarikat berkaitan	Tiada
Hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat	Beliau tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat
Konflik kepentingan beliau dengan Syarikat	Tiada urusan perniagaan dengan Syarikat di mana beliau mempunyai kepentingan peribadi
Senarai penyabitan dengan kesalahan undang-undang sepanjang 10 tahun yang lepas selain daripada kesalahan lalu-lintas, jika ada	Tiada

Pemilihan Semula Menurut Artikel 83 Tataurusan Penubuhan Syarikat

Nama	Dato' Abd. Rahim bin Haji Mohamad
Umur	53
Kewarganegaraan	Malaysia
Kelayakan	1) Pengurusan Tinggi Wharton bagi Jurubank Luar Negara 2) Sarjana Pentadbiran Perniagaan (MBA) dalam jurusan Kewangan daripada Morehead State University, Kentucky 3) Diploma Lanjutan dalam jurusan Ekonomi daripada University of Manchester 4) Ijazah Sarjana Muda Sastera (Kepujian) daripada Universiti Malaya
Kedudukan dalam Syarikat	Pengarah Bukan Eksekutif Bukan Bebas
Pengalaman bekerja dan pekerjaan	Beliau mempunyai pengalaman lebih 11 tahun dalam sektor awam sebelum menyertai sektor korporat pada tahun 1984. Pengalamannya dalam sektor korporat merangkumi khidmat nasihat kewangan, penstrukturan semua ekuiti, penswastan, penilaian kredit, perasionalan korporat dan kewangan serta pembiayaan projek. Buat masa ini, beliau mengurus perniagaannya sendiri di bawah Kumpulan Syarikat Zil yang terlibat terutamanya dalam bidang penjana kuasa, perundingan kewangan, perkilangan, perdagangan, teknologi maklumat dan pembangunan hartanah.
Tarikh mula-mula dilantik ke Lembaga Pengarah	Dilantik sebagai Pengarah Bukan Eksekutif pada 14 November 1995
Lain-lain jawatan pengarah dalam syarikat awam	Far East Holdings Berhad
Pegangan sekuriti dalam Syarikat dan syarikat-syarikat berkaitan	10,000 saham dalam Pasdec Holdings Berhad

Other directorships of public companies held	Bukit Tinggi Resort Berhad
Securities holdings in the Company and its related companies	None
Family relationship with any director and/or major shareholder of the Company	He does not have any family relationship with any director and/or major shareholder of the Company
Any conflict of interest that he has with the Company	There is no business arrangement with the Company in which he has a personal interest
List of conviction for offences within the past 10 years other than traffic offences, if any	None

Re-election Pursuant To Article 83 Of The Articles Of Association Of The Company

Name	Dato' Abd. Rahim bin Haji Mohamad
Age	53
Nationality	Malaysian
Qualifications	1) Wharton's Advance Management for Overseas Bankers 2) MBA in Finance from Morehead State University, Kentucky 3) Advanced Diploma in Economics from University of Manchester 4) B.A (Hons) Degree from University of Malaya
Position in the Company	Non-Independent Non-Executive Director
Working experience and occupation	He has over 11 years of experience in public sector before joining the corporate sector in 1984. His experience in corporate sector ranges from financial advisory exercises, equity restructuring, privatization, credit evaluation, corporate and financial rationalisation and project financing. He is currently managing his own business under the Zil Group of Companies which is principally involved in power generation, financial consultancy, manufacturing, trading, information technology and property development.
Date he was first appointed to the Board	Appointed as Non-Executive Director on 14 November 1995
Other directorships of public companies held	Far East Holdings Berhad
Securities holdings in the Company and its related companies	10,000 shares in Pasdec Holdings Berhad

Penyata Yang Disertakan Bersama Notis Mesyuarat Agung Tahunan

Menurut perenggan 8.28(2) Keperluan Penyenaraian Bursa Saham Kuala Lumpur

Statement Accompanying Notice of Annual General Meeting

Pursuant to paragraph 8.28(2) of the Kuala Lumpur Stock Exchange Listing Requirements

Hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat	Beliau tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat
Konflik kepentingan beliau dengan Syarikat	Tiada urusan perniagaan dengan Syarikat di mana beliau mempunyai kepentingan peribadi
Senarai penyabitan dengan kesalahan undang-undang sepanjang 10 tahun yang lepas selain daripada kesalahan lalu-lintas, jika ada	Tiada

Pemilihan Semula Menurut Artikel 83 Tataurusan Penubuhan Syarikat

Nama	Dato' Mohamed Amin bin Haji Daud
Umur	64
Kewarganegaraan	Malaysia
Kelayakan	Barrister-at-law, Middle Temple
Kedudukan dalam Syarikat	Pengarah Bebas Bukan Eksekutif
Pengalaman bekerja dan pekerjaan	Beliau telah diterima sebagai Barrister-at-law Persatuan Terhormat di Middle Temple dan telah diterima masuk ke Badan Peguam Inggeris pada November 1971. Beliau telah berkhidmat sebagai seorang peguam sejak itu.
Tarikh mula-mula dilantik ke Lembaga Pengarah	Dilantik sebagai Pengarah Bebas pada 30 April 1997
Lain-lain jawatan pengarah dalam syarikat awam	Naluri Berhad
Pegangan sekuriti dalam Syarikat dan syarikat-syarikat berkaitan	Tiada
Hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat	Beliau tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat
Konflik kepentingan beliau dengan Syarikat	Tiada urusan perniagaan dengan Syarikat di mana beliau mempunyai kepentingan peribadi
Senarai penyabitan dengan kesalahan undang-undang sepanjang 10 tahun yang lepas selain daripada kesalahan lalu-lintas, jika ada	Tiada

Family relationship with any director and/or major shareholder of the Company	He does not have any family relationship with any director and/or major shareholder of the Company
Any conflict of interest that he has with the Company	There is no business arrangement with the Company in which he has a personal interest
List of conviction for offences within the past 10 years other than traffic offences, if any	None

Re-election Pursuant To Article 83 Of The Articles Of Association Of The Company

Name	Dato' Mohamed Amin bin Haji Daud
Age	64
Nationality	Malaysian
Qualifications	Barrister-at-law, Middle Temple
Position in the Company	Independent Non-Executive Director
Working experience and occupation	He was admitted as a Barrister-at-law of the Honorable Society at Middle Temple and was called to the English Bar in November 1971. He has been practicing law since then.
Date he was first appointed to the Board	Appointed as Independent Director on 30 April 1997
Other directorships of public companies held	Naluri Berhad
Securities holdings in the Company and its related companies	None
Family relationship with any director and/or major shareholder of the Company	He does not have any family relationship with any director and/or major shareholder of the Company
Any conflict of interest that he has with the Company	There is no business arrangement with the Company in which he has a personal interest
List of conviction for offences within the past 10 years other than traffic offences, if any	None

Penyata Yang Disertakan Bersama Notis Mesyuarat Agung Tahunan

Menurut perenggan 8.28(2) Keperluan Penyenaraian Bursa Saham Kuala Lumpur

Statement Accompanying Notice of Annual General Meeting

Pursuant to paragraph 8.28(2) of the Kuala Lumpur Stock Exchange Listing Requirements

Pemilihan Semula Menurut Perkara 83 Daripada Perkara-perkara Persatuan Syarikat

Nama	Abdullah bin A. Rasol
Umur	52
Kewarganegaraan	Malaysia
Kelayakan	1) Fellow di Persatuan Berkanun Akauntan Bertauliah (UK) 2) Akauntan Berdaftar dengan Institut Akauntan Malaysia
Kedudukan dalam Syarikat	Pengarah Bebas Bukan Eksekutif
Pengalaman bekerja dan pekerjaan	Setelah memulakan kerjayanya di Coopers & Lybrand pada tahun 1973, beliau telah beransur ke Guthrie Malaysia Holdings Bhd dan Pernas Construction Sdn. Bhd. sebelum menyertai Kumpulan Saudagar Amanah pada tahun 1984. Buat masa ini, beliau memegang jawatan Pengarah Eksekutif dan Ketua Pegawai Eksekutif di Amanah General Insurance Berhad.
Tarikh mula-mula dilantik ke Lembaga Pengarah	Dilantik sebagai Pengarah Bebas pada 23 Mei 2002
Lain-lain jawatan pengarah dalam syarikat awam	Amanah General Insurance Berhad
Pegangan sekuriti dalam Syarikat dan syarikat-syarikat berkaitan	Tiada
Hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat	Beliau tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama Syarikat
Konflik kepentingan beliau dengan Syarikat	Tiada urusan perniagaan dengan Syarikat di mana beliau mempunyai kepentingan peribadi
Senarai penyabitan dengan kesalahan undang-undang sepanjang 10 tahun yang lepas selain daripada kesalahan lalu-lintas, jika ada	Tiada

Re-election Pursuant To Article 82 Of The Articles Of Association Of The Company

Name	Abdullah bin A. Rasol
Age	52
Nationality	Malaysian
Qualifications	1) Fellow of the Chartered Association of Certified Accountants (UK) 2) Registered Accountant with the Malaysian Institute of Accountants
Position in the Company	Independent Non-Executive Director
Working experience and occupation	Having started his career with Coopers & Lybrand in 1973, he moved on to Guthrie Malaysia Holdings Bhd and Pemas Construction Sdn. Bhd. before joining the Amanah Merchant Group in 1984. Presently, he is the Executive Director and Chief Executive Officer of Amanah General Insurance Berhad.
Date he was first appointed to the Board	Appointed as Independent Director on 23 May 2002
Other directorships of public companies held	Amanah General Insurance Berhad
Securities holdings in the Company and its related companies	None
Family relationship with any director and/or major shareholder of the Company	He does not have any family relationship with any director and/or major shareholder of the Company
Any conflict of interest that he has with the Company	There is no business arrangement with the Company in which he has a personal interest
List of conviction for offences within the past 10 years other than traffic offences, if any	None

Maklumat Korporat

Corporate Information

LEMBAGA PENGARAH BOARD OF DIRECTORS

YH Dato' Haji Abdul Ghani bin Sulaiman
Pengerusi / *Chairman*

YH Dato' Hamdan bin Jaafar
Pengarah Urusan / *Managing Director*

YH Dato' Mohd. Ghazali bin Mohd. Khalid

YH Dato' Ghazali bin Mohd. Ali

YH Dato' Abd. Rahim bin Haji Mohamad

YH Dato' Mohamed Amin bin Haji Daud

YH Dato' Jamal Ab. Nasir bin Ismail

YH Dato' Khalid bin Mohamad Jiwa

Encik Abdullah bin A. Rasol



JAWATANKUASA AUDIT AUDIT COMMITTEE

YH Dato' Mohamed Amin bin Haji Daud
Pengerusi / *Chairman*
Pengarah Bebas Bukan Eksekutif
Independent Non-Executive Director

YH Dato' Khalid bin Mohamad Jiwa
Ahli / *Member*
Pengarah Bebas Bukan Eksekutif
Independent Non-Executive Director

YH Dato' Abd. Rahim bin Haji Mohamad
Ahli / *Member*
Pengarah Bukan Eksekutif
Non-Executive Director

Encik Abdullah bin A. Rasol
Ahli / *Member*
Pengarah Bebas Bukan Eksekutif
Independent Non-Executive Director

SETIAUSAHA SYARIKAT COMPANY SECRETARY

Mohd Lizah bin Hashim
(LS00177)

PEJABAT BERDAFTAR REGISTERED OFFICE

Tingkat 14, Menara Teruntum
Jalan Mahkota, 25000 Kuantan
Telefon / *Telephone* : 09-513 3888
Faksimili / *Facsimile* : 09-514 5988

BANK-BANK UTAMA PRINCIPAL BANKERS

RHB Bank Berhad
Malayan Banking Berhad
Public Bank Berhad
Hong Leong Bank Berhad
Arab-Malaysian Bank Berhad
Bumiputra-Commerce Bank Berhad

JURUAUDIT AUDITORS

Hanafiah Raslan & Mohamad
Akauntan Awam / *Public Accountants*

**PENDAFTAR
REGISTRARS**

Securities Services (Holdings) Sdn. Bhd.
Level 22, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur
Telefon / Telephone : 03-255 7077
Faksimili / Facsimile : 03-254 9940

**PENYENARAIAH BURSA SAHAM
STOCK EXCHANGE LISTING**

Papan Utama,
Bursa Saham Kuala Lumpur
Main Board of
Kuala Lumpur Stock Exchange



Dari Kiri Ke Kanan / From Left to Right

YH Dato' Khalid bin Mohamad Jiwa

YH Dato' Ghazali bin Mohd. Ali

YH Dato' Hamdan bin Jaafar

Pengarah Urusan / Managing Director

Encik Abdullah bin A. Rasol

YH Dato' Abd. Rahim bin Haji Mohamad

YH Dato' Haji Abdul Ghani bin Sulaiman
Pengerusi / Chairman

YH Dato' Mohamed Amin bin Haji Daud

YH Dato' Mohd. Ghazali bin Mohd. Khalid

YH Dato' Jamal Ab. Nasir bin Haji Ismail

Profil Lembaga Pengarah

Profile of Directors

DATO' HAJI ABDUL GHANI BIN SULAIMAN

Pengerusi Bukan Eksekutif Bukan Bebas

Dato' Haji Abdul Ghani bin Sulaiman, berusia 59 tahun, telah dilantik sebagai Pengerusi dan Pengarah Pasdec Holdings Berhad ("PASDEC") pada 5 Februari 1999. Beliau juga merupakan Pengerusi Jawatankuasa Ganjaran Syarikat. Beliau memperolehi Ijazah Sarjana Muda Sastera (Kepujian) daripada Universiti Malaya pada tahun 1968 dan telah berkhidmat sebagai Pegawai Tadbir dan Diplomatik Malaysia di berbilang agensi kerajaan.

Seterusnya beliau memperoleh Diploma dalam Pentadbiran Pembangunan Pentadbiran daripada Universiti Manchester di United Kingdom pada tahun 1976, kemudian telah menyandang pelbagai jawatan di agensi-agensi kerajaan, termasuk jawatan Pegawai Kewangan Negeri Melaka, Pegawai Pembangunan Negeri Sarawak, Pengurus Besar bagi Lembaga Kemajuan Wilayah Pulau Pinang (PERDA), dan Pengarah Bahagian Ganjaran di Jabatan Perkhidmatan Awam Malaysia.

Dato' Haji Abdul Ghani kemudiannya berkhidmat sebagai Setiausaha Kerajaan Pahang pada tahun 1996 sebelum bersara pada tahun 1998. Beliau juga merupakan Pengerusi Bukit Tinggi Resort Berhad dan beberapa syarikat sendiri berhad yang lain.

Beliau telah menghadiri kesemua lima Mesyuarat Lembaga Pengarah yang telah diadakan dalam tahun kewangan berakhir 31 Disember 2001.

Beliau tiada pegangan saham dalam PASDEC.

Dato' Haji Abdul Ghani tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

DATO' HAJI ABDUL GHANI BIN SULAIMAN

Non-Independent, Non-Executive Chairman

Dato' Haji Abdul Ghani bin Sulaiman, aged 59, was appointed as the Chairman and Director of Pasdec Holdings Berhad ("PASDEC") on 5 February 1999. He is also the Chairman of the Remuneration Committee of the Company. He graduated with a degree in Bachelor of Arts (Honours) from University of Malaya in 1968 and served as an Officer of the Malaysian Administration and Diplomatic Service in various government agencies.

Subsequently he obtained his Diploma in Development Administration from Manchester University United Kingdom in 1976, after which he continued to hold various posts in government agencies including the post of State Financial Officer Malacca, State Development Officer Sarawak, General Manager of Penang Regional Development Authority (PERDA), and Director of Remuneration Division Public Services Department Malaysia.

Dato' Haji Abdul Ghani subsequently served as the State Secretary of Pahang in 1996 before retiring in 1998. He is also the Chairman of Bukit Tinggi Resort Berhad and a few other private companies.

He attended all five Board Meetings held during the financial year ended 31 December 2001.

He has no shareholding in PASDEC.

Dato' Haji Abdul Ghani does not have any family relationship with any director and/or major shareholder of PASDEC, nor any conflict of interest in any business arrangement involving the Company. He has had no convictions for any offences within the past 10 years.

DATO' HAMDAN BIN JAAFAR

Pengarah Urusan

Dato' Hamdan bin Jaafar, berusia 51 tahun, telah dilantik sebagai Pengarah PASDEC pada 14 November 1995 dan seterusnya sebagai Pengarah Eksekutif pada 2 Disember 1996. Beliau telah menyandang jawatan sebagai Pengarah Urusan untuk Kumpulan PASDEC sejak November 2001. Seorang graduan dalam jurusan Ekonomi daripada Universiti Malaya, beliau telah menyertai Perbadanan Kemajuan Negeri Pahang ("PKNP") sebagai seorang Pegawai Pentadbiran selepas mendapat ijazah pada tahun 1974.

Beliau pernah berkhidmat di berbilang jabatan dalam Kumpulan PKNP dan seterusnya memegang jawatan Timbalan Pengurus Besar sebelum dinaikkan pangkat menjadi Ketua Eksekutif PKNP, jawatan yang disandangnya dari tahun 1994 hingga 2001.

Pengalaman beliau merangkumi pembangunan bandar dan hartanah serta perkembangan sosioekonomi utama di Pahang.

Dato' Hamdan bukan sahaja telah banyak menyumbang terhadap perkembangan dan pencapaian Kumpulan PASDEC namun telah juga memimpin PASDEC sehingga menjadi pemaju hartanah yang terkemuka di negeri Pahang.

Beliau telah menghadiri kesemua lima Mesyuarat Lembaga Pengarah yang telah diadakan dalam tahun kewangan berakhir 31 Disember 2001.

Beliau tiada pegangan saham dalam PASDEC.

Dato' Hamdan tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

DATO' HAMDAN BIN JAAFAR

Managing Director

Dato' Hamdan bin Jaafar, aged 51, was appointed as the Director of PASDEC on 14 November 1995 and subsequently as an Executive Director on 2 December 1996. He has been the Managing Director of PASDEC Group since November 2001. An economics graduate from University of Malaya, he joined Perbadanan Kemajuan Negeri Pahang ("PKNP") as an Administrative Officer upon graduation in 1974.

He served in various departments within the PKNP Group and went on to become the Deputy General Manager before being promoted to Chief Executive of PKNP, a post which he held from 1994 to 2001.

His experience ranges from township and real estate development and major socio-economic development in Pahang.

Dato' Hamdan has immensely contributed towards the development and achievements of PASDEC Group and has guided PASDEC to become a leading property developer in the Pahang State.

He attended all five Board Meetings held during the financial year ended 31 December 2001.

He has no shareholding in PASDEC.

Dato' Hamdan does not have any family relationship with any director and/or major shareholder of PASDEC, nor any conflict of interest in any business arrangement involving the Company. He has had no convictions for any offences within the past 10 years.

Profil Lembaga Pengarah

Profile Board of Directors

DATO' MOHD GHAZALI BIN MOHD KHALID

Pengarah Bukan Eksekutif Bukan Bebas

Dato' Mohd Ghazali bin Mohd Khalid, berusia 55 tahun, telah dilantik sebagai Pengarah PASDEC pada 2 Disember 1996. Beliau telah memperoleh Diploma Lanjutan dalam jurusan Pentadbiran Perniagaan daripada Ateneo de Manila Graduate School of Business, Filipina pada tahun 1986. Beliau memulakan kerjayanya sebagai seorang Pegawai Kanan Polis dengan Polis DiRaja Malaysia dari tahun 1970 hingga 1983 dan seterusnya menyertai General Corporation Berhad sebagai Penolong Eksekutif Khas kepada Ketua Eksekutif Kumpulan. Pada tahun 1986, beliau dilantik sebagai Pengarah Eksekutif di TDM Berhad dan Aokam Perdana Berhad dua tahun kemudian sehingga tahun 1992.

Kini, Dato' Mohd Ghazali adalah Pengerusi Eksekutif dan Ketua Pegawai Eksekutif Malaysian General Investment Corporation Berhad dan Mentiga Corporation Berhad serta Pengerusi Far East Holdings Berhad, Golden Frontier Berhad, Super Enterprise Holdings Berhad dan LB Aluminium Berhad. Beliau juga seorang anggota Lembaga Pengarah Bukit Tinggi Resort Berhad, Fullmark Manufacturing Berhad dan beberapa syarikat sendirian berhad yang lain.

Beliau telah menghadiri kesemua lima Mesyuarat Lembaga Pengarah yang telah diadakan dalam tahun kewangan berakhir 31 Disember 2001.

Beliau tiada pegangan saham dalam PASDEC.

Dato' Mohd Ghazali tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

DATO' MOHD GHAZALI BIN MOHD KHALID

Non-Independent, Non-Executive Director

Dato' Mohd Ghazali bin Mohd Khalid, aged 55, was appointed as the Director of PASDEC on 2 December 1996. He graduated with an Advanced Diploma in Business Administration from Ateneo de Manila Graduate School of Business, Philippines in 1986. He started his career as a Senior Police Officer with Polis DiRaja Malaysia from 1970 to 1983 and subsequently joined General Corporation Berhad as a Special Executive Assistant to the Group Chief Executive. In 1986, he was made Executive Director of TDM Berhad and Aokam Perdana Berhad two years later until 1992.

Dato' Mohd Ghazali is currently the Executive Chairman and Chief Executive Officer of Malaysian General Investment Corporation Berhad and Mentiga Corporation Berhad and Chairman of Far East Holdings Berhad, Golden Frontier Berhad, Super Enterprise Holdings Berhad and LB Aluminium Berhad. He also sits on the Board of Bukit Tinggi Resort Berhad, Fullmark Manufacturing Berhad and several other private companies.

He attended all five Board Meetings held during the financial year ended 31 December 2001.

He has no shareholding in PASDEC.

Dato' Mohd Ghazali does not have any family relationship with any director and/or major shareholder of PASDEC, nor any conflict of interest in any business arrangement involving the Company. He has not been convicted for any offences within the past 10 years.

DATO' GHAZALI BIN MOHD ALI

Pengarah Bukan Eksekutif Bukan Bebas

Dato' Ghazali bin Mohd Ali, berusia 54 tahun, telah dilantik sebagai anggota Lembaga Pengarah PASDEC pada 2 Disember 1996. Beliau juga merupakan anggota Jawatankuasa Pencalonan Syarikat.

Beliau lulus daripada Western Australian Institute of Technology (WAIT) di Perth pada tahun 1970 dalam jurusan Perancangan Bandar dan Wilayah dan merupakan ahli Institut Perancang Malaysia dan ahli Lembaga Perancangan Bandar Malaysia.

Kini Dato' Ghazali adalah Pengarah Bahagian untuk Jabatan Hartanah Kumpulan Boustead. Beliau juga merupakan Pengarah Eksekutif SCB Developments Berhad, syarikat hartanah Boustead, dan seorang Pengarah Far East Holdings Berhad.

Sebelum menyertai Kumpulan Boustead, Dato' Ghazali adalah Pengarah Urusan Syarikat Perumahan Kerajaan Sdn. Bhd. (SPPK), sebuah anak syarikat Permodalan Nasional Berhad (PNB) dan syarikat pembangunan hartanah. Antara projek pembangunan SPPK ialah Bukit Damansara, Taman Bukit Cheras, Taman Segambut di Kuala Lumpur dan Kampung Tunku di Petaling Jaya.

Dari tahun 1972 hingga 1984, Dato' Ghazali adalah seorang pegawai di UDA (Perbadanan Pembangunan Bandar). Beliau menyertai UDA sebagai Pegawai Perancangan Bandar dan merupakan Timbalan Ketua Pengarah sebelum mengundurkan diri pada tahun 1984.

Pada tahun 1994, Dato' Ghazali menyertai Arkitek MAA sebagai rakan kongsi, dan telah terlibat dalam pelbagai perancangan projek termasuk Bukit Jelutong (Kumpulan Guthrie Berhad), Taman Kinrara (Island & Peninsular Berhad), Hicom Glenmarie (Hicom Berhad) dan Bandar Nusajaya (Prolink Development Sdn Bhd), antara lain. Rancangan beliau bagi Taman Kinrara untuk Island & Peninsular Berhad, Taman Mutiara Rini untuk Mutiara Rini Sdn. Bhd. dan Pantai Sepang Putra untuk Vantage Heights Sdn. Bhd. telah memenangi Anugerah prestij Kecemerlangan Perancangan untuk Skim Perancangan Terbaik daripada Institut Perancang Malaysia.

Sebelum menyertai Arkitek MAA, Dato' Ghazali adalah Pengurus Besar (Bahagian Hartanah) di Island & Peninsular Berhad.

DATO' GHAZALI BIN MOHD ALI

Non-Independent, Non-Executive Director

Dato' Ghazali bin Mohd Ali, aged 54, was appointed to the Board of PASDEC on 2 December 1996. He is also a member of the Nominating Committee of the Company.

He graduated from the Western Australian Institute of Technology (WAIT) in Perth in Town and Regional Planning in 1970 and is a member of the Malaysian Institute of Planners and a member of the Town Planning Board of Malaysia.

Dato' Ghazali is presently the Divisional Director for the Property Division of Boustead Group. He is also the Executive Director of SCB Developments Berhad, Boustead's property arm, and a Director of Far East Holdings Berhad.

Prior to joining the Boustead Group, Dato' Ghazali was the Managing Director of Syarikat Perumahan Kerajaan Sdn. Bhd. (SPPK), a Permodalan Nasional Berhad (PNB) subsidiary and a property development company. Amongst SPPK's development projects are Bukit Damansara, Taman Bukit Cheras, Taman Segambut in Kuala Lumpur and Kampung Tunku in Petaling Jaya.

From 1972 to 1984, Dato' Ghazali was an officer in UDA (Urban Development Authority). He joined UDA as a Town Planning Officer and left in 1984, as the Deputy Director General.

In 1994, Dato' Ghazali joined Arkitek MAA as a partner, and was involved in various planning projects which included Bukit Jelutong (Kumpulan Guthrie Berhad), Taman Kinrara (Island & Peninsular Berhad), Hicom Glenmarie (Hicom Berhad) and Bandar Nusajaya (Prolink Development Sdn. Bhd.), amongst others. His planning of Taman Kinrara for Island & Peninsular Berhad, Taman Mutiara Rini for Mutiara Rini Sdn. Bhd. and Pantai Sepang Putra for Vantage Heights Sdn. Bhd. won the prestigious Excellence in Planning Award for Best Planning Scheme awarded by the Malaysian Institute of Planners.

Prior to joining Arkitek MAA, Dato' Ghazali was the General Manager (Property Division) of Island & Peninsular Berhad.

Profil Lembaga Pengarah

Profile Board of Directors

Beliau telah menghadiri empat daripada lima Mesyuarat Lembaga Pengarah yang telah diadakan dalam tahun kewangan berakhir 31 Disember 2001 dan pada masa ini memegang 7,000 saham biasa bernilai RM1.00 sesaham dalam Syarikat.

Dato' Ghazali tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

DATO' ABD. RAHIM BIN HAJI MOHAMAD

Pengarah Bukan Eksekutif Bukan Bebas

Dato' Abd. Rahim bin Haji Mohamad, berusia 53 tahun, telah dilantik menjadi anggota Lembaga Pengarah PASDEC pada 14 November 1995. Setelah memperoleh ijazah Sarjana Muda Sastera (Kepujian) daripada Universiti Malaya, Dato' Abd. Rahim telah melanjutkan pelajarannya di University of Manchester dan lulus dengan Diploma Lanjutan dalam jurusan Ekonomi, diikuti ijazah Sarjana Pentadbiran Perniagaan (MBA) dalam jurusan Kewangan daripada Morehead State University, Kentucky. Beliau kemudiannya telah menghadiri kursus Pengurusan Tinggi Wharton bagi Jurubank Luar Negara.

Selepas mendapat ijazah pada tahun 1973, Dato' Abd. Rahim menyertai Perkhidmatan Tadbir dan Diplomatik dan telah memegang pelbagai jawatan, antaranya di jabatan Perdana Menteri, Kementerian Perusahaan Utama, Kementerian Kebudayaan, Belia & Sukan dan Kementerian Kewangan.

Beliau telah meninggalkan sektor awam pada tahun 1984 untuk menyertai Amanah Merchant Bank Berhad di mana beliau telah berkhidmat selama enam tahun dan telah memperoleh pengalaman serta pengetahuan yang luas dan mendalam tentang khidmat nasihat dan kewangan, termasuk khidmat nasihat kewangan, penstrukturan semula ekuiti, penswastaan, penilaian kredit, perasionalan korporat dan kewangan serta pembiayaan projek.

Beliau juga telah berkhidmat dalam Kumpulan Shapadu sebagai Pengurus Besar Kumpulan dan sebagai Ketua Pegawai Eksekutif di Shapadu Kontena Berhad dan juga di Maju Holdings Sdn. Bhd. sebagai Pengarah Urusan Kumpulan sebelum meninggalkan syarikat tersebut untuk menubuhkan Kumpulan Syarikat Zil, yang pada asasnya adalah sebuah perniagaan keluarga. Pada masa ini, Dato' Abd. Rahim adalah Pengerusi Eksekutif Kumpulan yang terlibat terutamanya dalam penjana kuasa, perundingan kewangan, perkilangan, perdagangan, Teknologi Maklumat dan pembangunan hartanah.

He attended four of the five Board Meetings held during the financial year ended 31 December 2001 and currently holds 7,000 ordinary shares of RM1.00 each in the Company.

Dato' Ghazali does not have any family relationship with any director and/or major shareholder of PASDEC, nor any conflict of interest in any business arrangement involving the Company. He has had no convictions for any offences within the past 10 years.

DATO' ABD. RAHIM BIN HAJI MOHAMAD

Non-Independent, Non-Executive Director

Dato' Abd. Rahim bin Haji Mohamad, aged 53, was appointed to the Board of PASDEC on 14 November 1995. Having graduated from University of Malaya with a B.A (Hons) degree, Dato' Abd. Rahim went on to Advanced Diploma in Economics at University of Manchester, and later earned an MBA in Finance from Morehead State University, Kentucky. He later attended Wharton's Advance Management for Overseas Bankers.

Upon graduation in 1973, Dato' Abd. Rahim joined the Administrative and Diplomatic Service and served in various capacities, among others the Prime Minister's department, the Ministry of Primary Industries, Ministry of Culture, Youth & Sport and the Ministry of Finance.

He left the public sector in 1984 to join Amanah Merchant Bank Berhad where he served for six years and gained in-depth knowledge and experience in advisory and financing matters which include financial advisory exercises, equity restructuring, privatisation, credit evaluation, corporate and financial rationalisation and project financing.

He also served in the Shapadu Group of Companies as Group General Manager and as Chief Executive Officer of Shapadu Kontena Berhad and in Maju Holdings Sdn. Bhd. as Group Managing Director before leaving to set up the Zil Group of Companies, essentially a family business. Dato' Abd. Rahim is currently the Executive Chairman of the Group which is principally involved in power generation, financial consultancy, manufacturing, trading, Information Technology and property development.

Dato' Abd. Rahim juga menjadi anggota Lembaga Pengarah Far East Holdings Berhad dan beberapa syarikat swasta yang lain. Beliau juga seorang ahli Biro Ekonomi UMNO Pahang dan seorang anggota Alumni Pegawai Tadbir dan Diplomatik.

Beliau telah menghadiri empat daripada lima Mesyuarat Lembaga Pengarah yang telah diadakan dalam tahun kewangan berakhir 31 Disember 2001.

Beliau pada masa ini memegang sebanyak 10,000 saham biasa bernilai RM1.00 sesaham dalam PASDEC.

Dato' Abd. Rahim tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

DATO' MOHAMED AMIN BIN HAJI DAUD

Pengarah Bebas Bukan Eksekutif

Dato' Mohamed Amin bin Haji Daud, berusia 64 tahun, telah dilantik menjadi anggota Lembaga Pengarah di PASDEC pada 30 April 1997. Beliau juga merupakan Pengerusi Jawatankuasa Audit dan Jawatankuasa Pencalonan serta ahli Jawatankuasa Ganjaran Syarikat. Beliau seorang Barrister-at-Law Persatuan Terhormat di Middle Temple dan telah diterima masuk ke Badan Peguam Inggeris pada bulan November 1971. Sebaik sahaja kembali ke Malaysia, beliau bekerja dengan Tetuan Ibm Sendirian Berhad pada tahun 1997 sebagai seorang Setiausaha Syarikat dan kemudian telah dinaikkan pangkat ke Timbalan Pengurus Besar di syarikat yang sama. Seterusnya, beliau telah menubuhkan syarikat guaman sendiri bersama dua orang peguam lain di Kuantan.

Beliau pernah menjadi Ahli Parlimen bagi Kawasan Pekan, Pahang dari tahun 1982 hingga 1986 dan bagi Kawasan Rompin dari tahun 1986 hingga 1990. Beliau menjadi Timbalan Speaker Dewan Rakyat Malaysia dari tahun 1986 hingga 1990. Beliau telah memegang jawatan Pengerusi Lembaga Kemajuan Negeri Pahang Tenggara dari tahun 1986 hingga 1995 dan Pengerusi Lembaga Pelabuhan Kuantan daripada 1985 to 1987. Beliau juga merupakan Pengarah Naluri Berhad.

Beliau telah menghadiri kesemua lima Mesyuarat Lembaga Pengarah yang telah diadakan bagi tahun kewangan berakhir 31 Disember 2001.

Beliau tiada pegangan saham dalam PASDEC.

Dato' Abd. Rahim also sit on the board of Far East Holdings Berhad and several others private companies. He is also a member of the Pahang UMNO Economic Bureau and Committee Member of the Administrative and Diplomatic Services Officers' Alumni.

He attended four of the five Board Meetings held during the financial year ended 31 December 2001.

He has a current direct shareholding of 10,000 ordinary shares of RM1.00 each in PASDEC.

Dato' Abd. Rahim does not have any family relationship with any director and/or major shareholder of PASDEC, nor any conflict of interest in any business arrangement involving the Company. He has had no convictions for any offences within the past 10 years.

DATO' MOHAMED AMIN BIN HAJI DAUD

Independent, Non-Executive Director

Dato' Mohamed Amin bin Haji Daud, aged 64, was appointed to the Board of PASDEC on 30 April 1997. He is also a Chairman of the Audit Committee and the Nominating Committee and a member of the Remuneration Committee of the Company. He is a Barrister-at-law of the Honorable Society at Middle Temple and was called to the English Bar in November 1971. Upon returning to Malaysia, he joined M/S Ibm Sendirian Berhad in 1972 as Company Secretary and was later promoted to Deputy General Manager of the same company. Subsequently, he went on to set-up his own law practice with two other lawyers in Kuantan.

He was a Member of Parliament of Pekan, Pahang from 1982 to 1986 and Rompin from 1986 to 1990. He served as the Deputy Speaker of Dewan Rakyat Malaysia from 1986 until 1990. He was the Chairman of Lembaga Kemajuan Negeri Pahang Tenggara from 1986 until 1995 and the Chairman of Kuantan Port Authority from 1985 to 1987. He is also a Director of Naluri Berhad.

He attended all five Board Meetings held during the financial year ended 31 December 2001.

He has no shareholdings in PASDEC.

Profil Lembaga Pengarah

Profile Board of Directors

Dato' Mohamed Amin tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

DATO' JAMAL AB. NASIR BIN ISMAIL

Pengarah Bukan Eksekutif Bukan Bebas

Dato' Jamal Ab. Nasir bin Ismail, berusia 48 tahun, telah dilantik sebagai anggota Lembaga Pengarah PASDEC pada 2 Disember 1996. Beliau juga merupakan ahli Jawatankuasa Ganjaran Syarikat. Dato' Jamal Ab. Nasir telah memperoleh Sarjana Muda Perniagaan daripada Leeds Metropolitan University, Calvert Street, United Kingdom, pada tahun 1995. Beliau pernah berkhidmat sebagai Setiausaha Peribadi kepada Setiausaha Parlimen Kementerian Penerangan dari tahun 1990 hingga 1995. Beliau juga telah berkhidmat sebagai Ahli Dewan Undangan Negeri Pahang dari tahun 1995 hingga 1999.

Beliau telah menghadiri kesemua lima Mesyuarat Lembaga Pengarah yang telah diadakan dalam tahun kewangan berakhir 31 Disember 2001.

Beliau tiada pegangan saham dalam PASDEC.

Dato' Jamal Ab. Nasir tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama di PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

DATO' KHALID BIN MOHAMAD JIWA

Pengarah Bebas Bukan Eksekutif

Dato' Khalid bin Mohamad Jiwa, berusia 44 tahun, telah dilantik sebagai anggota Lembaga Pengarah di PASDEC pada 30 April 1997. Beliau juga merupakan seorang anggota Jawatankuasa Audit dan Jawatankuasa Pencalonan Syarikat. Beliau adalah seorang graduan daripada Universiti Teknologi MARA dalam bidang perniagaan.

Dato' Khalid memulakan kerjayanya dalam sektor kewangan apabila beliau menyertai Bank Bumiputra Malaysia Berhad ("BBMB") pada tahun 1981. Di BBMB, Dato' Khalid telah banyak memberi sumbangan terhadap sektor Perbankan

Dato' Mohamed Amin does not have any family relationship with any director and/or major shareholder of PASDEC, nor any conflict of interest in any business arrangement involving the Company. He has had no convictions for any offences within the past 10 years.

DATO' JAMAL AB. NASIR BIN ISMAIL

Non-Independent, Non-Executive Director

Dato' Jamal Ab. Nasir bin Ismail, aged 48, was appointed to the Board of PASDEC on 2 December 1996. He is also a member of the Remuneration Committee of the Company. Dato' Jamal Ab. Nasir graduated with a Bachelor of Business from Leeds Metropolitan University, Calvert Street, United Kingdom, in 1995. He served as the Personal Secretary to the Parliament Secretary of the Ministry of Information from 1990 to 1995. He also served as the State Assemblyman of Pahang from 1995 to 1999.

He attended all five Board Meetings held during the financial year ended 31 December 2001.

He has no shareholdings in PASDEC.

Dato' Jamal Ab. Nasir does not have any family relationship with any director and/or major shareholder of PASDEC, nor any conflict of interest in any business arrangement involving the Company. He has had no convictions for any offences within the past 10 years.

DATO' KHALID BIN MOHAMAD JIWA

Independent, Non-Executive Director

Dato' Khalid bin Mohamad Jiwa, aged 44, was appointed to the Board of PASDEC on 30 April 1997. He is also a member of the Audit Committee and the Nominating Committee of the Company. He graduated from University Teknologi MARA in business field.

Dato' Khalid begin his career in the financial sector when he joined Bank Bumiputra Malaysia Berhad ("BBMB") in 1981. With BBMB, Dato' Khalid contributed significantly in the Banking and the Financial Sector. As the Assistant Manager/Head of Credit he was responsible for analyzing and managing credit portfolio for one of the BBMB branches in the state of Selangor.

dan Kewangan. Sebagai Penolong Pengurus/Ketua Kredit, beliau bertanggungjawab menganalisis dan menguruskan portfolio kredit untuk salah satu daripada cawangan BBMB di negeri Selangor.

Beliau juga adalah Pengarah Atlan Holding Bhd, sebuah syarikat awam yang tersenarai di Papan Kedua Bursa Saham Kuala Lumpur dengan kegiatan utamanya dalam bidang perkilangan dan perdagangan barangan perindustrian, elektronik dan elektrik, serta barangan IT, dan juga dalam pengendalian sebuah pusat pendidikan yang menyediakan latihan teknikal dan vokasional. Beliau juga menjadi anggota Lembaga Pengarah di beberapa syarikat sendirian berhad yang lain.

Kini beliau sedang membina syarikatnya sendiri – Kumpulan Syarikat Ace, yang terdiri daripada Ace Collection Sdn. Bhd., Absolute Tranquil Sdn. Bhd., Ace Broadcast Sdn. Bhd., Ace Plantation Sdn. Bhd., Honest Degree Sdn. Bhd., dan Prominent Support Sdn. Bhd. Sebagai Pengerusi Eksekutif Kumpulan, beliau terlibat secara langsung dalam kegiatan perniagaan yang pelbagai, merangkumi pengurusan dan operasi media televisyen, pembekalan bahan penyiaran, pembekalan dan penyenggaraan peralatan ketenteraan, kerja-kerja kejuruteraan dan perkhidmatan teknikal, dan juga perladangan. Beliau juga merupakan Pengarah Eksekutif TAHB Auto International Sdn. Bhd., sebuah syarikat yang terlibat dalam pengimportan dan perdagangan kereta mewah.

Selain daripada menguruskan perniagaan syarikat-syarikatnya, Dato' Khalid juga terlibat dalam politik di mana beliau berkhidmat sebagai seorang ahli Majlis Ekonomi dan Pembangunan Usahawan, yang telah ditubuhkan dalam Organisasi Pemuda UMNO untuk menggalakkan keusahawanan serta mewujudkan lebih ramai usahawan Bumiputera.

Beliau telah menghadiri kesemua lima Mesyuarat Lembaga Pengarah yang telah diadakan dalam tahun kewangan berakhir 31 Disember 2001.

Beliau tiada pegangan saham dalam PASDEC.

Dato' Khalid tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

He is also a Director of Atlan Holding Bhd a public company listed on Second Board of Kuala Lumpur Stock Exchange with principal activities in manufacturing and trading of industrial, electronic and electrical and IT products and operation of an education center providing technical and vocational training. He also sits on the Board of several other private companies.

He is currently building his own – Ace Group of Companies, comprising of Ace Collection Sdn. Bhd., Absolute Tranquil Sdn. Bhd., Ace Broadcast Sdn. Bhd., Ace Plantation Sdn. Bhd., Honest Degree Sdn. Bhd., and Prominent Support Sdn. Bhd. As the Group Executive Chairman, he is involved directly in well-diversified business activities, ranging from TV media management and operations, supply of broadcast materials, supply and maintenance of military equipment, engineering works and technical services, as well as plantation. He is also the Executive Director of TAHB Auto International Sdn. Bhd., a company involved in importing and trading of luxury cars.

Besides managing his companies, Dato' Khalid is also involved in politics where he serves as a member of Majlis Ekonomi dan Pembangunan Usahawan, which was set-up within the UMNO Youth Organisation to promote entrepreneurship and create more Bumiputera entrepreneurs.

He attended all five Board Meetings held during the financial year ended 31 December 2001.

He has no shareholdings in PASDEC.

Dato' Khalid does not have any family relationship with any director and/or major shareholder of PASDEC, nor any conflict of interest in any business arrangement involving the Company. He has had no convictions for any offences within the past 10 years.

Profil Lembaga Pengarah

Profile Board of Directors

ABDULLAH BIN A. RASOL

Pengarah Bebas Bukan Eksekutif

Abdullah A. Rasol, berusia 52 tahun, telah dilantik sebagai anggota Lembaga Pengarah PASDEC pada 23 Mei 2002. Beliau adalah seorang anggota Jawatankuasa Audit Syarikat. En. Abdullah adalah seorang Fellow di Persatuan Berkanun Akauntan Bertauliah, United Kingdom dan merupakan seorang Akauntan Berkanun dengan Institut Akauntan Malaysia.

Kini beliau adalah Pengarah Eksekutif/Ketua Pegawai Eksekutif Amanah General Insurance Berhad, jawatan yang disandangnya sejak tahun 1997. Beliau bertanggungjawab terhadap operasi umum syarikat dari segi keuntungan dan produktiviti serta pelaksanaan dasar-dasar syarikat seperti mana diarah oleh Lembaga Pengarah.

Terdahulu daripada ini, beliau memegang jawatan Ketua Pegawai Eksekutif Amanah Finance Malaysia Berhad pada tahun 1994 dan seterusnya menjadi Pengarah Eksekutif pada tahun 1996. Beliau juga telah berkhidmat dengan Amanah Merchant Bank Berhad (AMBB) sejak tahun 1984, pada mulanya sebagai Pengurus Kewangan, seterusnya dalam bidang perbankan korporat dan akhir sekali sebagai Pengurus Besar syarikat tersebut.

Tugas-tugas beliau semasa berkhidmat di AMBB termasuk pemasaran dan penilaian kemudahan kredit, pengurusan aset, khidmat nasihat kewangan, penstrukturan semula ekuiti, serta pembiayaan projek.

Beliau telah beroleh pengalaman dalam bidang audit dan perakaunan semasa beliau berkhidmat di Coopers and Lybrand, Gurthrie Malaysia Holdings Bhd, dan Pernas Construction Sdn. Bhd. sebelum menyertai AMBB.

Beliau tiada pegangan saham dalam PASDEC.

En. Abdullah tiada hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham utama PASDEC, mahupun sebarang konflik kepentingan dalam mana-mana urusan perniagaan yang melibatkan Syarikat. Beliau tidak pernah disabit dengan apa-apa kesalahan dalam jangka masa 10 tahun yang lepas.

ABDULLAH BIN A. RASOL

Independent, Non-Executive Director

Abdullah A. Rasol, aged 52, was appointed to the Board of PASDEC on 23 May 2002. He is a member of the Audit Committee of the Company. En. Abdullah is a Fellow of the Chartered Association of Certified Accountants, United Kingdom and a Chartered Accountant with the Malaysian Institute of Accountants.

He is currently the Executive Director/Chief Executive Officer of Amanah General Insurance Berhad, a post he has held since 1997. He oversees the general operations of the company in terms of profitability and productivity and implementation of the company's policies as directed by the Board.

Prior to his present position, he was the Chief Executive Officer of Amanah Finance Malaysia Berhad in 1994 and went on to become the Executive Director in 1996. He has also been with Amanah Merchant Bank Berhad (AMBB) since 1984, initially serving as the Finance Manager and moving on towards corporate banking and subsequently as its General Manager.

His tasks, whilst at AMMB included marketing and evaluation of credit facilities, management of assets, financial advisory, equity restructuring, and project financing.

He gained his audit and accounting experience in Coopers and Lybrand, Gurthrie Malaysia Holdings Bhd, and Pernas Construction Sdn. Bhd. prior to joining AMBB.

En. Abdullah does not have any family relationship with any director and/or major shareholders of PASDEC, nor any conflict of interest in any business arrangements involving the Company. He has had no convictions for any offences during the past 10 years.

Kumpulan Pengurusan

Management Team



YH Dato' Hamdan bin Jaafar
Pengarah Urusan / Managing Director



Encik Goh Song Han
Pengawal Kewangan Kumpulan
Group Financial Controller



Ir. Lee Thai
Pengurus Teknikal Kanan
Senior Technical Manager



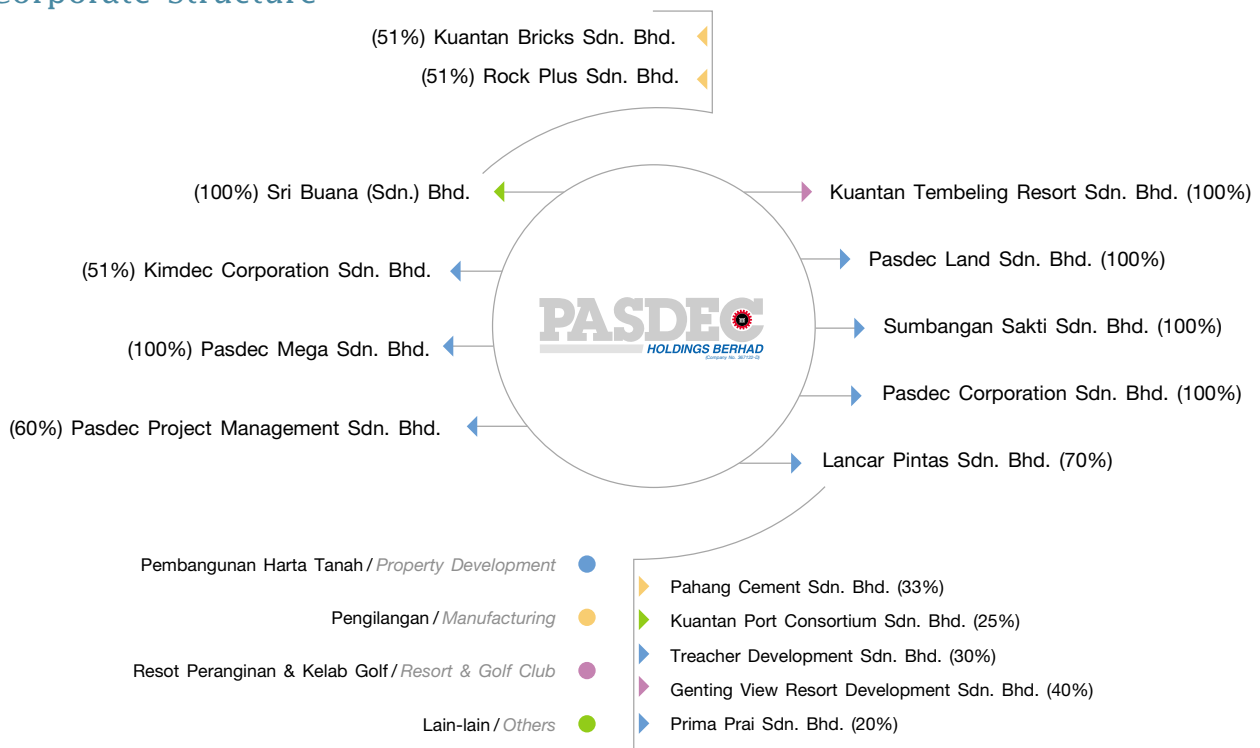
YH Dato' Mohd. Kharuddin bin Mohd. Ali
Pengurus Kanan,
Pembangunan Projek
Senior Manager,
Project Development,



Encik Mohd Lizah bin Hashim
Pengurus Hal Ehwal Korporat/
Setiausaha Syarikat Kumpulan
Corporate Affairs Manager/
Group Company Secretary

Struktur Korporat

Corporate Structure



Penyata Urus Tadbir Korporat

Corporate Governance Statement

Jemaah Lembaga Pengarah Pasdec Holdings Berhad (PASDEC) menyokong penuh prinsip dan saranan yang terkandung dalam Kod Tadbir Urus Korporat Malaysia (“Kod”) dan komited untuk memastikan agar piawai urus tadbir korporat tertinggi dilaksanakan secara berkekalan dalam Kumpulan.

Dalam tahun kewangan berakhir 31 Disember 2001, pihak Lembaga telah menilai keadaan pematuhan Syarikat dengan prinsip dan amalan berkaitan yang terkandung dalam Kod, dan dengan sukacitanya melaporkan bahawa beberapa langkah telah diambil agar Syarikat mengikuti dan berusaha ke arah pematuhan menyeluruh terhadap Kod.

Oleh itu, Lembaga dengan sukacitanya melaporkan penerapan Kod oleh Kumpulan dalam penyata ini.

The Board of Directors of Pasdec Holdings Berhad (PASDEC)

fully supports the principles and recommendations embodied in the Malaysian Code on Corporate Governance (“the Code”) and is committed to ensure that the highest standard of corporate governance is implemented and maintained throughout the Group.

During the financial year ended 31 December 2001, the Board assessed the Company’s state of compliance with the relevant principles and practices contained in the Code and is pleased to report that steps have been taken for the Company to observe and to strive towards full compliance with the Code.

The Board is therefore pleased to report on the application of the Code by the Group in this statement.

1. LEMBAGA PENGARAH

(a) Komposisi Lembaga

Pada masa ini Lembaga mengandungi sembilan (9) orang anggota yang terdiri daripada seorang Pengerusi bukan eksekutif, seorang Pengarah Urusan, tiga (3) orang Pengarah bukan eksekutif bebas dan empat (4) orang Pengarah bukan eksekutif bukan bebas.

Ahli-ahli Lembaga Pengarah membawa bersama mereka gabungan pengalaman pengurusan perniagaan dan kewangan yang luas, serta menawarkan kepakaran dan pandangan bernas dalam perbincangan dan proses membuat keputusan Lembaga. Profil setiap Pengarah dipaparkan di halaman 14 hingga 22 dalam Laporan Tahunan ini.

Para Pengarah bukan eksekutif, yang semuanya terdiri daripada ahli-ahli perniagaan yang dihormati dalam bidang masing-masing, memainkan peranan penting dalam keputusan Lembaga. Para Pengarah bebas yang mewakili satu per tiga daripada bilangan anggota Lembaga, menyediakan pandangan, nasihat dan pertimbangan bebas yang tidak memihak dalam proses membuat keputusan.

Peranan Pengerusi dan Pengarah Urusan ketara berbeza dan setiap seorang mempunyai tanggungjawab yang jelas untuk memastikan keseimbangan kuasa dan wibawa. Tanggungjawab utama Pengerusi adalah untuk memastikan pengendalian rapi dan keberkesanan Lembaga manakala Pengarah Urusan, yang merupakan satu-satunya Pengarah eksekutif, mempunyai tanggungjawab utama untuk melaporkan, menjelaskan dan menyampaikan perkara-perkara berkaitan operasi harian Syarikat kepada Lembaga.

Lembaga juga telah mendelegasikan sebahagian daripada tanggungjawab kepada jawatankuasa-jawatankuasa Lembaga yang lain, yang beroperasi mengikut bidang kerja yang jelas. Jawatankuasa Lembaga yang ditubuhkan termasuklah Jawatankuasa Audit (sila rujuk Laporan Jawatankuasa Audit yang dipaparkan di halaman 32 hingga 36 dalam Laporan Tahunan ini).

Semua Pengarah, kecuali Encik Abdullah A. Rasol yang dilantik pada 23 Mei 2002, telah mengikuti Program Pentauliahan Mandatori yang dianjurkan oleh Bursa Saham Kuala Lumpur ("BSKL").

1. THE BOARD OF DIRECTORS

(a) Composition of the Board

The Board currently has nine (9) members comprising of a non-executive Chairman, a Managing Director, and three (3) independent non-executive Directors and four (4) non-independent non-executive Directors.

The Directors bring a wide range of business management and financial experience, expertise and perspectives to the discussion and decision making of the Board. The profile of each Director is set out on pages 14 to 22 of this Annual Report.

The non-executive Directors, all of whom are respected business leaders in their own right, play important roles in the Board's decisions. The independent directors, representing one-third of the Board, provide unbiased and independent views, advice and judgement in the decision making process.

The roles of the Chairman and the Managing Director are distinct and each has clearly defined responsibilities to ensure a balance of power and authority. The Chairman is primarily responsible for ensuring orderly conduct and effectiveness of the Board whilst the Managing Director, being the only executive Director, has the principal responsibility of reporting, clarifying and communicating matters relating to the day-to-day operations of the Company to the Board.

The Board has also delegated certain responsibilities to other Board committees, which operate with clearly defined terms of reference. Standing committees of the Board include the Audit Committee (please refer to the Audit Committee Report set out on pages 33 to 37), the Nominating Committee and the Remuneration Committee.

Except for Encik Abdullah A. Rasol who was appointed on 23 May 2002, all the other Directors have attended the Mandatory Accreditation Programme organised by the Kuala Lumpur Stock Exchange ("KLSE").

Penyata Urus Tadbir Korporat

Corporate Governance Statement

(b) Tanggungjawab Lembaga

Lembaga Pengarah PASDEC bertanggungjawab penuh ke atas prestasi Syarikat dan Kumpulan secara menyeluruh dengan menjuruskan wawasan dan misi Syarikat, menumpukan perhatian kepada strategi dan rancangan tindakan di samping memberikan panduan dan nasihat bagi objektif dan matlamat Syarikat.

Lembaga bertanggungjawab terutamanya ke atas yang berikut:-

- Rancangan strategik Kumpulan
- Prestasi Kumpulan dan petunjuk prestasi penting
- Pengenalpastian dan pengurusan risiko utama
- Rancangan penggantian untuk pengurusan kanan
- Program perhubungan pelabur atau polisi komunikasi pemegang saham
- Sistem kawalan dalaman

Lembaga bermesyuarat sekurang-kurangnya empat (4) kali setahun dengan mesyuarat tambahan diadakan mengikut keperluan.

Lima (5) mesyuarat Lembaga telah diadakan sepanjang tahun kewangan berakhir 31 Disember 2001 dan semua Pengarah yang berkhidmat dalam tahun kewangan ini telah mematuhi keperluan kehadiran minimum ke mesyuarat Lembaga seperti yang disyaratkan dalam Keperluan-Keperluan Penyenaiaan BSKL. Kehadiran setiap Pengarah di mesyuarat Lembaga yang diadakan dalam tahun kewangan disenaraikan pada halaman 4 dalam Laporan Tahunan ini.

(c) Pembekalan Maklumat

Sebelum mesyuarat diadakan, kertas-kertas mesyuarat yang mengandungi laporan dan pengemaskinian tentang perkembangan operasi, kewangan dan korporat serta minit mesyuarat diberikan dengan lebih awal kepada ahli-ahli Lembaga untuk membolehkan mereka melaksanakan tanggungjawab mereka dengan berkesan.

Lembaga mempunyai akses sepenuhnya kepada pegawai pengurusan kanan dan berhak mendapatkan nasihat serta perkhidmatan Setiausaha Syarikat. Jika perlu, para Pengarah juga boleh mendapatkan khidmat ahli profesional bebas atas perbelanjaan Syarikat.

(b) Board Responsibility

The Board of PASDEC takes full responsibility for the overall performance of the Company and the Group by directing the vision and mission of the Company, focusing on strategies and action plans as well as providing guidance and advice on the Company's objectives and goals.

The Board is primarily responsible for the following:-

- *The Group's strategic plans*
- *Performance of the Group and key performance indicators*
- *Identification and management of principal risks*
- *Succession planning for senior management*
- *Investor relations programme or shareholder communications policy*
- *Internal control system*

The Board meets at least four (4) times a year with additional meetings convened as and when necessary.

Five (5) Board meetings were held during the financial year ended 31 December 2001 and all Directors holding office during the financial year complied with the requirement on minimum attendance at Board meetings as stipulated in the Listing Requirements of the KLSE. Attendance of each Director at the Board meetings held during the financial year is set out on page 5 of this Annual Report.

(c) Supply of Information

Board papers containing report and updates on operational, financial and corporate developments as well as minutes of meetings are made available in advance to members of the Board to enable them to discharge their duties effectively.

The Board has full access to the senior management and advice and services of the Company Secretary. The Directors may also seek independent professional advice at the Company's expense if required.

(d) Perlantikan Pengarah dan Pemilihan Semula

Lembaga telah menubuhkan Jawatankuasa Pencalonan pada 22 November 2001, selaras dengan Kod. Jawatankuasa ini bertanggungjawab terutamanya ke atas perkara berikut:-

- Untuk menilai, menyarankan dan menimbang calon-calon bagi pelantikan ke Lembaga dan jawatankuasa-jawatankuasa Lembaga;
- Untuk membantu Lembaga membuat penilaian tahunan terhadap gabungan kemahiran dan pengalaman para Pengarah Syarikat; dan
- Untuk memastikan keberkesanan Lembaga yang menyeluruh semasa melaksanakan fungsi pengawasan.

Jawatankuasa Pencalonan terdiri daripada tiga (3) orang Pengarah bukan eksekutif, yang mana dua (2) daripada mereka adalah Pengarah bebas. Jawatankuasa telah bermesyuarat sekali sejak ditubuhkan.

Selaras dengan Tataurusan Penubuhan Syarikat, sekurang-kurangnya satu per tiga daripada bilangan Pengarah hendaklah bersara daripada perkhidmatan pada setiap Mesyuarat Agung Tahunan dan tertakluk kepada pemilihan semula oleh pemegang-pemegang saham.

Pengarah yang baru dilantik oleh Lembaga hendaklah tertakluk kepada pemilihan oleh pemegang-pemegang saham pada Mesyuarat Agung Tahunan seterusnya yang diadakan selepas pelantikannya.

2. GANJARAN PENGARAH

(a) Polisi dan Prosedur Ganjaran

Lembaga telah menubuhkan Jawatankuasa Ganjaran pada 22 November 2001, selaras dengan Kod. Tanggungjawab utama Jawatankuasa ini adalah untuk mengajukan saranan kepada Lembaga tentang semua ciri-ciri ganjaran dan syarat-syarat penjawatan bagi Pengarah eksekutif, dengan mendapatkan nasihat dari luar jika perlu.

Jawatankuasa Ganjaran terdiri daripada Pengerusi dan dua (2) orang Pengarah bukan eksekutif, seorang daripadanya Pengarah bebas. Jawatankuasa telah bermesyuarat sebanyak dua kali sejak ditubuhkan.

(d) Appointment of the Board and Re-election

The Board has established a Nominating Committee on 22 November 2001, in line with the Code. The Committee is primarily responsible for the following:-

- *To review, recommend and consider candidates for appointment to the Board and committees of the Board;*
- *To assist the Board in reviewing on an annual basis the required mix of skills and experience of the Directors of the Company; and*
- *To ensure the overall effectiveness of the Board as a whole in discharging its stewardship function.*

The Nominating Committee comprises of three (3) non-executive Directors, two (2) of whom are independent Directors. The Committee met once since its formation.

In accordance with the Articles of Association of the Company, at least one-third of the Directors are required to retire from office at every Annual General Meeting and be subject to re-election by shareholders.

New Directors appointed by the Board are subject to election by the shareholders at the next Annual General Meeting held following their appointments.

2. DIRECTORS' REMUNERATION

(a) Remuneration Policy and Procedures

The Board has established a Remuneration Committee on 22 November 2001, in line with the Code. The Committee is primarily responsible for making recommendation to the Board on all elements of remuneration and terms of employment of the executive Director, drawing from outside advice if necessary.

The Remuneration Committee comprises of the Chairman and two (2) non-executive Directors, one (1) of whom is independent. The Committee met twice since its formation.

Penyata Urus Tadbir Korporat

Corporate Governance Statement

Ganjaran Pengarah eksekutif disarankan oleh Jawatankuasa Ganjaran kepada Lembaga dan distrukturkan untuk mengaitkan ganjaran dengan prestasi korporat dan prestasi peribadi.

Lembaga secara keseluruhannya memutuskan ganjaran Pengarah-Pengarah bukan eksekutif, dengan setiap Pengarah berkenaan tidak turut serta dalam perbincangan mengenai ganjarannya sendiri.

Yuran Pengarah dibayar kepada para Pengarah dengan kelulusan daripada para pemegang saham di Mesyuarat Agung Tahunan.

(b) Ganjaran Pengarah

Agregat ganjaran Pengarah Syarikat bagi tahun kewangan berakhir 31 Disember 2001 adalah seperti berikut:-

	Gaji Salaries (RM)	Yuran Fees (RM)	Bonus Bonus (RM)	Elaun Allowances (RM)	Jumlah Total (RM)
Pengarah Eksekutif / <i>Executive Director</i>	149,751	21,000	—	7,750	178,501
Pengarah Bukan Eksekutif / <i>Non-Executive Directors</i>	—	144,000	140,000	43,250	327,250
Jumlah / Total	149,751	165,000	140,000	51,000	505,751

Bilangan Pengarah dalam setiap kumpulan ganjaran adalah seperti berikut:-

Julat Ganjaran Range of Remuneration	Eksekutif Executive	Bukan Eksekutif Non-Executive
Bawah / Below RM50,000	—	6
RM50,001 hingga / to RM100,000	—	1
RM150,001 hingga / to RM200,000	1	—

Remuneration of the executive Director is recommended by the Remuneration Committee to the Board and is structured to link rewards to corporate and individual performance.

The Board as a whole decides on the remuneration of non-executive Directors, with the individual Director concerned abstaining from discussion of his own remuneration.

Directors' fees are paid to the Directors with approval by the shareholders at the Annual General Meeting.

(b) Directors' Remuneration

The aggregate remuneration of Directors of the Company for the financial year ended 31 December 2001 are as follows:-

The numbers of Directors of the Company whose total remuneration fall within the respective bands are as follows:-

3. HUBUNGAN DENGAN PEMEGANG SAHAM

Laporan tahunan Syarikat, pengumuman melalui BSKL dan pekeliling merupakan cara perhubungan yang berkesan dengan pemegang saham.

Mesyuarat Agung Tahunan dan Mesyuarat Agung Luar Biasa merupakan forum utama untuk berdialog dengan pemegang-pemegang saham dan pelabur-pelabur. Pemegang saham digalakkan menghadiri dan menyertai perbincangan di mesyuarat agung. Soalan-soalan yang dikemukakan oleh pemegang saham dijawab dengan terperinci dalam mesyuarat agung sendiri atau selepas itu.

Pemegang saham dialu-alukan untuk mengemukakan pertanyaan dengan menghubungi Syarikat pada bila-bila masa dan bukan sekadar semasa mesyuarat agung dan pertanyaan akan dilayani dengan serta merta oleh pegawai yang berkenaan.

4. KEBERTANGGUNGJAWABAN DAN AUDIT

(a) Laporan Kewangan

Dalam menyampaikan penyata kewangan tahunan dan pengumuman keputusan suku tahunan kepada pemegang saham, Lembaga bertanggungjawab mengemukakan penilaian yang seimbang dan dengan cara yang mudah difahami tentang kedudukan serta prospek Syarikat dan Kumpulan.

Penyata Tanggungjawab para Pengarah selaras dengan Peraturan-Peraturan Penyenaraian BSKL dikemukakan pada halaman 31.

(b) Kawalan Dalaman

Lembaga mempunyai tanggungjawab menyeluruh untuk mengekalkan sistem kawalan dalaman yang mantap, yang termasuk kawalan kewangan, kawalan operasi, pemantauan kepatuhan di samping pengurusan risiko demi melindungi pelaburan pemegang-pemegang saham dan aset-aset Syarikat.

Dalam tahun kewangan, kajian tentang keadaan kawalan dalaman Syarikat dan Kumpulan telah dilaksanakan dan suatu Struktur Pengurusan Risiko disediakan, yang mana faktor risiko telah dikenal pasti dan program bagi pengurusan risiko dibentuk.

3. RELATIONS WITH SHAREHOLDERS

The Company's annual report, announcements made via the KLSE and circulars are substantial means of communicating with the shareholders.

The Annual General Meeting and Extraordinary General Meeting is the principal forum for dialogue with individual shareholders and investors. The shareholders are encouraged to attend and participate in the general meeting. Questions asked by shareholders are answered in detail at the general meeting itself or thereafter.

Shareholders are welcomed to raise queries by contacting the Company at any time and not just at general meetings and the queries will be attended to promptly by the relevant officers.

4. ACCOUNTABILITY AND AUDIT

(a) Financial Reporting

In presenting the annual financial statements and quarterly announcements of results to the shareholders, the Board of Directors takes responsibility to present a balance and understandable assessment of the Company and Group's position and prospects.

The Responsibility Statement by the Directors in accordance with the KLSE Listing Requirements is set out on page 31.

(b) Internal Control

The Board has overall responsibility for maintaining a sound system of internal control, which includes financial controls, operational controls, compliance monitoring as well as risk management in order to safeguard shareholders' investment and the Company's assets.

During the financial year, a review on the state of internal control of the Company and the Group was undertaken and a Risk Management Framework was established, whereby risk factors were identified and programmes for managing these risks were devised.

Penyata Urus Tadbir Korporat

Corporate Governance Statement

Sruktur Pengurusan Risiko direka bentuk untuk mengurus dan bukannya untuk menghapuskan risiko ketara yang dihadapi Syarikat serta sekadar menyediakan jaminan wajar dan bukannya jaminan mutlak terhadap salahnyataan ketara, kehilangan, atau pelanggaran peraturan.

Baru-baru ini Syarikat menubuhkan fungsi audit dalaman yang secara tetap memantau dan melaporkan keadaan sistem kawalan kewangan dan operasi dalaman serta pengurusan risiko kepada Jawatankuasa Audit untuk kajian dan penilaian.

(d) Hubungan dengan Juruaudit

Lembaga mengekalkan hubungan yang jelas dan formal dengan juruaudit Syarikat dalam usaha mendapatkan perkhidmatan dan nasihat profesional mereka.

Juruaudit luar mempunyai obligasi untuk membawa kepada perhatian pihak pengurusan dan jika perlu kepada pihak Jawatankuasa Audit dan Lembaga, sebarang kelemahan ketara pada sistem kawalan dan kepatuhan Kumpulan.

MAKLUMAT KEPATUHAN TAMBAHAN

1. Kontrak Penting Melibatkan Kepentingan Pengarah dan Pemegang Saham Utama

Tidak ada Pengarah atau pemegang saham utama yang mempunyai kontrak penting dengan Syarikat dalam tahun kewangan berakhir 31 Disember 2001.

2. Pengenaan Sekatan dan/atau Hukuman

Tiada sekatan dan/atau hukuman yang dikenakan ke atas Syarikat oleh badan pengawal selia yang berkaitan dalam tahun kewangan berakhir 31 Disember 2001.

3. Yuran bukan Audit

Jumlah yuran bukan audit yang telah dibayar atau perlu dibayar kepada juruaudit luar dan sekutunya bagi tahun kewangan berakhir 31 Disember 2001 ialah RM162,246.00.

The Risk Management Framework is designed to manage rather than eliminate the significant risks faced by the Company and provide only reasonable and not absolute assurance against material misstatement, loss, or breach of regulations.

The Company's recently established in-house internal audit function shall regularly monitor and report on the internal financial and operational control systems and risk management to the Audit Committee for its review.

(d) Relationship with Auditors

The Board maintains a formal and transparent relationship with the Company's auditors in seeking their professional services and advice.

The external auditors have an obligation to bring any significant defects to the Group's system of control and compliance to the attention of the management and if necessary, to the Audit Committee and the Board.

ADDITIONAL COMPLIANCE INFORMATION

1. Material Contracts Involving Directors' and Major Shareholders' Interests

None of the Directors and major shareholders had any material contracts with the Company during the financial year ended 31 December 2001.

2. Sanctions and/or Penalties Imposed

There were no sanctions and/or penalties imposed on the Company by the relevant regulatory bodies during the financial year ended 31 December 2001.

3. Non-audit Fees

The amount of non-audit fees paid or payable to the external auditors and their associates for the financial year ended 31 December 2001 is RM162,246.00.

Penyata Tanggungjawab Para Pengarah

Directors' Responsibility Statement

Lembaga Pengarah bertanggungjawab untuk memastikan bahawa penyata-penyata kewangan Syarikat dan Kumpulan memberikan gambaran sebenar dan saksama mengenai hal ehwal Syarikat dan Kumpulan.

Lembaga Pengarah telah memastikan bahawa dalam penyediaan penyata-penyata kewangan:-

- Kumpulan dan Syarikat menerimapakai polisi-polisi perakaunan yang wajar secara konsisten;
- Keputusan dan anggaran yang munasabah dan bijaksana dibuat di mana berkaitan; dan
- Segala piawaian-piawaian perakaunan yang diluluskan dan terpakai di Malaysia telah diikuti.

Para Pengarah bertanggungjawab untuk memastikan bahawa Syarikat menyimpan rekod-rekod perakaunan yang menggambarkan dengan ketepatan yang munasabah kedudukan kewangan Kumpulan dan Syarikat, dan membolehkan mereka memastikan penyata-penyata kewangan mematuhi Akta Syarikat, 1965. Penyata oleh Pengarah-Pengarah selaras dengan Seksyen 169(15) Akta Syarikat, 1965 dikemukakan pada muka surat 52 Laporan Tahunan ini.

Para Pengarah mempunyai tanggungjawab umum untuk mengambil tindakan-tindakan yang sewajarnya bagi memelihara aset-aset Kumpulan dan mengelakkan serta mengesan penipuan dan lain-lain yang di luar aturan.

The Board is responsible for ensuring that the financial statements of the Company and Group give a true and fair view of the state of affairs of the Company and Group.

The Board of Directors ensured that in preparing the financial statements:-

- *The Group and the Company have used appropriate accounting policies that are consistently applied;*
- *Reasonable and prudent judgements and estimates were made where applicable; and*
- *All applicable approved accounting standards in Malaysia have been followed.*

The Directors are responsible for ensuring that the Company maintains accounting records that disclose with reasonable accuracy the financial position of the Group and the Company, and which enable them to ensure that the financial statements comply with the Companies Act, 1965. The Statement of Directors pursuant to Section 169(15) of the Companies Act, 1965 is set out on page 84 of this Annual Report.

The Directors have general responsibilities for taking such steps that are reasonably available to them to safeguard the assets of the Group, and to prevent and detect fraud and other irregularities.

Laporan Jawatankuasa Audit

Audit Committee Report

A. KEAHLIAN LEMBAGA

Jawatankuasa ini terdiri daripada ahli-ahli yang berikut:-

- | | |
|--|--|
| 1. Dato' Mohamed Amin bin Haji Daud
Pengerusi/Pengarah Bebas Bukan Eksekutif | 3. Dato' Abd. Rahim bin Haji Mohamad
Pengarah Bebas Bukan Eksekutif Bukan |
| 2. Dato' Khalid bin Mohamad Jiwa
Pengarah Bebas Bukan Eksekutif | 4. Encik Abdullah bin A. Rasol
Pengarah Bebas Bukan Eksekutif
(Dilantik pada 23 Mei 2002) |

B. BIDANG RUJUKAN

1.0 Keanggotaan

- 1.1 Ahli-ahli Jawatankuasa Audit hendaklah dilantik oleh Lembaga di kalangan para Pengarah Syarikat dan terdiri daripada sekurang-kurangnya tiga (3) ahli, yang majoritinya merupakan Pengarah Bebas.
- 1.2 Ahli-ahli Jawatankuasa Audit hendaklah melantik Pengerusi di kalangan ahli mereka, dan beliau hendaklah merupakan Pengarah Bebas.
- 1.3 Pengarah ganti tidak boleh dilantik sebagai ahli Jawatankuasa Audit.
- 1.4 Sekurang-kurangnya seorang ahli Jawatankuasa Audit:-
 - i. Mestilah merupakan ahli Institut Perakaunan Malaysia; atau
 - ii. Sekiranya beliau bukan ahli Institut Perakaunan Malaysia, beliau mesti mempunyai pengalaman kerja sekurang-kurangnya 3 tahun dan:-
 - a. beliau mesti lulus peperiksaan yang ditetapkan pada Bahagian 1 Jadual Pertama Akta Perakaunan 1967; atau
 - b. beliau mestilah merupakan ahli salah satu persatuan akauntan yang ditetapkan pada Bahagian II, Jadual 1 Akta Akauntan 1967.
- 1.5 Lembaga hendaklah mengkaji tempoh memegang jawatan dan prestasi Jawatankuasa Audit dan setiap seorang ahlinya sekurang-kurangnya sekali setiap tiga (3) tahun untuk menentukan sama ada Jawatankuasa Audit telah menjalankan tugasnya mengikut bidang rujukannya.

- 1.6 Sekiranya terdapat kekosongan dalam Jawatankuasa Audit yang menyebabkan perenggan 1.1 dan 1.4 di atas tidak dipatuhi, Lembaga mesti memenuhi kekosongan tersebut dalam tempoh tiga (3) bulan.

2.0 Objektif

Objektif-objektif utama Jawatankuasa Audit ialah:-

- 2.1 Membantu Lembaga Pengarah melaksanakan tanggungjawabnya dengan mengkaji kecukupan dan keutuhan sistem kawalan dalaman dan sistem pengurusan Kumpulan, termasuk sistem-sistem bagi memastikan pematuhan kepada undang-undang, syarat-syarat, peraturan-peraturan dan garis panduan yang berkenaan.
- 2.2 Memastikan komunikasi terbuka antara Lembaga, Juruaudit Luaran, pihak pengurusan dan Juruaudit Dalaman dengan mengadakan mesyuarat dari masa ke semasa.
- 2.3 Menilai kualiti audit yang dijalankan oleh juruaudit dalaman dan luaran Syarikat.

3.0 Kuasa

- 3.1 Jawatankuasa Audit diberi kuasa oleh Lembaga untuk menyiasat sebarang perkara dalam bidang rujukannya, untuk mendapatkan sumber yang diperlukannya, dan hendaklah diberi capaian yang penuh dan tidak terhad kepada maklumat berkenaan Syarikat dan Kumpulan. Jawatankuasa Audit diberi kuasa untuk mendapatkan maklumat yang diperlukannya daripada mana-mana kakitangan dan semua kakitangan diarahkan untuk memberikan kerjasama bagi memenuhi permintaan yang dibuat oleh Jawatankuasa Audit.

A. MEMBERSHIP

The Committee comprises of the following members:-

- | | |
|---|--|
| <p>1. Dato' Mohamed Amin bin Haji Daud
Chairman/Independent Non-Executive Director</p> | <p>3. Dato' Abd. Rahim bin Haji Mohamad
Non-Independent Non-Executive Director</p> |
| <p>2. Dato' Khalid bin Mohamad Jiwa
Independent Non-Executive Director</p> | <p>4. Encik Abdullah bin A. Rasol
Independent Non-Executive Director
(Appointed on 23 May 2002)</p> |

B. TERMS OF REFERENCE

1.0 Composition

- 1.1 Members of the Audit Committee shall be appointed by the Board from amongst the Directors of the Company and shall comprise of at least three (3) members, a majority of whom shall be Independent Directors.
- 1.2 The members of the Audit Committee shall elect a Chairman from among their number who shall be an Independent Director.
- 1.3 No alternate director shall be appointed as a member of the Audit Committee.
- 1.4 At least one member of the Audit Committee:-
- i. Must be a member of the Malaysian Institute of Accountants; or
 - ii. If he is not a member of the Malaysian Institute of Accountants, he must have at least 3 years' working experience and:-
 - a. he must have passed the examinations specified in Part I of the 1st Schedule of the Accountants Act 1967; or
 - b. he must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act 1967.

- 1.5 The Board shall review the term of office and performance of the Audit Committee and each of its members at least once in every three (3) years to determine whether such Audit Committee and members have carried out their duties in accordance with their terms of reference.

- 1.6 In the event of any vacancy in the Audit Committee resulting in non-compliance with 1.1 and 1.4 above, the Board must fill the vacancy within three (3) months.

2.0 Objectives

The primary objectives of the Audit Committee are to:-

- 2.1 Assist the Board of Directors in discharging its responsibilities by reviewing the adequacy and integrity of the Group's internal control system and management system including systems for compliance with applicable laws, regulations, rules and guidelines.
- 2.2 Maintain, by scheduling regular meetings, open lines of communications between the Board, the external auditors, the management and internal auditors.
- 2.3 To review the quality of the audits conducted both by the internal and external auditors of the Company.

3.0 Authority

- 3.1 The Audit Committee is authorised by the Board to investigate any matter within its terms of reference, to obtain the resources which it needs, and to have full and unrestricted access to information pertaining to the Company and the Group. It is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Audit Committee.

Laporan Jawatankuasa Audit

Audit Committee Report

3.2 Jawatankuasa Audit hendaklah mempunyai saluran komunikasi langsung dengan juruaudit luaran dan juruaudit dalaman.

3.3 Jawatankuasa Audit diberi kuasa oleh Lembaga untuk mendapatkan nasihat profesional atau nasihat lain yang bebas atas perbelanjaan Syarikat dan untuk menjemput pihak luar dengan pengalaman dan kepakaran yang berkenaan untuk menghadiri mesyuarat yang dianggapnya perlu.

4.0 Tugas dan Tanggungjawab

4.1 Mengkaji bersama juruaudit luaran, ciri dan skop rancangan audit mereka, penilaian sistem kawalan dalaman yang dibuat mereka dan surat pengurusan mereka dan membincangkan sebarang perkara yang mungkin ingin ditimbulkan oleh juruaudit luaran, tanpa kehadiran pihak pengurusan, sekiranya perlu.

4.2 Mengkaji penilaian yang dibuat tentang sistem kawalan perakaunan dalaman bersama para juruaudit.

4.3 Mengkaji keputusan suku tahunan dan penyata kewangan akhir tahun Syarikat dan Kumpulan sebelum mencadangkan agar ia diluluskan oleh Lembaga, dengan memberi tumpuan khususnya kepada:-

- i. sebarang perubahan dalam polisi dan amalan perakaunan;
- ii. sebarang pelarasan penting yang dibuat semasa audit; dan
- iii. pematuhan kepada piawaian perakaunan dan keperluan undang-undang lain.

4.4 Membuat kajian bersama juruaudit luaran dan dalaman sama ada kakitangan Kumpulan telah memberikan mereka bantuan yang sewajarnya semasa menjalankan tugas mereka.

4.5 Mengkaji sama ada skop, fungsi dan sumber bahagian audit dalaman adalah mencukupi dan sama ada bahagian tersebut mempunyai kuasa yang diperlukan untuk menjalankan tugasnya.

4.6 Mengkaji rancangan dan proses audit dalaman, keputusan program audit dalaman atau keputusan penyiasatan yang dilakukan dan mengkaji sama ada tindakan yang sewajarnya telah diambil oleh pihak pengurusan terhadap cadangan-cadangan yang dikemukakan oleh juruaudit dalaman.

4.7 Menilai prestasi ketua jabatan audit dalaman dan mengkaji penilaian prestasi anggota kakitangan kanan bahagian audit dalaman dan meluluskan sebarang perlantikan atau pemberhentian ketua jabatan audit dalaman dan anggota kakitangan kanan jabatan audit dalaman.

4.8 Mengkaji sebarang urusan niaga pihak berkaitan dan situasi konflik kepentingan yang mungkin timbul di dalam Syarikat atau Kumpulan, termasuk sebarang urusan niaga, prosedur atau tindakan yang menimbulkan persoalan tentang keutuhan pihak pengurusan.

4.9 Membantu Lembaga dalam hal ehwal berkaitan perlantikan dan perletakan jawatan juruaudit luaran dan mencadangkan pencalonan pihak atau pihak-pihak tertentu sebagai juruaudit luaran, merundingkan yuran juruaudit selepas mengambil kira kebebasan dan objektiviti juruaudit luaran dan keberkesanan audit mereka dari segi kos.

4.10 Apabila Jawatankuasa Audit berpendapat bahawa sesuatu perkara yang dilaporkan ke Lembaga tidak dapat diselesaikan dengan cara yang memuaskan, dan seterusnya menyebabkan Keperluan Penyenaraian Bursa Saham Kuala Lumpur ("Bursa") tidak dipatuhi, Jawatankuasa Audit perlu melaporkan perkara tersebut kepada Bursa.

4.11 Menjalankan sebarang tugas lain yang mungkin dipersetujui oleh Jawatankuasa Audit dan Lembaga.

5.0 Mesyuarat

5.1 Mesyuarat akan diadakan sekurang-kurangnya empat (4) kali setahun. Mesyuarat tambahan boleh dipanggil pada bila-bila masa atas budi bicara Pengerusi Jawatankuasa Audit.

5.2 Korum bagi setiap mesyuarat mestilah terdiri daripada sekurang-kurangnya dua (2) ahli dan majoriti ahli yang hadir hendaklah merupakan Pengarah Bebas Syarikat.

5.3 Jawatankuasa Audit, atas budi bicaranya sendiri, boleh menjemput Pengarah lain, anggota pihak pengurusan dan kakitangan Kumpulan, dan/atau juruaudit luaran ke mesyuarat jawatankuasa.

5.4 Setiausaha Syarikat hendaklah menjadi Setiausaha Jawatankuasa.

3.2 The Audit Committee shall have direct communication channel with the external and internal auditors.

3.3 The Audit Committee is authorised by the Board to obtain independent professional or other advice at the Company's expense and to invite outsiders with relevant experience and expertise to attend meetings if it considers this necessary.

4.0 Duties and Responsibilities

4.1 To review with the external auditors, the nature and scope of their audit plan, their evaluation of the system of internal controls and their management letter and discuss any matter that the external auditors may wish to raise in the absence of the management, where necessary.

4.2 To review with the auditors, their evaluation of the system of internal accounting control.

4.3 To review the quarterly results and year-end financial statements of the Company and the Group before recommending for approval by the Board, focusing particularly on:-

- i. any changes in accounting policies and practices;
- ii. significant adjustment arising from the audit; and
- iii. compliance with accounting standards and other legal requirements.

4.4 To review with the external and internal auditors whether the employees of the Group have given to them appropriate assistance in discharging their duties.

4.5 To review the adequacy of the scope, functions and resources of the internal audit function and that it has the necessary authority to carry out its work.

4.6 To review the internal audit plan and processes, the results of the internal audit program or investigation undertaken and whether or not appropriate action is taken by management on the recommendations of the internal auditors.

4.7 To appraise the performance of head of internal audit and to review the appraisals for senior staff members of the internal audit function and to approve any appointment or termination of the head of internal audit and senior staff members of the internal audit function.

4.8 To review any related party transaction and conflict of interest situation that may arise within the Company or the Group, including any transaction, procedure or course of conduct that raises questions of management integrity.

4.9 To assist the Board on the appointment and resignation of the external auditors and to recommend the nomination of a person or persons as external auditors, to negotiate on the auditors' fee, after taking into consideration the independence and objectivity of the external auditors and the cost effectiveness of their audit.

4.10 Where the Audit Committee is of the view that a matter reported by it to the Board has not been satisfactorily resolved resulting in a breach of the Listing Requirements of the Kuala Lumpur Stock Exchange ("Exchange") the Audit Committee shall promptly report such matter to the Exchange.

4.11 To undertake any other functions as may be agreed by the Audit Committee and the Board.

5.0 Meetings

5.1 Meetings shall be held at least four (4) times a year. Additional meetings may be called at any time at the discretion of the Chairman of the Committee.

5.2 The quorum for each meeting shall comprise of at least two (2) members and the majority of members present shall be Independent Directors.

5.3 The Audit Committee has the discretion to invite other Directors, members of the management and employees of the Group, and/or the external auditors to its meetings.

5.4 The Company Secretary shall be the Secretary of the Committee.

Laporan Jawatankuasa Audit

Audit Committee Report

PERUTUSAN DARIPADA Pengerusi Jawatankuasa Audit

“Tadbir Urus Korporat, Pengurusan Risiko dan Kawalan Dalaman merupakan objektif utama Jawatankuasa Audit untuk tahun 2001. Pihak pengurusan Syarikat telah bertindak secara proaktif dalam melaksanakan aktiviti-aktiviti untuk sentiasa mengukuhkan lagi tadbir urus korporat dan kawalan dalaman di samping meningkatkan efisiensi dalam pengurusan risiko.”

YH Dato' Mohamed Amin Haji Daud

C. RINGKASAN AKTIVITI BAGI TAHUN KEWANGAN

Kehadiran setiap ahli ke Mesyuarat-Mesyuarat Jawatankuasa Audit yang diadakan dalam tahun kewangan berakhir 31 Disember 2001 adalah seperti berikut:-

Nama Pengarah-Pengarah	Kehadiran ke Mesyuarat Jawatankuasa Audit
Dato' Mohamed Amin bin Haji Daud	Tiga (3) daripada empat (4) mesyuarat
Dato' Khalid bin Mohamad Jiwa	Empat (4) daripada empat (4) mesyuarat
Dato' Abd. Rahim bin Haji Mohamad	Tiga (3) daripada empat (4) mesyuarat
Encik Abdullah bin A. Rasol (Dilantik pada 23 Mei 2002)	Tiada

Dalam tahun 2001, Jawatankuasa Audit telah melaksanakan analisa berkenaan cara Tadbir Urus Korporat serta status Kawalan Dalaman Syarikat. Analisis tersebut dilaksanakan untuk memastikan agar Syarikat mematuhi Kod Tadbir Urus Korporat yang dikeluarkan oleh Institut Tadbir Urus Korporat Malaysia dan Kod Kenyataan Kawalan Dalaman (Panduan Untuk Pengarah-Pengarah Syarikat Awam Yang Disenaraikan) yang dikeluarkan oleh Institut Audit Dalam Malaysia. Beberapa ketidakpatuhan kecil telah dikenalpasti dan pihak Jawatankuasa Audit berpuas hati dengan pelaksanaan tindakan susulan bagi memperbaiki ketidakpatuhan tersebut.

Pihak Syarikat juga telah menyediakan suatu Struktur Pengurusan Risiko, di mana risiko-risiko telah dikenalpasti serta program untuk menguruskan risiko-risiko tersebut telah disediakan. Dengan adanya Struktur Pengurusan Risiko tersebut, pihak Jawatankuasa Audit berharap agar faktor-faktor risiko yang berkaitan dengan aktiviti utama Syarikat akan dapat diuruskan dengan sebaiknya.

Kesemua aktiviti ini telah dilaksanakan oleh pihak pengurusan Syarikat serta dibantu oleh Fungsi Audit yang ditugaskan dari luar.

TAHUN AKAN DATANG

Suatu struktur untuk mewujudkan Fungsi Audit Dalaman Syarikat telah diadakan di mana kesemua sistem, pelan, struktur dan sumber dijangka akan siap sepenuhnya dan mula beroperasi pada awal tahun 2002. Bahagian Audit Dalaman akan membantu Jawatankuasa Audit dalam melaksanakan tugas dan tanggungjawabnya.

Pihak Jawatankuasa Audit akan terus membimbing dan membantu pihak pengurusan Syarikat dalam usahanya untuk sentiasa memperbaiki efisiensi dalam operasi dan meningkatkan pulangan kepada pemegang-pemegang saham.

STATEMENT FROM CHAIRMAN OF THE AUDIT COMMITTEE

“Good Corporate Governance, Risk Management and Internal Control were the key objectives of the Audit Committee during 2001. The management has been proactively taking steps and putting in effort to continuously further strengthen the corporate governance and internal control of the Company as well as improving efficiency in managing risks.”

YH Dato' Mohamed Amin Haji Daud

C. SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR

Details of attendance of each member at Audit Committee Meeting held during the financial year ended 31 December 2001:-

Name of Directors	Attendance at the Audit Committee Meetings
<i>Dato' Mohamed Amin bin Haji Daud</i>	<i>Three (3) out of four (4) meetings</i>
<i>Dato' Khalid bin Mohamad Jiwa</i>	<i>Four (4) out of four (4) meetings</i>
<i>Dato' Abd. Rahim bin Haji Mohamad</i>	<i>Three (3) out of four (4) meetings</i>
<i>Encik Abdullah bin A. Rasol</i> <i>(Appointed on 23 May 2002)</i>	<i>N/A</i>

In 2001, the Audit Committee undertook a diagnostic assessment on Corporate Governance and reviewed the state of Internal Control of the Company. These reviews were undertaken to ensure that the Company complies with the Malaysian Code on Corporate Governance issued by the Malaysian Institute of Corporate Governance and the Statement of Internal Control (Guidance for Directors of Public Listed Companies) issued by the Institute of Internal Auditors of Malaysia. Minor gaps were identified and the Committee is happy to note that remedial actions are being undertaken.

The Company has also established a Risk Management Framework, whereby risk factors were identified and programmes for managing these risks were established. With the Risk Management Framework in place, the Committee hopes that risk factors associated with the core business of the Company can be properly managed.

These activities were undertaken by the management of PASDEC and assisted by an outsourced Internal Audit Function.

THE YEAR AHEAD

A framework for setting up of an Internal Audit function within the Company has been established whereby relevant structures, charters, plans, systems and resources are scheduled to be fully completed and operational in early 2002. The Internal Audit Department shall assist the Audit Committee in deploying its duties and responsibilities.

The Audit Committee shall continue to guide and support the management of PASDEC in its effort to continuously improve operational efficiency and returns to shareholders.

Perutusan Daripada Pengerusi

Letter From Chairman



YH DATO' HAJI ABDUL GHANI BIN SULAIMAN
Pengerusi / Chairman

PARA PEMEGANG SAHAM,

Bagi pihak Lembaga Pengarah, saya dengan sukacitanya membentangkan Laporan Tahunan dan Akaun Pasdec Holdings Berhad ("PASDEC") yang telah diaudit ini untuk tahun kewangan berakhir 31 Disember 2001.

LATAR BELAKANG EKONOMI

Ekonomi Malaysia telah mencatatkan peningkatan sederhana sebanyak 0.4% pada tahun 2001 kerana penurunan yang signifikan di dalam eksport dan permintaan domestik akibat kelembapan ekonomi global terutamanya di Amerika Syarikat serta Jepun yang diburukkan lagi oleh tragedi 11 September lalu.

Peningkatan ekonomi telah dicapai atas usaha Kerajaan membuat suntikan melalui pelbagai pakej rangsangan fiskal untuk mengukuhkan permintaan domestik dan mengurangkan kesan negatif daripada perkembangan luaran.

Program rangsangan fiskal, penswastaaan projek infrastruktur dan pembangunan perumahan telah menyumbang kepada pertumbuhan sebanyak 2.3% dalam sektor pembinaan pada tahun 2001.

Sungguhpun mengalami keadaan operasi yang sukar disebabkan kelembapan ekonomi global, Kumpulan PASDEC telah menunjukkan prestasi yang agak baik dalam tahun kajian.

KEPUTUSAN KEWANGAN

Bagi tahun kajian, Kumpulan telah mencatatkan keuntungan sebelum cukai sebanyak RM13.9 juta, iaitu peningkatan yang membanggakan daripada keuntungan RM0.74 juta yang dicapai pada tahun kewangan yang lepas.

Peningkatan di dalam prestasi kewangan adalah disebabkan oleh kenaikan dalam pencapaian syarikat-syarikat subsidiari dan sumbangan yang menggalakkan daripada syarikat-

Bagi tahun kajian, Kumpulan telah mencatatkan keuntungan sebelum cukai sebanyak RM13.9 juta, iaitu peningkatan yang membanggakan daripada keuntungan RM0.74 juta yang dicapai pada tahun kewangan yang lepas.

For the financial year under review, the Group recorded a pre-tax profit of RM13.9 million, a commendable increase from RM0.74 million pre-tax profit registered in the previous corresponding year.

DEAR SHAREHOLDERS,

On behalf of the Board of Directors, it is my great pleasure to present this Annual Report and Audited Accounts of Pasdec Holdings Berhad ("PASDEC") for the financial year ended 31 December 2001.

ECONOMIC BACKGROUND

The Malaysian economy recorded a moderate growth of 0.4% in the year 2001 due to significant contraction in exports and domestic demand propelled by the slowdown in the global economy particularly in the United States of America and Japan and aggravated by the tragic September 11 event.

The growth was achieved on the back of pump priming efforts undertaken by the Government through various fiscal stimulus packages to strengthen domestic activities and to mitigate the adverse impact of external developments.

The fiscal stimulus programme, privatisation of infrastructure projects and housing development contributed towards a growth of 2.3% in the construction sector in 2001.

Despite the difficult operating conditions in the country due to global economic slowdown, the PASDEC Group performed considerably well in the year under review.

FINANCIAL RESULTS

For the financial year under review, the Group recorded a pre-tax profit of RM13.9 million, a commendable increase from RM0.74 million pre-tax profit registered in the previous corresponding year.

The improvement in the financial performance was due to the improved results of our subsidiary companies and favourable contribution from associated companies. The Group's share of profit from its associate companies for the financial year 2001 increased by 48% to RM15.3 million from the year 2000, with Pahang Cement Sdn. Bhd. and Kuantan Port Consortium Sdn. Bhd. continuing to be the major contributors.



◀ **Kompleks Teruntum**
– salah satu mercu tanda
Bandar Kuantan.
Teruntum Complex
– one of the many
landmarks of Kuantan town.

▶ **Kuantan Tembeling Resort**
– pemandangan dan suasana yang
nyaman dan mempersonakan.
Kuantan Tembeling Resort
– scenic beauty filled with
tranquillity.



Perutusan Daripada Pengerusi

Letter From Chairman

syarikat bersekutu. Sumbangan terhadap Kumpulan daripada syarikat-syarikat bersekutu bagi tahun kewangan 2001 telah meningkat sebanyak 48% kepada RM15.3 juta berbanding dengan tahun 2000, dengan Pahang Cement Sdn. Bhd. dan Kuantan Port Consortium Sdn. Bhd. terus bertindak sebagai penyumbang utama.

Keuntungan sebelum cukai pada tahap Syarikat meningkat daripada RM1.24 juta yang dicatat dalam tahun 2000 kepada RM12.2 juta.

Kedudukan aset ketara bersih Kumpulan meningkat sedikit kepada RM312.0 juta sekaligus meningkatkan aset ketara bersih sesaham kepada RM1.73 berbanding RM1.68 pada tahun sebelumnya.

DIVIDEN

Berdasarkan prestasi Kumpulan, Lembaga Pengarah dengan sukacitanya mengesyorkan pembayaran dividen akhir sebanyak 5% ditolak 28% cukai pendapatan bagi tahun kewangan berakhir 31 Disember 2001.

TINJAUAN OPERASI

Dalam tahun kajian, PASDEC, melalui syarikat-syarikat subsidiari dan bersekutunya, terus menumpukan perhatian secara aktif dalam kegiatan-kegiatannya yang merangkumi sektor pembangunan hartanah, pengurusan projek, pengilangan batu-bata, pengkuarian, perdagangan bahan binaan, pemilikan dan pengurusan resot, pengilangan simen dan pengendalian pelabuhan.

Pembangunan dan pengurusan hartanah kekal sebagai kegiatan utama Kumpulan dengan fokus diteruskan kepada pembangunan hartanah kos rendah hingga sederhana.

Sektor perumahan telah menunjukkan peningkatan positif di seluruh negara dengan permintaan yang terus meningkat terhadap rumah-rumah konvensional yang mampu dimiliki di lokasi yang terpilih dan mudah didatangi.

Di negeri Pahang, sektor perumahan terus bertindak sebagai penggerak utama dalam aktiviti pasaran hartanah dengan harta tanah kediaman berharga RM150,000 dan ke bawah paling banyak diurusniaga dalam tahun 2001.

Persekitaran kadar faedah yang rendah berserta pakej pinjaman yang kompetitif dan menarik yang ditawarkan oleh institusi-institusi kewangan telah menggalakkan permintaan terhadap harta tanah kediaman. Insentif-insentif lain seperti membenarkan ahli-ahli Kumpulan Wang Simpanan Pekerja ("KWSP") mengeluarkan simpanan untuk pembelian rumah kedua, pengecualian pembayaran duti setem dan peningkatan dalam pemberian pinjaman perumahan kepada kakitangan awam telah membantu menyokong pasaran.

Pembangunan rumah teres dua tingkat Mahkota Perdana (Fasa 2) di Bandar Indera Mahkota, Kuantan yang dilancarkan pada pertengahan tahun kajian telah mencatatkan penjualan yang memberangsangkan. Kami merancang untuk meneruskan dengan pelancaran fasa baru pada suku tahun ke tiga 2002.

Pembangunan Fasa 1 Mahkota Perdana yang terdiri daripada rumah teres satu tingkat telahpun habis dijual.

Reputasi Kumpulan sebagai pemaju yang membina kediaman berkualiti telah mengukuhkan keyakinan pembeli untuk membeli produk yang ditawarkan oleh kami.



*Kualiti, keselesaan dan perkhidmatan yang cekap menjadi keutamaan kami.
Quality, comfort and the best of services is our priority.*



Kualiti dan reka bentuk yang kontemporari menjadi ciri utama dalam pembinaan.

Quality and contemporary designs are our main features in property development.



At the Company level, the pre-tax profit rose from RM1.24 million in 2000 to RM12.2 million.

The group's net tangible assets base increased slightly to RM312.0 million thus increasing the net tangible asset per ordinary share to RM1.73 as compared to RM1.68 in the previous year.

DIVIDEND

Based on the Group's performance, the Board of Directors is pleased to recommend a final dividend of 5% less 28% income tax for the financial year ended 31 December 2001.

REVIEW OF OPERATIONS

During the year under review, PASDEC, through its subsidiaries and associate companies, continued to be actively involved in its existing businesses of property development, project management, resort ownership and management, manufacturing of bricks, quarrying, trading of building materials, cement manufacturing and port operations.

Property development and management remained as the Group's main activity with low to medium cost properties continuing to be the focus of development.

Nationwide, the residential sector showed a positive growth, with increasing demand for affordable and conventional housing in choice locations with good accessibility.

In Pahang, the residential sector continued to be the fore runner in the property market activity with residential properties priced at RM150,000 and below featuring prominently in the transactions for year 2001.

The low interest rate environment coupled with competitive and attractive housing loan packages offered by financial institutions spurred the demand for residential properties. Other incentives including allowing Employees Provident Fund ("EPF") contributors to make withdrawal for purchase of a second house, waiver of stamp duties and increment of housing loans to civil servants helped in supporting the market.

The sale of our double-storey houses at Mahkota Perdana (Phase 2) in Bandar Indera Mahkota, Kuantan, which was launched middle of the year, has been very encouraging. Plans are underway to open a new phase of the same development in the third quarter of 2002.

The earlier phase of Mahkota Perdana consisting of single-storey terrace houses has been fully sold-out.

The Group's reputation as a developer of quality homes served to strengthen purchasers' confidence in buying our products.



Sebahagian daripada pembangunan di Bandar Indera Mahkota.

A part of our development in Bandar Indera Mahkota.

Perutusan Daripada Pengerusi

Letter From Chairman



Astana Villa – Banglo eksklusif yang ditawarkan di kawasan Astana Golf Resort.

Astana Villa – Exclusive bungalows offered in the vicinity of Astana Golf Resort.

Pembangunan Mahkota Perdana merupakan kesinambungan daripada Mahkota Idaman dan adalah sebahagian daripada pembangunan bandar baru bersepadu, Bandar Indera Mahkota yang mempunyai keluasan melebihi 3,575 ekar.

Projek-projek lain yang kami bangun di Bandar Indera Mahkota dalam tahun kajian termasuklah Pasdec Aman Fasa 2 yang terdiri daripada rumah teres setingkat dan Astana View yang merangkumi rumah banglo dan rumah berkembar.

Memandangkan secara keseluruhannya permintaan untuk kawasan industri berkurangan, permintaan terhadap harta tanah kediaman yang dimajukan oleh kami di Bandar Gebeng yang terletak berhampiran dengan Kawasan Perindustrian Gebeng juga telah terjejas. Oleh yang demikian, kami telah menangguhkan perancangan untuk melancarkan jualan fasa baru rumah berkembar pada tahun kajian. Kami meramalkan permintaan akan meningkat dalam tahun 2002 selaras dengan perkembangan yang dijangkakan dalam sektor industri dan disokong oleh pembinaan jalan kereta api yang menghubungkan Kertih, Terengganu ke Kawasan Perindustrian Gebeng dan Pelabuhan Kuantan.

Dirancang sebagai “bandar mesra alam” bersepadu yang merangkumi harta tanah kediaman berkost sederhana rendah hingga sederhana, lot-lot komersil dan dilengkapi dengan pelbagai kemudahan, kerja-kerja landskap bagi mengindahkan kawasan dan mewujudkan persekitaran yang kondusif telah dijalankan dalam tahun kajian.

Sebagai suatu projek bercirikan mesra alam, sebahagian besar daripada Bandar Gebeng akan dikekalkan habitat semula jadinya selaras dengan konsep “hidup bermasyarakat di tengah-tengah alam semula jadi”.

Sementara itu, kami sedang mengkaji semula banglo-banglo di Astana Villa yang telah dibuka untuk jualan melalui konsep reka dan bina dalam tahun kajian. Kami berhasrat untuk menjadikannya “suatu pembelian bernilai”

dengan menawarkan ciri-ciri seperti ruang binaan yang lebih besar dan landskap yang menarik. Astana Villa terletak di dalam Astana Golf & Country Club, iaitu sebuah padang golf 18-lubang yang berprestij di Bandar Indera Mahkota, Kuantan.

PERKEMBANGAN KORPORAT

Dalam tahun kajian, Bukit Tinggi Resort Berhad (“BTR”) tidak lagi menjadi sebuah syarikat bersekutu Kumpulan kerana subsidiari kami, Pasdec Corporation Sdn. Bhd. (“PCSB”) tidak melanggan terbitan saham hak BTR yang mengakibatkan pengurangan dalam kepentingan ekuiti daripada 20% kepada 15.4%.

Seterusnya pada 29 Mac 2002, PCSB telah melupuskan keseluruhan 61,171,785 saham-saham biasa bernilai RM1.00 setiap satu yang dimilikinya dalam BTR kepada Nostalgia Kiara Sdn. Bhd. dan Pasti Eksklusif Sdn. Bhd. secara balasan tunai RM67,000,000 melalui suatu Perjanjian Jualan Saham Bersyarat.

Kepentingan Kumpulan dalam Kuantan Port Consortium Sdn. Bhd. (“KPC”) juga berkurang daripada 30% kepada 25% dalam tahun kajian kerana PCSB telah melanggan hanya 4,000,000 daripada 6,000,000 saham-saham hak biasa yang diterbitkan oleh KPC. PCSB telah melepaskan haknya untuk melanggan baki 2,000,000 saham biasa tersebut kepada Road Builder (M) Holdings Bhd. (“RBH”), pemegang saham KPC, untuk balasan tunai sebanyak RM4,000,000.

Susulan daripada itu, suatu Perjanjian Jual Beli Bersyarat telah ditandatangani pada 4 Mac 2002 untuk cadangan pelupusan keseluruhan 10,000,000 saham-saham biasa bernilai RM1.00 setiap satu milik PCSB dalam KPC kepada RBH pada jumlah harga RM32,500,000, yang mana sebahagiannya akan dibayar secara tunai dan sebahagian lagi melalui terbitan baru saham-saham biasa di dalam RBH kepada PCSB.

The development of Mahkota Perdana is a continuation of the Mahkota Idaman project and is part of the integrated township development at Bandar Indera Mahkota spread over 3,575 acres.

Our other developments in Bandar Indera Mahkota during the year include Phase 2 of Pasdec Aman consisting of single-storey terrace houses and Astana View consisting of bungalows and semi-detached houses.

Meanwhile, in view of the general slow demand in industrial area, we experienced soft demand for our development properties at Bandar Gebeng, located nearby the Gebeng Industrial Area. Hence, our initial plan to launch the sale of semi-detached houses during the year has been put on hold. We anticipate that demand will increase in year 2002 in tandem with the expected boost in industrial sector supported by the building of railway linking Kertih, Terengganu to Gebeng Industrial Area and Kuantan Port.

Intended as an integrated "green township" consisting of medium low to medium cost residential properties, commercial lots and amenities, landscaping works to beautify the area and to provide a conducive surrounding have been carried-out during the year.

Earmarked as an eco-friendly project, a significant part of the natural habitat of Bandar Gebeng shall be conserved to emphasise the concept of "community living amidst nature".

As for our design and built bungalows at Astana Villa launched during the year, the concept of the development is being reviewed to make it a "value for money" purchase such as offering larger built-up area and attractive landscape. Astana Villa is strategically located within the prestigious Astana Golf & Country Club, an 18-hole golf course at Bandar Indera Mahkota.

CORPORATE DEVELOPMENT

During the year, Bukit Tinggi Resort Berhad ("BTR") ceased to be an associate company of the Group as our subsidiary, Pasdec Corporation Sdn. Bhd. ("PCSB") did not subscribe to the rights issue of BTR resulting in dilution of its equity interest from 20% to 15.5%.

Subsequently on 29 March 2002, PCSB disposed-off its entire 61,171,785 ordinary shares of RM1.00 each in BTR to Nostalgia Kiara Sdn. Bhd. and Pasti Eksklusif Sdn. Bhd. for a total cash consideration of RM67,000,000 via a Conditional Share Sale Agreement.

The Group's interest in Kuantan Port Consortium Sdn. Bhd. ("KPC") also diluted from 30% to 25% in the year under review as PCSB only subscribed to 4,000,000 shares out of the total rights of 6,000,000 ordinary shares issued by KPC. The rights to the remaining 2,000,000 ordinary shares was renounced to Road Builder (M) Holdings Bhd. ("RBH"), a shareholder of KPC, for cash consideration of RM4,000,000.

Consequently, a Conditional Sale and Purchase Agreement was signed on 4 March 2002 for the proposed disposal of the entire 10,000,000 ordinary shares of RM1.00 each held by PCSB in KPC to RBH for a total purchase consideration of RM32,500,000, to be satisfied partly by cash and partly by issuance of new ordinary shares in RBH to PCSB.



Rumah Teres
di Bandar Gebeng.
Terrace houses
at Bandar Gebeng.

Perutusan Daripada Pengerusi

Letter From Chairman

PERSIJILAN ISO9002

PCSB telah berjaya mengekalkan persijilan ISO9002:1994 bagi skop-skop Pengurusan Pembangunan Hartanah dan Pengurusan Bandar Indera Mahkota daripada Sirim Berhad untuk tahun ketiga.

Usaha-usaha sedang diambil oleh pihak pengurusan dan personel yang terlibat untuk mengukuhkan lagi kesemua prosedur kualiti yang sedia ada bagi memenuhi peraturan-peraturan yang digariskan dalam edisi ISO9001:2000. Proses-proses kerja unit Ukur Bahan dan Perancang Bandar sedang dalam proses dokumentasi untuk ditambah kepada prosedur kualiti PCSB.

Latihan dan bengkel yang berkaitan telah dilaksanakan untuk meningkatkan kefahaman terhadap keperluan-keperluan sistem pengurusan kualiti sebagaimana digariskan dalam edisi terbaru bagi mempermudah pematuhan prosedur-prosedur kualiti terhadap syarat-syarat ISO9001:2000.

TAHUN AKAN DATANG

Ekonomi Malaysia dijangka akan pulih pada tahun 2002 dengan mencatatkan pertumbuhan 3% selaras dengan pemulihan ekonomi global dan usaha suntikan dana oleh Kerajaan.

Industri pembinaan dan hartanah dijangka akan menunjukkan peningkatan yang lebih pada tahun 2002 sekiranya usaha-usaha Kerajaan untuk mengukuhkan dan menggalakkan ekonomi membuah hasil.

Harta tanah kediaman kos rendah dan kos sederhana di lokasi yang giat pertumbuhan dijangka akan meraih permintaan paling tinggi. Ianya merupakan petanda baik kepada PASDEC memandangkan sebahagian besar daripada segmen pasaran kami adalah dalam zon yang mampu dimiliki.

Asas untuk hala tuju perniagaan kami di masa hadapan akan terus tertumpu kepada pembangunan dan pengurusan hartanah yang merupakan aktiviti utama kami. Bagi mencapai perkara tersebut, Kumpulan akan terus memajukan bank tanahnya yang melebihi 2,000 ekar dan pada masa yang sama bertindak untuk mencari tanah baru yang strategik dan bersesuaian di dalam atau di luar daripada Pahang sama ada secara pembelian terus atau melalui usaha sama bagi mewujudkan asas yang berkekalan untuk pertumbuhan dan keuntungan yang berterusan.

Atas dasar tersebut, kami sedang dalam proses menyempurnakan cadangan perolehan sebidang tanah utama milik bebas seluas 448.48 ekar di Tanjung Lumpur, Kuantan, hanya lima minit perjalanan dari bandar Kuantan. Tanah tersebut milik Treacher Development Sdn. Bhd. ("TDSB"), pada masa ini sebuah syarikat bersekutu PASDEC.

Perolehan tanah tersebut adalah melalui pemeteraian Perjanjian Jual Beli Bersyarat pada 18 Mac 2002 untuk cadangan pembelian baki 70% kepentingan ekuiti dalam TDSB daripada Pembinaan Sri Jati Sdn. Bhd.

Kami bercadang untuk membangunkan tanah tersebut sebagai suatu bandar baru bersepadu yang dirancang teliti lengkap dengan kemudahan-kemudahan dan landskap yang indah.

Selain itu, baru-baru ini kami telah menandatangani suatu Perjanjian Jual Beli Bersyarat dengan BTR untuk cadangan perolehan 90.50 ekar tanah di Bentong, Pahang pada jumlah harga belian RM35.5 juta.

Bank tanah Kumpulan akan meningkat selepas penyempurnaan perolehan kedua-dua bidang tanah tersebut.



*Taman Inderapura, Jerantut
– satu kawasan perumahan
yang menarik minat ramai
pembeli.*

*Taman Inderapura, Jerantut
– a residential development
attracting potential buyers.*



Lot-lot komersil yang telah siap dibina di Bandar Indera Mahkota. Fully completed commercial lots in Bandar Indera Mahkota.

Gambaran artis bagi pembangunan akan datang. An artist impression of future development.



ISO 9002 CERTIFICATION

PCSB successfully sustained the ISO9002:1994 accreditation for the scopes of Management of Property Development and Management of Bandar Indera Mahkota from SIRIM Berhad for the third year.

Efforts are being taken by the management and personnel involved to strengthen the existing quality procedures in order to comply with the requirements of the ISO9001:2000 edition. The work processes of the Quantity Surveying and Town Planning units are being documented in order to add-on to the existing quality procedures of PCSB.

Relevant trainings and workshops have been organised to increase understanding on the requirements of the quality management system based on the new edition in order to facilitate the compliance of the company's quality procedures with the ISO9001:2000 requirements.

THE YEAR AHEAD

The Malaysian economy is expected to recover in 2002 to 3.0% growth in line with the expected recovery of the global economy and the Government's pump priming measures.

The construction and property sectors are expected to register a further growth in year 2002 should the measures taken by the Government to strengthen and boost the economy prove to be effective.

Low to medium scale residential properties in high growth locations are likely to command the most demand. This augurs well for PASDEC as our market segment substantially lies in the affordable zone.

Our core business of property development and management will continue to be fundamental to our future business direction. Towards this end, the Group will continue to develop its existing landbank of more than 2,000 acres and at the same time source for strategic and suitable land either inside or outside of Pahang by way of direct acquisition or joint venture to provide sustainable base for continued growth and profitability.

In that respect, we are presently in the process of completing the proposed acquisition of a parcel of freehold prime land measuring 448.48 acres in Tanjung Lumpur, Kuantan, just five-minute drive away from the town. The land is owned by Treacher Development Sdn. Bhd. ("TDSB"), presently an associate company of PASDEC.

The acquisition is made possible by the signing of a Conditional Sale and Purchase Agreement on 18 March 2002 for the proposed acquisition of the remaining 70% equity interest in TDSB from Pembinaan Sri Jati Sdn. Bhd.

We intend to develop the land into a carefully planned integrated township complete with amenities and beautiful landscape.

In addition, we have recently signed a Conditional Sale and Purchase Agreement with BTR for the proposed acquisition of 90.50 acres of land in Bentong, Pahang for a total purchase consideration of RM35.5 million.

Acquisition of the two parcels of land, once completed, shall enhance the Group's existing landbank.



*Operasi syarikat-syarikat
bersekutu kami.
Operations of our
associate companies.*



Kerja-kerja pembinaan Lebuhraya Pantai Timur sepanjang 169 km yang bermula pada tahun 2001 dijangka akan meningkatkan permintaan terhadap perniagaan sokongannya iaitu pembekalan 'premix' dan permintaan terhadap harta tanah kediaman.

Banjir buruk yang melanda daerah Kuantan baru-baru ini telah memberi kesan kepada corak permintaan yang mana harta tanah kediaman di kawasan mudah banjir telah turun harga dan nilai sewanya. Bagi mengurangkan risiko tersebut, PASDEC akan, malah telah sentiasa menitikberatkan perancangan infrastruktur yang bersesuaian dan sistematik untuk pembangunan skim perumahannya.

Bagi tahun 2002, PASDEC bercadang untuk meneruskan usaha penjualan projek-projek yang sedia ada di samping melancarkan beberapa projek yang baru. Di antara projek-projek baru yang akan dilancarkan adalah Balok Permai yang merangkumi pembinaan rumah-rumah kos sederhana rendah dan sederhana serta berkembar berharga di antara RM60,000 (kos sederhana rendah) hingga RM130,000 (rumah berkembar) dan pembangunan Fasa 3 Mahkota Perdana iaitu rumah berkembar yang mampu dimiliki.

Meskipun pasaran komersil semasa tidak menggalakkan, kami percaya permintaan terhadap harta tanah komersil di kawasan strategik akan terus meningkat. Oleh yang demikian, kami bercadang untuk memulakan kerja-kerja pembangunan Mahkota Square, iaitu sebuah kompleks pejabat empat hingga enam tingkat yang terletak di pusat bandar Kuantan. Apabila siap, Mahkota Square bakal menjadi mercu tanda baru di bandar Kuantan.

Kami akan meningkatkan aktiviti kajian dan pembangunan dalam usaha untuk mempelbagaikan produk dan mengkaji cara-cara untuk mengurangkan kos pembinaan tanpa menjejaskan kualiti produk. Pasukan pemasaran kami akan meneruskan dengan aktiviti pengiklanan dan promosi yang berkesan dalam usaha untuk mempertingkatkan jualan.

Matlamat keseluruhan kami bagi tahun 2002 adalah untuk mengkaji semula kesemua aktiviti, strategi, sumber dan pelaburan Kumpulan bagi memperkemaskan dan mengukuhkan lagi perniagaan di samping terus meningkatkan keuntungan Kumpulan.

PERLANTIKAN PENGARAH

Bagi pihak Lembaga Pengarah, saya ingin mengalu-alukan En. Abdullah A. Rasol yang baru sahaja dilantik sebagai Pengarah Bebas Bukan Eksekutif PASDEC. Berbekalkan pengalaman dan pengetahuannya yang luas, adalah diharapkan beliau akan menyumbang secara signifikan kepada kejayaan Kumpulan.

PENGHARGAAN

Saya dan rakan-rakan Pengarah yang lain ingin menyampaikan rasa penghargaan kami kepada pihak pengurusan dan anggota pekerja atas dedikasi dan sumbangan mereka.

Kepada pemegang-pemegang saham yang dihargai, terutamanya pemegang saham utama kami, terima kasih kerana sokongan dan keyakinan anda yang berterusan terhadap Kumpulan.

Kami juga ingin merakamkan ucapan terima kasih dan penghargaan kepada kesemua rakan-rakan niaga, para pelanggan, perunding dan pembiaya kewangan kami serta pelbagai pihak berkuasa pengawalseliaan di atas sokongan konsisten mereka.

DATO' HAJI ABDUL GHANI BIN SULAIMAN
Pengerusi

3 Jun 2002

With commencement of construction works of the new 169 km East Coast Highway in 2001, the demand for its supporting business, i.e. supply of premix as well as demand for residential properties is likely to increase.

The recent flood in Kuantan had affected the trend of demand in residential sector with properties located in the flood prone areas dropping in prices and rental values. In order to alleviate the risk, PASDEC has, and will continue to stress on proper and systematic infrastructure planning for its development of housing scheme.

For the year 2002, PASDEC plans to continue selling its existing projects as well as launching several new projects. Among the new projects in the pipeline are the development of Balok Permai consisting of medium low to medium cost single-storey terrace and semi-detached houses priced between RM60,000 (medium-low cost) to RM130,000 (semi-detached) and the development of Mahkota Perdana Phase 3 consisting of affordable semi-detached houses.

Eventhough the commercial market is not presently robust, we believe that demand for commercial properties in strategically located areas will continue to increase. Hence, we plan to commence with development work of Mahkota Square, a four to six storey office complex located in the heart of Kuantan town. The Mahkota Square, once completed, is intended as a new landmark of the Kuantan town.

We will increase research and development ("R&D") activities to introduce a variety of product design and explore ways to reduce construction costs without compromising on the quality of products. Our marketing team shall continue with effective advertising and promotion activities in order to enhance product sales.

Our overall aim for the year 2002 is to review the activities, strategies, resources and investment of the Group in order to streamline and strengthen our businesses and improve the profitability of the Group.

APPOINTMENT OF DIRECTOR

On behalf of the Board, I would like to welcome En. Abdullah A. Rasol who was recently appointed as an Independent Non-Executive Director of PASDEC. With his vast experience and knowledge, he would be able to contribute significantly to the Group's success.

APPRECIATION

Together with my fellow Directors, we would like to extend our appreciation to the management and staff of the Group for their dedication and contribution.

To our valued shareholders, in particular our major shareholder, thank you for your continuous support and confidence in the Group.

We would also like to express our gratitude and appreciation to all our business associates, customers, financiers and consultants as well as the various regulatory authorities for their consistent support.



DATO' HAJI ABDUL GHANI BIN SULAIMAN
Chairman

3 June 2002



Pengkuarian pembuatan dan penghasilan batu-bata yang berkualiti memastikan hanya yang terbaik disediakan untuk para pelanggan.

Quarrying and manufacturing of quality bricks ensure that we deliver only the best for our customers.

penyata kewangan

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Laporan Para Pengarah

Para pengarah dengan ini membentangkan laporan mereka dan penyata kewangan Kumpulan dan Syarikat yang telah diaudit bagi tahun kewangan berakhir 31 Disember 2001.

KEGIATAN-KEGIATAN UTAMA

Kegiatan-kegiatan utama Syarikat adalah pemegangan pelaburan dan penyediaan perkhidmatan pengurusan.

Kegiatan utama subsidiari-subsidiari dinyatakan di Nota 5 penyata kewangan.

Tidak ada sebarang perubahan penting dalam kegiatan-kegiatan ini di sepanjang tahun kewangan.

HASIL

	Kumpulan RM	Syarikat RM
Keuntungan selepas cukai	11,188,388	8,273,135
Kepentingan minoriti	(4,667)	—
Keuntungan bersih yang boleh diagihkan kepada para pemegang saham	11,183,721	8,273,135

DIVIDEN

Pada Mesyuarat Agung Tahunan yang akan datang, dividen akhir untuk tahun kewangan semasa berakhir 31 Disember 2001, pada kadar 5% atas 180,000,000 saham biasa ditolak 28% cukai, jumlah dividen sebanyak RM6,480,000 (3.6 sen sesaham) akan dicadangkan untuk kelulusan para pemegang saham. Penyata kewangan bagi tahun semasa tidak mengambilkira dividen yang dicadangkan ini. Dividen tersebut, jika diluluskan oleh para pemegang saham, akan diambilkira di dalam ekuiti pemegang saham sebagai pengasingan keuntungan terkumpul dalam tahun kewangan berikutnya yang berakhir 31 Disember 2002.

RIZAB DAN PERUNTUKAN

Tidak ada pindahan yang penting kepada atau daripada rizab atau peruntukan sepanjang tahun kewangan ini selain daripada yang dinyatakan di penyata perubahan dalam ekuiti.

HUTANG LAPUK DAN HUTANG RAGU

Sebelum penyata pendapatan dan lembaran imbangan disediakan, para pengarah telah mengambil tindakan yang sewajarnya untuk memastikan bahawa tindakan telah diambil berkaitan dengan penghapuskiraan hutang lapuk dan dalam membuat peruntukan bagi hutang ragu dan berpuashati bahawa kesemua hutang yang diketahui lapuk telah dihapuskirakan dan peruntukan yang memadai telah dibuat bagi hutang ragu.

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang keadaan yang boleh menyebabkan jumlah yang dihapuskirakan bagi hutang lapuk atau jumlah yang diperuntukkan bagi hutang ragu di dalam penyata kewangan Kumpulan dan Syarikat tidak memadai secara besaran.

Laporan Para Pengarah

ASET SEMASA

Sebelum penyata pendapatan dan lembaran imbangan disediakan, para pengarah telah mengambil tindakan yang sewajarnya untuk memastikan bahawa aset semasa yang mungkin tidak dapat dijual dalam perjalanan perniagaan biasa termasuk nilai-nilai yang ditunjukkan di dalam rekod-rekod perakaunan Kumpulan dan Syarikat telah dikurangkan nilainya kepada hasilaku yang dianggap boleh diperolehi.

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang keadaan yang akan menjadikan nilai aset semasa di dalam penyata kewangan Kumpulan dan Syarikat mengelirukan.

KAEDAH PENILAIAN

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang keadaan yang timbul yang boleh menyebabkan kepatuhan kepada kaedah penilaian yang wujud bagi penilaian aset atau liabiliti Kumpulan dan Syarikat mengelirukan atau tidak sesuai.

LIABILITI LUARJANGKA DAN LAIN-LAIN LIABILITI

Pada tarikh laporan ini, tidak wujud:

- (a) sebarang tindihmilik ke atas aset Kumpulan atau Syarikat yang timbul sejak akhir tahun kewangan yang menjamin liabiliti pihak lain; atau
- (b) sebarang liabiliti luarjangka Kumpulan atau Syarikat yang timbul sejak akhir tahun kewangan.

Tidak ada liabiliti luarjangka atau lain-lain liabiliti yang akan berkuatkuasa atau berkemungkinan sebegitu dalam tempoh dua belas bulan selepas akhir tahun kewangan ini yang, pada pendapat para pengarah, akan atau boleh memberi kesan yang penting terhadap keupayaan Kumpulan atau Syarikat menunaikan kewajipannya apabila tiba masanya.

PERUBAHAN KEADAAN

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang keadaan yang tidak diperkatakan dalam laporan ini atau penyata kewangan Kumpulan dan Syarikat yang akan menyebabkan mana-mana jumlah yang dinyatakan di dalam penyata kewangan mengelirukan.

BUTIRAN YANG BERSIFAT GANJIL

Para pengarah berpendapat bahawa hasil kendalian Kumpulan dan Syarikat di sepanjang tahun kewangan tidak dipengaruhi secara besaran oleh sebarang butiran, urusanniaga atau kejadian yang bersifat penting dan ganjil.

Di dalam jangkamasa di antara akhir tahun kewangan dan tarikh laporan ini, tidak timbul sebarang butiran, urusanniaga atau kejadian yang bersifat penting dan ganjil yang, pada pendapat para pengarah, akan memberi kesan penting ke atas hasil kendalian Kumpulan atau Syarikat bagi tahun kewangan di mana laporan ini dibuat.

PERISTIWA PENTING

Peristiwa penting sepanjang tahun kewangan adalah seperti yang dinyatakan di Nota 30 kepada penyata kewangan.

PERISTIWA SUSULAN

Peristiwa susulan adalah seperti yang dinyatakan di Nota 31 kepada penyata kewangan.

PARA PENGARAH

Para pengarah yang berkhidmat sejak tarikh laporan akhir ialah:

YH Dato' Haji Abdul Ghani bin L. Sulaiman
YH Dato' Hamdan bin Jaafar
YH Dato' Mohd. Ghazali bin Mohd. Khalid
YH Dato' Ghazali bin Mohd. Ali
YH Dato' Abd. Rahim bin Haji Mohamad
YH Dato' Jamal Ab. Nasir bin Haji Ismail
YH Dato' Mohamed Amin bin Haji Daud
YH Dato' Khalid bin Mohamad Jiwa

MANFAAT PARA PENGARAH

Sepanjang dan pada akhir tahun kewangan, Syarikat atau subsidiari-subsidiarinya tidak menjadi pihak kepada sebarang persetujuan yang matlamatnya ialah untuk membolehkan para pengarah Syarikat mendapat manfaat melalui pengambilalihan saham atau debentur Syarikat atau sebarang badan korporat.

Sejak akhir tahun kewangan yang lepas, tidak ada pengarah yang telah menerima atau berhak menerima manfaat (selain daripada manfaat yang termasuk dalam ganjaran diterima atau akan diterima dan patut diterima oleh para pengarah seperti yang dinyatakan di Nota 22 kepada penyata kewangan) akibat daripada sebarang kontrak yang dibuat oleh Syarikat atau syarikat perbadanan berkaitan dengan pengarah atau dengan firma di mana ia adalah ahli, atau dengan syarikat di mana ia mempunyai kepentingan kewangan yang nyata.

KEPENTINGAN PARA PENGARAH

Menurut daftar pegangan saham para pengarah, kepentingan para pengarah yang memegang jawatan pada akhir tahun kewangan di dalam saham Syarikat sepanjang tahun kewangan adalah seperti berikut:

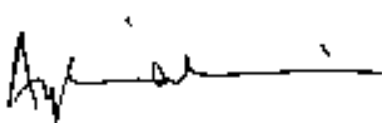
	Bilangan Saham RM1 Setiap Satu			31 Disember 2001
	1 Januari 2001	Beli	Jual	
YH Dato' Ghazali bin Mohd. Ali	7,000	—	—	7,000
YH Dato' Abd. Rahim bin Haji Mohamad	10,000	—	—	10,000

Tidak ada pengarah lain yang memegang jawatan pada akhir tahun kewangan mempunyai sebarang kepentingan di dalam saham-saham Syarikat atau syarikat-syarikat perbadanan berkaitan di sepanjang tahun kewangan.

JURUAUDIT

Hanafiah Raslan & Mohamad bersara dan telah menyatakan kesanggupan mereka untuk menerima perlantikan semula.

Ditandatangani bagi pihak Lembaga menurut resolusi para pengarah



DATO' HAJI ABDUL GHANI BIN L. SULAIMAN



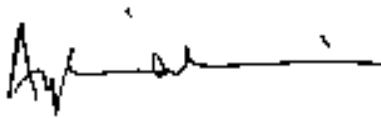
DATO' HAMDAN BIN JAAFAR

Bertarikh: 29 April 2002

Penyata Para Pengarah

Kami, DATO' HAJI ABDUL GHANI BIN L. SULAIMAN dan DATO' HAMDAN BIN JAAFAR, dua daripada para pengarah PASDEC HOLDINGS BERHAD, dengan ini menyatakan bahawa, pada pendapat para pengarah, penyata kewangan yang dibentangkan di mukasurat 54 hingga 79 memberi gambaran yang benar dan saksama berkenaan dengan keadaan urusan Kumpulan dan Syarikat pada 31 Disember 2001 dan hasil mereka serta aliran tunai mereka bagi tahun berakhir pada tarikh tersebut dan telah disediakan dengan wajarnya menurut kehendak Akta Syarikat 1965 dan piawaian perakaunan berkenaan yang diluluskan di Malaysia.

Ditandatangani bagi pihak Lembaga menurut resolusi para pengarah



DATO' HAJI ABDUL GHANI BIN L. SULAIMAN



DATO' HAMDAN BIN JAAFAR

Bertarikh: 29 April 2002


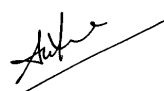
Akuan Berkanun

Saya, GOH SONG HAN, pegawai yang terutamanya bertanggungjawab ke atas pengurusan kewangan PASDEC HOLDINGS BERHAD, dengan sesungguhnya dan seikhlasnya mengaku bahawa penyata kewangan yang dibentangkan di mukasurat 54 hingga 79, adalah sebaik-baik pengetahuan dan kepercayaan saya betul, dan saya membuat pengakuan ini dengan sesungguhnya mempercayai bahawa ianya benar dan menurut peruntukan Akta Akuan Berkanun, 1960.

Ditandatangani dan diakui sesungguhnya)
oleh GOH SONG HAN yang tersebut)
di atas di Kuantan dalam Negeri Pahang)
Darul Makmur pada 29 April 2002.)


GOH SONG HAN

Di hadapan saya:



No. 20, Stadium Darul Makmur
25000 Kuantan
Pahang Darul Makmur

Pesuruhjaya Sumpah

Laporan Juruaudit

Kepada Pemegang-pemegang Saham
PASDEC HOLDINGS BERHAD

Kami telah mengaudit penyata kewangan yang dibentangkan di mukasurat 54 hingga 79. Penyata kewangan tersebut adalah tanggungjawab para pengarah Syarikat. Tanggungjawab kami adalah untuk menyatakan pendapat mengenai penyata kewangan tersebut berdasarkan audit kami.

Kami melaksanakan audit mengikut Piawaian Pengauditan yang diluluskan di Malaysia. Piawaian tersebut memerlukan kami merancang dan melaksanakan audit untuk mencapai kepastian munasabah mengenai samada penyata kewangan tersebut bebas daripada salah nyata yang ketara. Sesuatu audit juga merangkumi pemeriksaan, berdasarkan ujian, bukti yang menyokong jumlah dan pernyataan dalam penyata kewangan. Sesuatu audit juga merangkumi penilaian prinsip perakaunan yang digunakan dan anggaran penting yang dibuat oleh para pengarah, serta penilaian pembentangan penyata kewangan secara keseluruhannya. Kami percaya bahawa audit kami telah memberi asas munasabah untuk menyatakan pendapat kami.

Pada pendapat kami:

- (a) penyata kewangan telah disediakan dengan wajarnya menurut peruntukan Akta Syarikat, 1965 dan piawaian perakaunan berkenaan yang diluluskan di Malaysia dan memberi gambaran yang benar dan saksama mengenai:
 - (i) keadaan urusan Kumpulan dan Syarikat pada 31 Disember 2001 dan hasil mereka serta aliran tunai mereka bagi tahun berakhir pada tarikh tersebut; dan
 - (ii) perkara-perkara yang diperlukan oleh Seksyen 169 dalam Akta Syarikat, 1965 untuk diambilkira dalam penyata kewangan; dan
- (b) rekod perakaunan dan lain-lain rekod dan daftar-daftar yang dikehendaki oleh Akta untuk disimpan oleh Syarikat dan subsidiari-subsidiarinya telah disimpan dengan wajar menurut peruntukan Akta.

Kami berpuas hati bahawa penyata kewangan subsidiari yang telah disatukan dengan penyata kewangan Syarikat adalah dalam bentuk dan kandungan yang sesuai dan wajar bagi tujuan penyediaan penyata kewangan disatukan dan kami telah menerima maklumat dan penjelasan yang memuaskan sebagaimana yang dikehendaki oleh kami bagi tujuan tersebut.

Laporan juruaudit bagi penyata kewangan subsidiari tersebut tidak tertakluk kepada sebarang syarat dan tiada sebarang teguran dibuat di bawah seksyen kecil (3) Seksyen 174 Akta tersebut.



HANAFIAH RASLAN & MOHAMAD

No. AF 0002

Akauntan Bertauliah



DUAR TUAN KIAT

No. 1894/03/04 (J/PH)

Rakankongsi Firma

Bertarikh: 29 April 2002

Lembaran Imbangan

31 Disember 2001

	Nota	Kumpulan		Syarikat	
		2001 RM	2000 RM	2001 RM	2000 RM
ASET BUKAN SEMASA					
Hartanah, loji dan peralatan	3	11,600,983	12,873,687	75,997	85,496
Tanah untuk pembangunan	4	85,925,831	82,441,038	—	—
Subsidiari-subsidiari	5	—	—	38,014,756	38,014,756
Syarikat bersekutu	6	96,475,289	146,387,650	—	—
Lain-lain pelaburan	7	66,606,157	—	—	—
Muhibah dari penyatuan	8	690,866	743,638	—	—
		261,299,126	242,446,013	38,090,753	38,100,252
ASET SEMASA					
Hartanah pembangunan	4	64,767,276	52,061,119	—	—
Inventori	9	20,151,431	23,450,643	—	—
Penghutang perdagangan	10	72,873,843	85,589,208	—	—
Lain-lain penghutang	11	49,344,654	51,093,746	219,197,269	210,717,768
Sekuriti boleh pasar	12	1,184,902	1,184,902	—	—
Wang tunai dan baki di bank	13	6,468,798	1,900,545	32,892	7,066
		214,790,904	215,280,163	219,230,161	210,724,834
LIABILITI SEMASA					
Pinjaman jangka pendek	14	71,998,016	79,168,216	20,088,533	20,133,137
Pemiutang perdagangan		18,395,637	16,963,983	—	—
Lain-lain pemiutang	16	49,412,398	42,055,437	348,000	65,500
Cukai		1,601,000	2,752,346	—	—
		141,407,051	140,939,982	20,436,533	20,198,637
ASET SEMASA BERSIH					
		73,383,853	74,340,181	198,793,628	190,526,197
DIBIYAI OLEH:					
Modal saham	17	180,000,000	180,000,000	180,000,000	180,000,000
Rizab		132,696,895	122,423,721	56,847,799	48,574,664
Ekuiti pemegang saham		312,696,895	302,423,721	236,847,799	228,574,664
Kepentingan minoriti		4,782,950	4,324,543	—	—
		317,479,845	306,748,264	236,847,799	228,574,664
Pinjaman jangka panjang	18	17,147,534	10,037,930	36,582	51,785
Cukai tertunda	19	55,600	—	—	—
Liabiliti bukan semasa		17,203,134	10,037,930	36,582	51,785
		334,682,979	316,786,194	236,884,381	228,626,449

Nota-nota yang disertakan merupakan sebahagian asasi lembaranimbangan ini.

Penyata Pendapatan

bagi tahun berakhir 31 Disember 2001

	Nota	Kumpulan		Syarikat	
		2001 RM	2000 RM	2001 RM	2000 RM
Pendapatan	20	68,509,158	75,668,867	14,581,526	3,354,833
Pendapatan kendalian lain		5,420,830	2,390,078	—	59,408
Perubahan dalam inventori dan hartanah pembangunan		(11,911,499)	(35,852,175)	—	—
Kos kontrak		(30,078,140)	(19,378,704)	—	—
Belian barang-barang		(3,916,077)	(4,269,089)	—	—
Bahan mentah dan bahan digunakan		(2,271,707)	(1,946,558)	—	—
Kos pekerja		(6,679,966)	(6,334,393)	—	—
Susutnilai		(1,472,239)	(1,560,130)	(9,499)	(9,499)
Perbelanjaan kendalian lain		(12,478,301)	(11,410,815)	(1,035,197)	(797,365)
Keuntungan/(kerugian) dari kendalian	21	5,122,059	(2,692,919)	13,536,830	2,607,377
Kos kewangan, bersih	23	(6,501,362)	(6,909,138)	(1,334,353)	(1,371,882)
Perkongsian keuntungan syarikat-syarikat bersekutu		15,324,892	10,350,354	—	—
Keuntungan sebelum cukai		13,945,589	748,297	12,202,477	1,235,495
Cukai	24	(2,757,201)	(3,040,861)	(3,929,342)	(785,868)
Keuntungan/(kerugian) selepas cukai		11,188,388	(2,292,564)	8,273,135	449,627
Kepentingan minoriti		(4,667)	506,190	—	—
Keuntungan/(kerugian) bersih bagi tahun semasa		11,183,721	(1,786,374)	8,273,135	449,627
Pendapatan/(kerugian) asas sesaham	25	0.06	(0.01)		

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Penyata Perubahan Dalam Ekuiti Disatukan

bagi tahun berakhir 31 Disember 2001

	Modal saham RM	Premium saham RM	Keuntungan terkumpul RM	Jumlah RM
Pada 1 Januari 2000	180,000,000	43,007,997	81,202,098	304,210,095
Kerugian bersih bagi tahun	—	—	(1,786,374)	(1,786,374)
Pada 31 Disember 2000	180,000,000	43,007,997	79,415,724	302,423,721
Keuntungan bersih bagi tahun	—	—	11,183,721	11,183,721
Kesan peningkatan kecairan kepentingan dalam syarikat bersekutu	—	—	(910,547)	(910,547)
Pada 31 Disember 2001	180,000,000	43,007,997	89,688,898	312,696,895

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Penyata Perubahan Dalam Ekuiti

bagi tahun berakhir 31 Disember 2001

	Modal saham RM	Premium saham RM	Keuntungan terkumpul RM	Jumlah RM
Pada 1 Januari 2000	180,000,000	45,515,750	2,609,287	228,125,037
Keuntungan bersih bagi tahun	—	—	449,627	449,627
Pada 31 Disember 2000	180,000,000	45,515,750	3,058,914	228,574,664
Keuntungan bersih bagi tahun	—	—	8,273,135	8,273,135
Pada 31 Disember 2001	180,000,000	45,515,750	11,332,049	236,847,799

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Penyata Aliran Tunai

bagi tahun berakhir 31 Disember 2001

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
ALIRAN TUNAI DARIPADA AKTIVITI-AKTIVITI KENDALIAN				
Keuntungan sebelum cukai	13,945,589	748,297	12,202,477	1,235,495
Pelarasan untuk:				
Bahagian keuntungan syarikat-syarikat bersekutu	(15,324,892)	(10,350,354)	—	—
Susutnilai	1,472,239	1,560,130	9,499	9,499
Pelunasan muhibah	52,772	63,026	—	—
Keuntungan daripada jualan hartanah, loji dan peralatan	(179,170)	(189,196)	—	—
Inventori dihapusira	—	639,704	—	—
Peruntukan rosotnilai pelaburan	—	858,830	—	—
Hartanah, loji dan peralatan dihapusira	1,927	408	—	—
Belanja faedah	6,620,832	7,047,561	1,334,353	1,371,882
Pendapatan faedah	(57,557)	(138,423)	—	—
Pendapatan dividen	(45,188)	(51,873)	(14,033,366)	(2,806,673)
Keuntungan/(kerugian) kendalian sebelum perubahan modal kerja	6,486,552	188,110	(487,037)	(189,797)
Kurangan/(tambahan) dalam penghutang	14,437,567	(2,190,175)	1,624,523	1,536,853
Kurangan dalam inventori	4,963,974	30,331,088	—	—
(Tambahan)/kurangan dalam perbelanjaan pembangunan	(12,559,948)	3,491,723	—	—
Tambahan/(kurangan) dalam pemiutang	9,033,497	(21,406,344)	282,500	—
Tunai daripada aktiviti-aktiviti kendalian	22,361,642	10,414,402	1,419,986	1,347,056
Faedah dibayar	(6,620,832)	(7,047,561)	(1,334,353)	(1,371,882)
Cukai dibayar	(1,879,440)	(640,919)	—	(34,264)
Tunai bersih daripada/(digunakan dalam) aktiviti kendalian	13,861,370	2,725,922	85,633	(59,090)
ALIRAN TUNAI DARIPADA AKTIVITI-AKTIVITI PELABURAN				
Pembelian pelaburan	(4,000,000)	—	—	—
Pembelian hartanah, loji dan peralatan	(271,567)	(1,308,189)	—	—
Perbelanjaan pembangunan atas tanah untuk pembangunan	(5,295,764)	(635,642)	—	—
Penerimaan daripada penjualan hartanah, loji dan peralatan	249,275	352,687	—	—
Pendapatan dividen diterima	45,188	51,873	—	—
Pendapatan faedah diterima	57,557	138,423	—	—
Tunai bersih digunakan dalam aktiviti-aktiviti pelaburan	(9,215,311)	(1,400,848)	—	—

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
ALIRAN TUNAI DARIPADA AKTIVITI-AKTIVITI PEMBIAYAAN				
Penerimaan pinjaman berjangka	9,861,514	—	—	—
Pembayaran balik pinjaman berjangka	(8,977,207)	(12,340,065)	—	—
Penerimaan pinjaman sewabeli	—	617,265	—	—
Pembayaran balik pemiutang sewabeli	(384,913)	(364,783)	(13,140)	(11,078)
Tunai bersih daripada/(digunakan dalam) aktiviti-aktiviti pembiayaan	499,394	(12,087,583)	(13,140)	(11,078)
TAMBAHAN/(KURANGAN) BERSIH DALAM TUNAI DAN SETARA TUNAI				
	5,145,453	(10,762,509)	72,493	(70,168)
TUNAI DAN SETARA TUNAI PADA AWAL TAHUN	(38,465,198)	(27,702,689)	(10,112,934)	(10,042,766)
TUNAI DAN SETARA TUNAI PADA AKHIR TAHUN	(33,319,745)	(38,465,198)	(10,040,441)	(10,112,934)
Tunai dan setara tunai terdiri daripada:				
Tunai dan baki di bank	6,468,798	1,900,545	32,892	7,066
Overdraf bank (Nota 14)	(39,788,543)	(40,365,743)	(10,073,333)	(10,120,000)
	(33,319,745)	(38,465,198)	(10,040,441)	(10,112,934)

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Nota-nota kepada Penyata Kewangan

31 Disember 2001

1. KEGIATAN-KEGIATAN UTAMA DAN MAKLUMAT AM

Kegiatan-kegiatan utama Syarikat adalah pemegangan pelaburan dan penyediaan perkhidmatan pengurusan. Kegiatan utama subsidiari-subsidiari dinyatakan di Nota 5. Tidak ada sebarang perubahan penting dalam kegiatan-kegiatan ini di sepanjang tahun kewangan.

Syarikat adalah syarikat awam liabiliti terhad yang diperbadankan dan bermastautin di Malaysia dan disenaraikan di Papan Utama Bursa Saham Kuala Lumpur. Pejabat berdaftar Syarikat terletak di Tingkat 14, Kompleks Teruntum, Jalan Mahkota, 25000 Kuantan, Pahang Darul Makmur.

Perbadanan induk terakhir bagi Syarikat ialah Perbadanan Kemajuan Negeri Pahang, sebuah badan berkanun tempatan yang diperbadankan di Malaysia di bawah Enakmen Negeri no. 12, 1965.

Bilangan kakitangan dalam Kumpulan dan Syarikat pada akhir tahun kewangan masing-masing adalah seramai 236 (2000: 235) dan 1 (2000: Tiada) orang.

Penyata kewangan ini telah diluluskan oleh Lembaga Pengarah untuk diterbitkan menurut resolusi para pengarah pada 29 April 2002.

2. DASAR PERAKAUNAN PENTING

(a) Asas Perakaunan

Penyata kewangan Kumpulan dan Syarikat telah disediakan menurut kelaziman kos sejarah dan mematuhi peruntukan dalam Akta Syarikat, 1965 dan piawaian perakaunan berkenaan yang diluluskan di Malaysia.

(b) Pengiktirafan Pendapatan

(i) Hartanah pembangunan

Pendapatan daripada jualan hartanah pembangunan diiktiraf mengikut kaedah peratusan penyiapan yang berdasarkan nisbah kos pembangunan yang terlibat sehingga sekarang kepada jumlah kos yang dianggarkan di mana hasil projek-projek tersebut boleh dianggarkan dengan pasti. Semua kerugian yang dijangka telah diperuntukkan sepenuhnya.

(ii) Jualan barangniaga

Pendapatan berkaitan dengan jualan barangniaga diiktiraf bersih cukai jualan dan diskaun, apabila risiko dan manfaat dipindahkan dengan sempurna.

(iii) Pendapatan dividen

Pendapatan dividen diiktiraf apabila hak pemegang saham untuk menerima bayaran telah terbukti.

(c) Asas Penyatuan

Penyata kewangan disatukan termasuk penyata kewangan Syarikat dan kesemua subsidiarinya. Subsidiari-subsidiari adalah syarikat-syarikat di mana Kumpulan mempunyai kuasa untuk melaksanakan kawalan terhadap polisi-polisi kewangan dan operasi untuk memperolehi manfaat daripada aktiviti-aktiviti syarikat-syarikat tersebut. Syarikat-syarikat yang diambilalih atau dilupuskan diambilkira dalam penyata kewangan disatukan daripada tarikh pengambilalihan atau tarikh pelupusan. Subsidiari-subsidiari disatukan dengan menggunakan kaedah perakaunan pengambilalihan.

Urusniaga, baki dan hasil laba belum direalisasi di antara syarikat telah dihapuskan semasa penyatuan dan penyata kewangan disatukan hanya mencerminkan urusniaga dengan pihak ketiga sahaja. Rugi laba belum direalisasi telah dihapuskan semasa penyatuan melainkan kos tersebut tidak dapat dipulihkan.

2. DASAR PERAKAUNAN PENTING (samb.)

(c) Asas Penyatuan (samb.)

Perbezaan di antara kos pengambilalihan dengan nilai saksama bahagian aset bersih Kumpulan atas subsidiari yang diambilalih pada tarikh pengambilalihan dimasukkan dalam lembaran imbangan disatukan sebagai muhibah atau rizab atas penyatuan dan dilunaskan atau dikreditkan kepada penyata pendapatan sepanjang tempoh 25 tahun. Muhibah atas penyatuan diulas semula pada setiap tarikh lembaran imbangan dan dikurang nilai untuk rosotnilai di mana perlu.

Pengambilalihan subsidiari yang mematuhi kriteria untuk gabungan diambilkira dengan menggunakan prinsip-prinsip perakaunan gabungan. Apabila cara gabungan diguna, kos pelaburan dalam buku syarikat direkod pada nilai nominal saham yang dikeluarkan dan perbezaan antara nilai dibawa pelaburan dan nilai nominal saham yang diambilalih dianggap sebagai rizab gabungan atau kurangan gabungan. Hasil syarikat yang digabungkan diambilkira seolah-olah gabungan tersebut telah berlaku sepanjang tahun semasa dan tahun-tahun kewangan sebelumnya.

Laba atau kerugian atas pelupusan subsidiari adalah perbezaan di antara penerimaan pelupusan bersih dengan bahagian Kumpulan dalam aset bersih berserta dengan sebarang baki muhibah yang belum dilunaskan dan perbezaan pertukaran yang tidak diiktiraf sebelumnya dalam penyata pendapatan disatukan.

(d) Syarikat-syarikat Bersekutu

Kumpulan menganggap sebagai syarikat-syarikat bersekutu bagi syarikat-syarikat di mana Kumpulan mempunyai kepentingan ekuiti jangka panjang dan di mana ia melaksanakan pengaruh penting terhadap polisi-polisi kewangan dan operasi.

Pelaburan dalam syarikat bersekutu diambilkira dalam penyata kewangan disatukan menggunakan kaedah perakaunan ekuiti yang berdasarkan penyata kewangan beraudit atau pengurusan syarikat bersekutu.

Perkongsian Kumpulan dalam keuntungan selepas pengambilalihan setelah ditolak kerugian syarikat-syarikat bersekutu diambilkira dalam penyata pendapatan disatukan dan kepentingan Kumpulan dalam syarikat-syarikat bersekutu dinyatakan pada kos berserta perkongsian Kumpulan dalam keuntungan atau kerugian terkumpul dan rizab terkumpul selepas pengambilalihan.

(e) Pelaburan

Pelaburan dalam subsidiari-subsidiari, syarikat-syarikat bersekutu dan lain-lain pelaburan tak semasa dinyatakan pada kos ditolak sebarang peruntukan rosotnilai kekal. Peruntukan tersebut dibuat apabila terdapat pengurangan selain daripada nilai pelaburan yang sementara dan diiktiraf sebagai perbelanjaan dalam masa pengurangan tersebut berlaku. Semasa pelupusan pelaburan, perbezaan di antara perolehan bersih daripada pelupusan dan jumlah yang dibawa dikenakan atau dikreditkan ke penyata pendapatan.

(f) Sekuriti Boleh Pasar

Sekuriti boleh pasar dibawa pada harga terendah di antara kos dan nilai pasaran yang ditentukan atas asas agregat. Kos ditentukan atas asas purata wajar sementara nilai pasaran ditentukan berdasarkan nilai pasaran dicatat. Tambahan atau kurangan dalam jumlah dibawa bagi sekuriti boleh pasar dikreditkan atau dikenakan kepada penyata pendapatan. Perbezaan di antara penerimaan bersih pelupusan dan jumlah dibawanya dikenakan atau dikreditkan kepada penyata pendapatan apabila sekuriti boleh pasar dilupuskan.

Nota-nota kepada Penyata Kewangan

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2. DASAR PERAKAUNAN PENTING (samb.)

(g) Hartanah, Loji dan Peralatan dan Susutnilai

Hartanah, loji dan peralatan dinyatakan pada kos setelah ditolak susutnilai terkumpul. Pembinaan dalam proses tidak disusutnilai. Tanah pegangpajak disusutnilai sepanjang jangkamasa pajakan. Susutnilai bagi hartanah, loji dan peralatan lain diperuntukkan mengikut kaedah garis lurus sepanjang anggaran hayat kegunaan seperti berikut:

Tanah pegangpajak jangkapendek	Sepanjang 10 – 45 tahun
Bangunan	2%
Loji dan mesin	10% – 20%
Kenderaan bermotor	10% – 20%
Peralatan pejabat	15% – 20%
Pengubahsuaian pejabat	10%
Perabut dan kelengkapan	10% – 20%
Papan tanda	10% – 20%

(h) Inventori

Inventori dinyatakan pada harga terendah di antara kos (ditentukan pada asas masuk dahulu, keluar dahulu) dan nilai boleh realis bersih. Kos barang siap dan kerja dalam proses termasuk bahan langsung, buruh langsung, lain-lain kos langsung dan overhead pengeluaran yang sewajarnya.

Hartanah untuk penjualan semula dinyatakan pada harga terendah di antara kos dan nilai boleh realis bersih. Kos ditentukan pada asas pengenalan khusus dan termasuk kos tanah, pembinaan dan overhead pembangunan yang sewajarnya.

(i) Cukai Tertunda

Cukai tertunda diperuntukkan menurut kaedah liabiliti untuk semua perbezaan masa yang penting kecuali di mana terdapat bukti yang munasabah bahawa perbezaan masa ini tidak akan berbalik pada masa hadapan.

(j) Sewabeli

Hartanah, loji dan peralatan yang diperolehi secara sewabeli dipermodalkan dalam penyata kewangan dan disusutnilai menurut dasar yang dinyatakan di (g) di atas. Tanggungan belum bayar berkaitan sewabeli selepas ditolak perbelanjaan kewangan telah dimasukkan ke dalam penyata kewangan sebagai liabiliti. Perbelanjaan kewangan dikenakan ke penyata pendapatan sepanjang tempoh perjanjian masing-masing menggunakan kaedah jumlah digit.

(k) Hartanah Pembangunan

Perbelanjaan tanah dan pembangunan di mana kerja pembangunan penting telah dilaksanakan dan dijangka akan siap dalam masa kitaran kendalian biasa dikelaskan sebagai hartanah pembangunan. Hartanah pembangunan dinyatakan pada kos dicampur keuntungan, ditolak kerugian dan bil-bil berperingkat. Kos termasuk kos tanah, semua kos pembangunan langsung, dan perbelanjaan pembangunan berkenaan yang lain, termasuk belanja faedah yang ditanggung sepanjang tempoh pembangunan.

(l) Tanah Untuk Pembangunan

Tanah untuk pembangunan terdiri daripada tanah untuk pembangunan akan datang dan di mana tidak ada pembangunan penting dilaksanakan dan dinyatakan pada kos. Kos termasuk kos tanah dan perbelanjaan pembangunan yang berkaitan. Aset-aset ini dipindahkan ke hartanah pembangunan apabila kerja pembangunan penting telah dilaksanakan dan dijangka akan siap dalam masa kitaran kendalian biasa.

(m) Tunai dan Setara Tunai

Tunai dan setara tunai termasuk tunai di tangan dan di bank dan deposit panggilan, ditolak overdraf bank tidak berbayar.

2. DASAR PERAKAUNAN PENTING (samb.)

(n) Permodalan Faedah

Faedah ditanggung atas pinjaman berkaitan pembelian hartanah, loji dan peralatan dipermodalkan sehingga aset-aset tersebut bersedia untuk digunakan. Faedah berkaitan hartanah pembangunan dipermodalkan dalam tempoh di mana kegiatan-kegiatan untuk penyediaan dan pembangunan hartanah dijalankan.

(o) Penghutang Perdagangan dan Lain-lain Penghutang

Penghutang perdagangan dan lain-lain penghutang dinyatakan pada nilai boleh realis. Hutang lapuk yang diketahui dihapuskirakan dan peruntukan tertentu disediakan untuk semua hutang yang diragukan kutipannya berdasarkan ulasan ke atas semua baki amaun pada tarikh lembaran imbangan.

3. HARTANAH, LOJI DAN PERALATAN

Kumpulan	Tanah pegangpajak jangkapanjang dan jangkapendek RM	Bangunan RM	Loji dan mesin RM	Aset lain* RM	Jumlah RM
Kos					
Pada 1 Januari 2001	2,266,605	4,168,064	8,159,721	8,012,339	22,606,729
Tambahan	—	124,000	51,000	96,567	271,567
Pelupusan/Hapuskira	(12,901)	—	(47,200)	(90,388)	(150,489)
Pada 31 Disember 2001	2,253,704	4,292,064	8,163,521	8,018,518	22,727,807
Susutnilai Berkumpul					
Pada 1 Januari 2001	1,315,900	762,809	3,894,856	3,759,477	9,733,042
Tambahan	98,589	82,809	807,046	483,795	1,472,239
Pelupusan/Hapuskira	(1,599)	—	(32,647)	(44,211)	(78,457)
Pada 31 Disember 2001	1,412,890	845,618	4,669,255	4,199,061	11,126,824
Nilai Buku Bersih					
Pada 31 Disember 2001	840,814	3,446,446	3,494,266	3,819,457	11,600,983
Pada 31 Disember 2000	950,705	3,405,255	4,264,865	4,252,862	12,873,687
Susutnilai dikenakan bagi tahun 2000	98,779	74,140	807,208	580,003	1,560,130

* Aset lain meliputi pengubahsuaian pejabat, perabot dan kelengkapan, peralatan pejabat, kenderaan bermotor, papan tanda dan pembinaan dalam proses.

Nota-nota kepada Penyata Kewangan

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3. HARTANAH, LOJI DAN PERALATAN (samb.)

Syarikat	Kenderaan Bermotor RM
Kos	
Pada 1 Januari 2001	94,995
Tambahan	—
Pelupusan	—
<hr/>	
Pada 31 Disember 2001	94,995
<hr/>	
Susutnilai Terkumpul	
Pada 1 Januari 2001	9,499
Dikenakan pada tahun	9,499
Pelupusan	—
<hr/>	
Pada 31 Disember 2001	18,998
<hr/>	
Nilai Buku Bersih	
Pada 31 Disember 2001	75,997
<hr/>	
Pada 31 Disember 2000	85,496
<hr/>	
Susutnilai dikenakan bagi tahun 2000	9,499
<hr/>	

(a) Nilai buku bersih hartanah, loji dan peralatan yang dipegang di bawah sewabeli seperti berikut:

	Kumpulan 2001 RM	2000 RM
Kenderaan bermotor	774,848	1,135,085
Loji dan mesin	1,391,004	1,716,612
<hr/>		
	2,165,852	2,851,697
<hr/>		

(b) Sebahagian daripada tanah dan bangunan pegangpajak subsidiari-subsidiari dengan nilai yang dibawa sebanyak RM840,814 (2000: RM1,144,715) telah dicagarkan kepada bank-bank berlesen bagi mendapatkan kemudahan pinjaman untuk subsidiari-subsidiari.

(c) Termasuk dalam hartanah, loji dan peralatan Kumpulan adalah aset yang telah disusutnilai sepenuhnya tetapi masih digunakan pada kos RM1,874,329 (2000: RM1,300,537).

4. TANAH UNTUK PEMBANGUNAN/HARTANAH PEMBANGUNAN

	Kumpulan	
	2001	2000
	RM	RM
Kos:		
Tanah milikbebas	20,484,141	20,845,892
Tanah pegangpajak	105,013,445	100,842,556
Perbelanjaan pembangunan	116,339,855	109,342,309
	241,837,441	231,030,757
Tolak: Bahagian bukan semasa, dikelaskan sebagai tanah untuk pembangunan	(85,925,831)	(82,441,038)
	155,911,610	148,589,719
Tambah: Keuntungan boleh agih	34,219,663	35,667,829
	190,131,273	184,257,548
Tolak: Bil berperingkat	(125,363,997)	(132,196,429)
	64,767,276	52,061,119

Tanah milikbebas bagi satu subsidiari sebanyak RM19,682,364 (2000: RM19,682,364) telah dicagarkan sebagai sekuriti untuk pinjaman jangka pendeknya.

Tanah pegangpajak bagi satu subsidiari sebanyak RM15,846,268 (2000: RM15,846,268) adalah berdaftar di bawah nama perbadanan induk.

Tanah pegangpajak bagi satu subsidiari sebanyak RM3,272,296 (2000: Tiada) masih belum ditukar nama kepada nama syarikat subsidiari tersebut.

5. SUBSIDIARI-SUBSIDIARI

	Syarikat	
	2001	2000
	RM	RM
Saham tidak tersiar harga, pada kos	38,014,756	38,014,756

Nota-nota kepada Penyata Kewangan

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5. SUBSIDIARI-SUBSIDIARI (samb.)

Keterangan bagi subsidiari-subsidiari adalah:

Nama Syarikat	Negara Diperbadankan	Kepentingan Berkesan (%)		Kegiatan Utama
		2001	2000	
Pasdec Corporation Sdn. Bhd.	Malaysia	100	100	Pembangunan hartanah, pengurusan projek dan peruntukan perkhidmatan pengurusan
Kuantan Tembeling Resort Sdn. Bhd.	Malaysia	100	100	Pembangunan dan pengurusan tempat peranginan dan kondominium
Pasdec Land Sdn. Bhd.	Malaysia	100	100	Pembangunan hartanah
Sri Buana (Sdn.) Berhad	Malaysia	100	100	Perniagaan bahan-bahan binaan
Kimdec Corporation Sdn. Bhd.	Malaysia	51	51	Pembangunan hartanah
*Kuantan Bricks Sdn. Bhd.	Malaysia	51	51	Pembuatan batu-bata
*Rock Plus Sdn. Bhd.	Malaysia	51	51	Kuari
Pasdec Project Management Sdn. Bhd.	Malaysia	60	60	Tidak aktif
Sumbangan Sakti Sdn. Bhd.	Malaysia	100	100	Pembangunan hartanah
Pasdec Mega Sdn. Bhd.	Malaysia	100	100	Tidak aktif

*Subsidiari-subsidiari kepada Sri Buana (Sdn.) Berhad

Laporan juruaudit bagi Kuantan Tembeling Resort Sdn. Bhd., Kuantan Bricks Sdn. Bhd. dan Rock Plus Sdn. Bhd. mengandungi satu perenggan mengenai perniagaan berterusan bagi syarikat-syarikat yang dinyatakan di atas.

6. SYARIKAT-SYARIKAT BERSEKUTU

	Kumpulan 2001 RM	2000 RM
Di Malaysia:		
Pelaburan tidak tersiar harga, pada kos	64,575,589	109,513,089
Perkongsian rizab selepas pengambilalihan	31,899,700	36,874,561
	96,475,289	146,387,650
Diwakili oleh:		
Perkongsian aset bersih syarikat-syarikat bersekutu	96,305,811	146,218,172
Muhibah atas pengambilalihan	169,478	169,478
	96,475,289	146,387,650

Keterangan bagi syarikat-syarikat bersekutu adalah:

Nama Syarikat	Negara Diperbadankan	Kepentingan Berkesan (%)		Tahun Kewangan Berakhir	Kegiatan Utama
		2001	2000		
Bukit Tinggi Resort Berhad	Malaysia	—	20	31 Disember	Golf dan rekreasi
Pahang Cement Sdn. Bhd.	Malaysia	33	33	31 Disember	Pembuatan simen
Treacher Development Sdn. Bhd.	Malaysia	30	30	30 Jun	Pembangunan hartanah
Prima Prai Sdn. Bhd.	Malaysia	20	20	31 Mac	Pembangunan hartanah
Kuantan Port Consortium Sdn. Bhd.	Malaysia	25	30	30 Jun	Operasi pelabuhan
Genting View Resort Development Sdn. Bhd.	Malaysia	40	40	31 Disember	Pemaju dan kontraktor

Sebahagian daripada pelaburan dalam syarikat-syarikat bersekutu oleh sebuah subsidiari dalam Treacher Development Sdn. Bhd. (2000: Treacher Development Sdn. Bhd. dan Bukit Tinggi Resort Berhad) yang berjumlah RM2,279,460 (2000: RM19,067,625) telah dicagarkan kepada sebuah institusi kewangan bagi kemudahan pinjaman berjangka untuk subsidiari tersebut.

Bahagian keuntungan Kumpulan bagi perkongsian keuntungan selepas pengambilan dalam syarikat-syarikat bersekutu yang mempunyai tahun kewangan yang berakhir pada tarikh yang berbeza adalah diagihkan berdasarkan tempoh prorata bagi penyata kewangan yang telah diaudit dalam suku tahunan pertama dan penyata kewangan pengurusan yang belum diaudit bagi suku tahunan yang lain disebabkan penyata kewangan tersebut masih belum diaudit.

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7. LAIN-LAIN PELABURAN

	Kumpulan 2001 RM	2000 RM
Saham tidak tersiar harga, kos	66,606,157	—

Pelaburan dalam saham tidak tersiar harga oleh sebuah subsidiari dalam Bukit Tinggi Resort Berhad berjumlah RM16,788,168 (2000: Tiada) telah dicagarkan kepada institusi kewangan bagi kemudahan pinjaman berjangka untuk subsidiari tersebut.

8. MUHIBAH DARI PENYATUAN

	Kumpulan 2001 RM	2000 RM
Pada 1 Januari	1,317,285	1,317,285
Tolak: Pelunasan terkumpul	(626,419)	(573,647)
Pada 31 Disember	690,866	743,638

9. INVENTORI

	Kumpulan 2001 RM	2000 RM
Pada kos:		
Kondominium	—	182,641
Rumah kedai dan perumahan	6,194,996	10,053,951
Tanah	3,320,335	1,587,311
Barang-barang siap	2,569,051	3,238,396
Disel dan minyak pelincir	11,717	11,919
	12,096,099	15,074,218
Pada harga boleh realis bersih:		
Kondominium	8,055,332	8,376,425
	20,151,431	23,450,643

10. PENGHUTANG PERDAGANGAN

	Kumpulan	
	2001 RM	2000 RM
Penghutang perdagangan	64,946,862	71,438,690
Bil berperingkat belum terima	9,546,397	14,977,466
	74,493,259	86,416,156
Tolak: Peruntukan hutang ragu	(1,619,416)	(826,948)
	72,873,843	85,589,208

11. LAIN-LAIN PENGHUTANG

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Terhutang oleh subsidiari	—	—	178,920,585	170,996,890
Terhutang oleh perbadanan induk terakhir	32,281,628	32,983,347	30,361,303	29,860,509
Terhutang oleh syarikat berkaitan lain	6,156,940	6,298,271	135,889	98,089
Deposit	172,731	160,135	—	—
Prabayar	495,432	334,717	—	—
Sebahagian bayaran untuk pembelian pelaburan (Nota 31(a))	9,779,492	9,762,280	9,779,492	9,762,280
Lain-lain penghutang	1,232,297	2,325,612	—	—
Tolak: Peruntukan hutang ragu	(773,866)	(770,616)	—	—
	49,344,654	51,093,746	219,197,269	210,717,768

Hutang oleh syarikat berkaitan adalah terhutang oleh syarikat-syarikat di dalam kumpulan perbadanan induk terakhir, Perbadanan Kemajuan Negeri Pahang.

Jumlah terhutang oleh subsidiari, perbadanan induk terakhir dan syarikat berkaitan lain adalah berkaitan dengan pendahuluan dan bayaran bagi pihak. Jumlah terhutang adalah tidak bercagar, tanpa faedah dan tidak mempunyai tempoh pembayaran balik yang tetap.

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12. SEKURITI BOLEH PASAR

	Kumpulan	
	2001 RM	2000 RM
Saham korporat tersiar harga di Malaysia, pada kos	3,019,622	3,019,622
Unit amanah tersiar harga di Malaysia, pada kos	1,000,603	1,000,603
	4,020,225	4,020,225
Tolak: Peruntukan rosot nilai:		
Saham korporat tersiar harga di Malaysia	(2,254,713)	(2,254,713)
Unit amanah tersiar harga di Malaysia	(580,610)	(580,610)
	(2,835,323)	(2,835,323)
	1,184,902	1,184,902
Nilai pasaran:		
Saham tersiar harga di Malaysia	728,050	755,494
Unit amanah di Malaysia	389,994	409,993
	1,118,044	1,165,487

Sebahagian daripada pelaburan dalam saham tersiar harga oleh subsidiari sebanyak RM727,765 (2000: RM727,765) telah dicagarkan kepada institusi kewangan bagi kemudahan pinjaman berjangka untuk subsidiari tersebut.

Pelaburan dalam unit amanah oleh subsidiari sebanyak RM419,993 (2000: RM419,993) telah dicagarkan kepada institusi kewangan bagi kemudahan pinjaman berjangka untuk subsidiari tersebut.

13. TUNAI DAN BAKI DI BANK

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Tunai di tangan dan baki di bank	2,313,341	453,121	32,892	7,066
Deposit dengan bank-bank berlesen	4,155,457	1,447,424	—	—
	6,468,798	1,900,545	32,892	7,066

Simpanan tetap Kumpulan berjumlah RM1,158,233 (2000: RM1,231,568) dicagar kepada bank-bank untuk kemudahan tertentu yang diberikan kepada subsidiari-subsidiari.

14. PINJAMAN JANGKAPENDEK

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Bercagar:				
Overdraf bank	18,557,454	17,743,501	10,073,333	10,120,000
Kredit pusingan	26,000,000	25,000,000	10,000,000	10,000,000
Pinjaman jangka pendek	2,525,149	—	—	—
Pinjaman berjangka, terhutang dalam tempoh 12 bulan (Nota 18)	949,403	11,205,978	—	—
Sewabeli (Nota 15)	734,921	596,495	15,200	13,137
	48,766,927	54,545,974	20,088,533	20,133,137
Tidak bercagar:				
Overdraf bank	21,231,089	22,622,242	—	—
Kredit pusingan	2,000,000	2,000,000	—	—
	23,231,089	24,622,242	—	—
	71,998,016	79,168,216	20,088,533	20,133,137

Overdraf bank Kumpulan adalah dicagarkan dengan tanah didaftarkan di bawah nama perbadanan induk, surat jaminan dari perbadanan induk, cagaran pertama ke atas tanah pegangpajak jangka panjang dan bangunan satu subsidiari, cagaran tetap dan terapung ke atas sesetengah aset subsidiari-subsidiari, jaminan perseorangan daripada seorang pengarah subsidiari berkenaan, jaminan bersama dan berasingan oleh pengarah-pengarah pemegang saham korporat sebuah subsidiari dan jaminan korporat oleh subsidiari dan Syarikat. Kadar faedah yang dikenakan adalah di antara 8.40% – 8.80% (2000: 8.00% – 12.90%) setahun.

Overdraf bank Syarikat adalah dicagarkan dengan surat kesedaran (letter of awareness) daripada perbadanan induk. Kadar faedah yang dikenakan adalah di antara 8.40% – 8.80% (2000: 8.00% – 8.30%) setahun.

Kredit pusingan bercagar bagi Kumpulan adalah untuk tempoh enam bulan dan adalah dicagarkan kepada caj tetap atas sebahagian tanah milikbebas satu subsidiari, nisbah jaminan korporat oleh Syarikat sehingga 51% dan jaminan bersama dan berasingan oleh pengarah-pengarah pemegang saham korporat. Kadar faedah yang dikenakan adalah di antara 4.65% – 5.05% (2000: 4.45% – 5.00%) setahun.

Kadar faedah bagi kredit pusingan tidak bercagar Kumpulan adalah di antara 8.40% – 8.80% (2000: 6.70% – 7.10%) setahun.

Pinjaman jangka pendek Kumpulan adalah dicagarkan dengan sebahagian daripada pelaburan tersenarai dan dikenakan faedah di antara 8.40% – 8.80% (2000: 8.30% – 8.55%) setahun.

Kredit pusingan Syarikat adalah dicagarkan dengan surat jaminan daripada perbadanan induk. Kadar faedah yang dikenakan adalah di antara 8.40% – 8.80% (2000: 8.00% – 8.30%) setahun.

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15. PEMIUTANG SEWABELI

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Pembayaran minimum masa depan adalah seperti berikut:				
Perlu dibayar dalam tempoh satu tahun	650,467	881,267	20,448	20,444
Perlu dibayar di antara satu dan lima tahun	1,047,631	1,396,335	40,876	61,328
	1,698,098	2,277,602	61,324	81,772
Tolak: Caj kewangan	(289,149)	(483,740)	(9,542)	(16,850)
	1,408,949	1,793,862	51,782	64,922
Mewakili liabiliti sewabeli:				
Terhutang dalam tempoh 12 bulan (Nota 14)	734,921	596,495	15,200	13,137
Terhutang selepas 12 bulan (Nota 18)	674,028	1,197,367	36,582	51,785
	1,408,949	1,793,862	51,782	64,922

Kadar faedah dikenakan adalah di antara 5.75% – 10.00% (2000: 5.75% – 10.00%) setahun.

16. LAIN-LAIN PEMIUTANG

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Terhutang kepada perbadanan induk terakhir	55,519	—	—	—
Terhutang kepada pemegang saham korporat subsidiari	9,000,000	9,010,511	—	—
Terhutang kepada syarikat berkaitan	2,189,788	1,974,565	—	—
Baki bagi belian sebidang tanah	27,604,362	23,522,562	—	—
Terhutang kepada pelanggan	1,085,387	696,507	—	—
Lain-lain pemiutang	8,382,853	6,204,061	—	—
Akruan	1,094,489	647,231	348,000	65,500
	49,412,398	42,055,437	348,000	65,500

Jumlah terhutang kepada perbadanan induk terakhir dan pemegang saham korporat subsidiari adalah terutamanya berkaitan dengan pendahuluan kepada Kumpulan. Terhutang kepada syarikat berkaitan adalah terutamanya berkaitan caj perkhidmatan, penyelenggaraan dan yuran agensi. Jumlah yang terhutang tersebut adalah tidak bercagar, tanpa faedah dan tidak mempunyai tempoh pembayaran balik yang tetap.

17. MODAL SAHAM

	Bilangan Saham Biasa Pada RM1 Setiap Satu		Jumlah	
	2001	2000	2001 RM	2000 RM
Dibenarkan	200,000,000	200,000,000	200,000,000	200,000,000
Diterbitkan dan dibayar penuh	180,000,000	180,000,000	180,000,000	180,000,000

18. PINJAMAN JANGKAPANJANG

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Pinjaman berjangka, bercagar	17,422,909	20,046,541	—	—
Terhutang dalam tempoh 12 bulan (Nota 14)	(949,403)	(11,205,978)	—	—
Terhutang selepas 12 bulan	16,473,506	8,840,563	—	—
Sewabeli terhutang selepas 12 bulan (Nota 15)	674,028	1,197,367	36,582	51,785
	17,147,534	10,037,930	36,582	51,785
Tempoh matang pinjaman (tidak termasuk sewa beli):				
Dalam tempoh satu tahun	949,403	11,205,978	—	—
Antara satu hingga dua tahun	4,668,511	4,649,688	—	—
Antara dua hingga lima tahun	8,835,128	1,351,068	—	—
Selepas lima tahun	2,969,867	2,839,807	—	—
	17,422,909	20,046,541	—	—

Kadar faedah dikenakan adalah di antara 8.40% – 8.80% (2000: 7.30% – 10.70%) setahun. Pinjaman yang berkenaan bagi Kumpulan adalah dicagar dengan cagaran seperti berikut:

- Cagaran pertama ke atas tanah pegangpajak subsidiari tertentu seperti dalam Nota 3;
- Cagaran tetap dan terapung ke atas sebahagian daripada aset-aset subsidiari;
- Pelaburan dalam unit amanah bagi sebuah subsidiari, pelaburan tidak tersiar harga dalam syarikat bersekutu dan pelaburan lain seperti dalam Nota 6, Nota 7 dan Nota 12;
- Jaminan perseorangan daripada seorang pengarah subsidiari berkenaan, jaminan bersama dan berasingan oleh pengarah-pengarah pemegang saham korporat subsidiari berkenaan; dan
- Jaminan korporat oleh subsidiari dan Syarikat.

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19. CUKAI TERTUNDA

	Kumpulan	
	2001	2000
	RM	RM
Pada 1 Januari	—	79,600
Pindahan (kepada)/dari penyata pendapatan (Nota 24)	55,600	(79,600)
Pada 31 Disember	55,600	—

20. PENDAPATAN

Pendapatan Kumpulan dan Syarikat terdiri daripada berikut:

	Kumpulan		Syarikat	
	2001	2000	2001	2000
	RM	RM	RM	RM
Jualan hartanah dan tanah	55,414,019	63,039,119	—	—
Jualan barangniaga	12,348,892	10,706,741	—	—
Yuran pengurusan projek	251,330	779,012	—	—
Yuran pengurusan	43,920	43,920	548,160	548,160
Pendapatan sewa	379,283	384,258	—	—
Komisen jualan	71,714	715,817	—	—
Pendapatan dividen	—	—	14,033,366	2,806,673
	68,509,158	75,668,867	14,581,526	3,354,833

21. KEUNTUNGAN/(KERUGIAN) DARI KENDALIAN

Keuntungan/(kerugian) dari kendalian dinyatakan selepas dikenakan/(dikreditkan):

	Kumpulan		Syarikat	
	2001	2000	2001	2000
	RM	RM	RM	RM
Ganjaran juruaudit				
– tahun semasa	116,000	116,000	7,000	5,500
– kurangan peruntukan dalam tahun lepas	—	2,300	—	—
Peruntukan hutang ragu	849,366	137,164	—	—
Ganjaran pengarah (Nota 22)	899,051	943,250	330,701	346,400
Sewa peralatan jentera	43,840	—	—	—
Sewa pejabat	540,450	261,700	—	—
Peruntukan rosotnilai dalam pelaburan	—	858,830	—	—
Pelunasan nilai inventori	—	639,704	—	—
Hartanah, loji dan peralatan dihapuskira	1,927	408	—	—
Perlunasan muhibah	52,772	63,026	—	—
Pendapatan sewa	(531,846)	(918,610)	—	—
Peruntukan hutang ragu tidak diperlukan lagi	(53,048)	(177,156)	—	—
Pendapatan dividen daripada saham tersiar harga	(45,188)	(51,873)	—	—
Keuntungan daripada jualan hartanah, loji dan peralatan	(179,170)	(189,196)	—	—
Keuntungan atas pelepasan bagi terbitan hak (Nota 30(b))	(4,000,000)	—	—	—

22. GANJARAN PENGARAH

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Pengarah Syarikat				
Eksekutif:				
Gaji dan lain-lain emolumen	149,751	144,000	17,751	—
Yuran	21,000	21,000	12,000	12,000
Bonus	—	20,000	—	20,000
Elaun mesyuarat	7,750	10,250	4,500	6,750
	178,501	195,250	34,251	38,750
Bukan Eksekutif:				
Yuran	144,000	144,000	108,000	108,000
Bonus	140,000	145,000	140,000	145,000
Elaun mesyuarat	43,250	58,000	43,250	49,250
	327,250	347,000	291,250	302,250
Lain-lain Pengarah				
Eksekutif:				
Gaji dan lain-lain emolumen	313,200	313,200	—	—
Bonus	22,100	22,100	—	—
	335,300	335,300	—	—
Bukan Eksekutif:				
Gaji dan lain-lain emolumen	48,000	48,000	—	—
Elaun mesyuarat	10,000	17,700	5,200	5,400
	58,000	65,700	5,200	5,400
Jumlah	899,051	943,250	330,701	346,400

Bilangan pengarah syarikat di mana jumlah ganjaran untuk tahun semasa berada dalam lingkungan yang dinyatakan di bawah adalah seperti berikut:

	Bilangan Pengarah	
	2001	2000
Pengarah eksekutif:		
RM50,000 – RM100,000	1	1
RM100,001 – RM250,000	1	1
RM250,001 – RM350,000	1	1
Pengarah bukan eksekutif:		
Bawah RM50,000	14	13
RM50,001 – RM100,000	1	2

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23. KOS KEWANGAN, BERSIH

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Faedah sewabeli	256,175	197,721	7,307	9,370
Faedah pinjaman berjangka	2,518,903	3,087,101	—	—
Faedah overdraf	3,167,678	3,110,485	821,343	854,931
Faedah kredit pusingan	642,703	652,254	505,703	507,581
Caj bank	35,373	—	—	—
Pendapatan faedah lain	(119,470)	(138,423)	—	—
	6,501,362	6,909,138	1,334,353	1,371,882

24. CUKAI

	Kumpulan		Syarikat	
	2001 RM	2000 RM	2001 RM	2000 RM
Peruntukan tahun semasa	999,912	976,120	3,929,342	785,868
Pindahan kepada/(dari) cukai tertunda (Nota 19)	55,600	(79,600)	—	—
	1,055,512	896,520	3,929,342	785,868
(Lebihan)/kurangan peruntukan cukai pada tahun lepas	(18,860)	913	—	—
	1,036,652	897,433	3,929,342	785,868
Perkongasian cukai dalam syarikat-syarikat bersekutu	1,720,549	2,143,428	—	—
	2,757,201	3,040,861	3,929,342	785,868

Kadar cukai berkesan Kumpulan adalah lebih rendah daripada kadar cukai berkanun disebabkan oleh penggunaan elaun modal bawa ke hadapan oleh syarikat bersekutu tertentu.

Cukai dikenakan bagi tahun kewangan semasa Syarikat adalah berkenaan pendapatan dividen. Pada 31 Disember 2001, Syarikat mempunyai keuntungan dikecualikan cukai yang sedia untuk diagihkan lebih kurang RM259,000 (2000: RM259,000), tertakluk kepada persetujuan dari Lembaga Hasil Dalam Negeri.

Syarikat mempunyai kredit cukai yang mencukupi di bawah Seksyen 108 Akta Cukai Pendapatan, 1967 dan Seksyen 12 Akta Cukai Pendapatan (Pindaan) 1999 untuk membolehkan pembayaran dividen berjumlah RM2,256,000 (2000: RM2,256,000) daripada keseluruhan keuntungan terkumpulnya. Jika baki keuntungan terkumpul digunakan untuk diagihkan sebagai dividen, Syarikat akan mempunyai kurangan Seksyen 108 lebih kurang RM2,614,000 (2000: RM238,000).

25. PENDAPATAN/(KERUGIAN) SESAHAM – KUMPULAN

Pendapatan/(kerugian) asas sesaham dikira dengan membahagikan keuntungan/(kerugian) bersih Kumpulan yang boleh diagihkan kepada pemegang-pemegang saham sebanyak RM11,183,721 (2000: RM1,786,374) dengan bilangan saham dalam terbitan di sepanjang tahun sebanyak 180,000,000 (2000: 180,000,000) saham.

Tidak ada pendapatan cair sesaham bagi tahun semasa ditunjukkan kerana tiada potensi kenaikan ke atas saham biasa yang tertunggak pada 31 Disember 2001.

26. DIVIDEN

Pada Mesyuarat Agung Tahunan yang akan datang, dividen akhir untuk tahun kewangan semasa berakhir 31 Disember 2001, pada kadar 5% atas 180,000,000 saham biasa ditolak 28% cukai, jumlah dividen sebanyak RM6,480,000 (3.6 sen sesaham) akan dicadangkan untuk kelulusan para pemegang saham. Penyata kewangan bagi tahun semasa tidak mengambilkira dividen yang dicadangkan ini. Dividen tersebut, jika diluluskan oleh para pemegang saham, akan diambilkira di dalam ekuiti pemegang saham sebagai pengasingan keuntungan terkumpul dalam tahun kewangan berikutnya yang berakhir 31 Disember 2002.

27. URUSNIAGA PENTING DENGAN PIHAK BERKAITAN

	Kumpulan		Syarikat	
	2001	2000	2001	2000
	RM	RM	RM	RM
Perbadanan induk				
– pendapatan sewa pejabat dan caj perkhidmatan	540,450	261,700	–	–
– pendapatan yuran pengurusan	251,330	779,012	–	–
– pendapatan komisen jualan	71,714	715,817	–	–
Subsidiari-subsidiari				
– belian tanah daripada perbadanan induk terakhir	3,772,296	–	–	–
– pendapatan yuran pengurusan	–	–	480,000	480,000
– pendapatan dividen kasar	–	–	14,033,366	2,806,673
Syarikat berkaitan				
– pendapatan sewa pejabat	89,982	73,835	–	–
– belanja caj perkhidmatan, penyelenggaraan dan yuran agensi	275,753	570,720	–	–

Para pengarah berpendapat bahawa semua urusan di atas adalah dalam perjalanan perniagaan biasa dan syarat dan keadaan yang tidak mempunyai perbezaan yang ketara daripada urusan yang dilakukan dengan pihak-pihak yang tidak berkaitan.

28. KOMITMEN

	Kumpulan		Syarikat	
	2001	2000	2001	2000
	RM	RM	RM	RM
Perbelanjaan modal:				
Diluluskan dan dikontrakkan	–	7,081,556	–	3,629,586

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29. LIABILITI LUARJANGKA

	Kumpulan		Syarikat	
	2001	2000	2001	2000
	RM	RM	RM	RM
Tidak bercagar:				
Jaminan korporat bagi kemudahan yang diberikan kepada:				
– subsidiari-subsidiari	–	–	15,280,000	15,280,000
– syarikat bersekutu	4,000,000	4,000,000	–	–
– syarikat berkaitan	262,980	262,980	–	–
Bon prestasi	567,129	567,129	–	–
Tuntutan oleh pembeli-pembeli rumah	–	1,806,736	–	–
	4,830,109	6,636,845	15,280,000	15,280,000

30. PERISTIWA-PERISTIWA PENTING

- (a) Dalam tahun semasa, subsidiari milik penuh, Pasdec Corporation Sdn. Bhd. (“PCSB”) tidak melanggan terbitan hak saham yang diterbitkan oleh syarikat bersekutunya, Bukit Tinggi Resort Sdn. Bhd. (“BTR”), mengakibatkan pengurangan kepentingan Kumpulan dalam BTR daripada 20% kepada 15.49%.
- (b) Dalam tahun semasa, PCSB melanggan 4,000,000 saham daripada jumlah hak sebanyak 6,000,000 saham yang diterbitkan oleh syarikat bersekutunya, Kuantan Port Consortium Sdn. Bhd. (“KPC”), mengakibatkan pengurangan kepentingan ekuiti Kumpulan dalam KPC daripada 30% kepada 25%. PCSB telah menawarkan untuk melepaskan haknya untuk melanggan saham bagi baki 2,000,000 saham biasa pada RM1.00 setiap satu dalam KPC kepada Road Builder (M) Holdings Berhad (“RBH”), pemegang saham KPC, dengan balasan tunai sebanyak RM4,000,000. RBH telah menerima tawaran tersebut pada 3 Disember 2001, menghasilkan keuntungan dalam pelepasan hak sebanyak RM4,000,000.

31. PERISTIWA-PERISTIWA SUSULAN

- (a) Susulan kepada akhir tahun, Syarikat telah menyelesaikan Perjanjian Jual dan Beli yang bertarikh 16 Oktober 1997 untuk pembelian 70% kepentingan ekuiti dalam Lancar Pintas Sdn. Bhd. (“LPSB”) daripada pemegang saham individu dari LPSB pada harga belian sebanyak RM13,300,000.
- (b) Pada 4 Mac 2002, PCSB telah memeterai Perjanjian Jual dan Beli Bersyarat dengan Road Builder (M) Holdings Bhd (“RBH”) untuk cadangan pelupusan 10,000,000 saham biasa pada RM1.00 setiap satu, mewakili kepentingan ekuiti 25% dalam Kuantan Port Consortium Sdn. Bhd. (“KPC”) pada harga tunai sebanyak RM32,500,000.
- (c) Pada 18 Mac 2002, Pasdec Holdings Berhad telah memeterai Perjanjian Jual dan Beli Bersyarat dengan PCSB dan Pembinaan Sri Jati Sdn. Bhd. (“PSJSB”) bagi cadangan pembelian baki 14,000,000 saham biasa RM1.00 setiap satu yang mewakili 70% daripada modal saham diterbitkan dan dibayar penuh syarikat Treacher Development Sdn. Bhd. (“TDSB”) oleh PCSB, pada balasan sebanyak RM12,634,434 yang akan dibayar dengan terbitan 12,634,000 saham biasa baru dalam Pasdec Holdings Berhad RM1.00 setiap satu pada harga terbitan RM1.00 untuk setiap saham biasa dan bakinya akan dibayar dengan tunai.

Syarikat juga mengisytiharkan cadangan terbitan terbatas sebanyak 13,344,000 saham biasa baru RM1.00 setiap satu dalam PHB pada harga terbitan RM1.00 setiap satu saham biasa baru kepada PSJSB.

31. PERISTIWA-PERISTIWA SUSULAN (samb.)

- (d) Pada 29 Mac 2002, PCSB memasuki dua perjanjian yang berasingan seperti berikut:
- (i) Perjanjian Jualan Saham Bersyarat bagi cadangan menjual 61,171,875 saham biasa pada RM1.00 setiap satu, jumlah ini mewakili 15.25% daripada modal saham diterbitkan dan dibayar penuh Bukit Tinggi Resort Berhad ("BTR"), kepada Nostalgia Kiara Sdn. Bhd. ("NKSB") dan Pasti Eksklusif Sdn. Bhd. ("PESB") pada pertimbangan RM67,000,000 yang akan dibayar secara tunai; dan
 - (ii) Perjanjian Jual dan Beli Bersyarat bagi cadangan membeli 90.50 ekar tanah yang terletak di dalam dua bidang tanah berukuran 331.54 ekar atas Lot No. PT 12182, Mukim dan Daerah Bentong, Negeri Pahang Darul Makmur dari BTR pada pertimbangan RM35,496,484 akan dipenuhi sepenuhnya dengan tunai.

32. MAKLUMAT SEGMENTAL

Analisa menurut kegiatan

	Perolehan		Keuntungan/(Kerugian) Sebelum Cukai		Jumlah Aset Digunakan	
	2001	2000	2001	2000	2001	2000
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Pemegang pelaburan dan menyediakan perkhidmatan pengurusan	3,355	3,355	976	1,236	35,605	36,496
Pembangunan hartanah	56,921	64,918	2,350	(6,935)	419,396	398,356
Perniagaan bahan-bahan binaan	4,193	5,248	(3,355)	178	9,020	8,921
Pembuatan batu-bata	1,398	1,626	(93)	(330)	3,833	4,004
Kuari	5,953	3,833	(1,140)	(984)	8,236	9,949
	71,820	78,980	(1,262)	(6,835)	476,090	457,726
Perkongsian Kumpulan dalam hasil syarikat-syarikat bersekutu	—	—	15,325	10,350	—	—
	71,820	78,980	14,063	3,515	476,090	457,726
Pelarasan penyatuan	(3,311)	(3,311)	(117)	(2,767)	—	—
	68,509	75,669	13,946	748	476,090	457,726

Para pengarah berpendapat bahawa semua urusan antara segmen di atas adalah dalam perjalanan biasa perniagaan dan berdasarkan syarat dan keadaan yang tidak mempunyai perbezaan yang ketara daripada urusan yang dilakukan dengan pihak-pihak yang tidak berkaitan.

33. MATAWANG

Semua jumlah adalah dinyatakan dalam Ringgit Malaysia, kecuali dinyatakan sebaliknya.

financial statements

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Directors' Report

The directors hereby submit their report together with the audited financial statements of the Group and the Company for the financial year ended 31 December 2001.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and provision of management services.

The principal activities of the subsidiaries are described in Note 5 to the financial statements.

There have been no significant changes in the nature of these activities during the financial year.

RESULTS

	Group RM	Company RM
Profit after taxation	11,188,388	8,273,135
Minority interests	(4,667)	—
Net profit attributable to shareholders	11,183,721	8,273,135

DIVIDENDS

At the forthcoming Annual General Meeting, a final dividend in respect of the current financial year ended 31 December 2001 of 5% on 180,000,000 ordinary shares less 28% taxation amounting to a total dividend of RM6,480,000 (3.6 sen per share) will be proposed for shareholders' approval. The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in the shareholders' equity as an appropriation of retained profits in the next financial year ending 31 December 2002.

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the statements of changes in equity.

BAD AND DOUBTFUL DEBTS

Before the income statements and balance sheets were made out, the directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts.

At the date of this report, the directors are not aware of any circumstances which would render the amounts written off as bad debts or provided for as doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent.

Directors' Report

CURRENT ASSETS

Before the income statements and balance sheets were made out, the directors took reasonable steps to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and the Company have been written down to an amount which they might be expected so to realise.

At the date of this report, the directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Group and the Company misleading.

VALUATION METHODS

At the date of this report, the directors are not aware of any circumstances which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and the Company misleading or inappropriate.

CONTINGENT AND OTHER LIABILITIES

At the date of this report, there does not exist:

- (a) any charge on the assets of the Group or the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
- (b) any contingent liability of the Group or the Company which has arisen since the end of the financial year.

No contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the directors, will or may substantially affect the ability of the Group or the Company to meet their obligations when they fall due.

CHANGE OF CIRCUMSTANCES

At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements of the Group or the Company which would render any amount stated in the financial statements misleading.

ITEMS OF AN UNUSUAL NATURE

The results of the operations of the Group and the Company during the financial year were not, in the opinion of the directors, substantially affected by any item, transaction or event of a material and unusual nature.

There has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors, to affect substantially the results of the operations of the Group or the Company for the financial year in which this report is made.

SIGNIFICANT EVENTS

The significant events during the financial year are as disclosed in Note 30 to the financial statements

SUBSEQUENT EVENT

The subsequent event is as disclosed in Note 31 to the financial statements.

DIRECTORS

The directors who served since the date of the last report are:

YH Dato' Haji Abdul Ghani bin L. Sulaiman
YH Dato' Hamdan bin Jaafar
YH Dato' Mohd. Ghazali bin Mohd. Khalid
YH Dato' Ghazali bin Mohd. Ali
YH Dato' Abd. Rahim bin Haji Mohamad
YH Dato' Jamal Ab. Nasir bin Haji Ismail
YH Dato' Mohamed Amin bin Haji Daud
YH Dato' Khalid bin Mohamad Jiwa

DIRECTORS' BENEFITS

During and at the end of the financial year, no arrangements subsisted to which the Company is a party with the object of enabling directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the directors as shown in Note 22 to the financial statements) by reason of a contract made by the Company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares in the Company during the financial year were as follows:

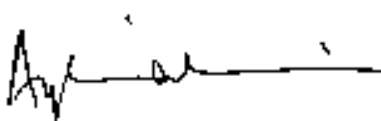
	Number of Ordinary Shares of RM1 Each			31 December 2001
	1 January 2001	Bought	Sold	
YH Dato' Ghazali bin Mohd. Ali	7,000	—	—	7,000
YH Dato' Abd. Rahim bin Haji Mohamad	10,000	—	—	10,000

None of the other directors in office at the end of the financial year had any interest in shares in the Company or its related corporations during the financial year.

AUDITORS

Hanafiah Raslan & Mohamad retire and have indicated their willingness to accept re-appointment.

Signed on behalf of the Board in accordance with a resolution of the directors



DATO' HAJI ABDUL GHANI BIN L. SULAIMAN



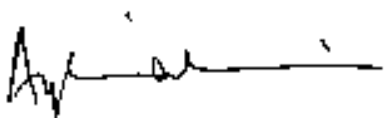
DATO' HAMDAN BIN JAAFAR

Dated: 29 April 2002

Statement by Directors

We, DATO' HAJI ABDUL GHANI BIN L. SULAIMAN and DATO' HAMDAN BIN JAAFAR, being two of the directors of PASDEC HOLDINGS BERHAD, do hereby state that, in the opinion of the directors, the financial statements set out on pages 86 to 111 give a true and fair view of the state of affairs of the Group and the Company as at 31 December 2001 and of their results and their cash flows for the year then ended and have been properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia.

Signed on behalf of the Board in accordance with a resolution of the directors



DATO' HAJI ABDUL GHANI BIN L. SULAIMAN



DATO' HAMDAN BIN JAAFAR

Dated: 29 April 2002

Statutory Declaration

I, GOH SONG HAN, the officer primarily responsible for the financial management of PASDEC HOLDINGS BERHAD, do solemnly and sincerely declare that the financial statements set out on pages 86 to 111 are, to the best of my knowledge and belief, correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by)
the abovenamed GOH SONG HAN at)
Kuantan in the State of Pahang Darul)
Makmur on 29 April 2002.)



GOH SONG HAN

Before me:



No. 20, Stadium Darul Makmur
25000 Kuantan
Pahang Darul Makmur

Commissioner for Oaths

Auditors' Report

To the Shareholders of
PASDEC HOLDINGS BERHAD

We have audited the financial statements set out on pages 86 to 111. These financial statements are the responsibility of the Company's directors. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with approved Standards on Auditing in Malaysia. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the directors, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion:

- (a) the financial statements have been prepared in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia and give a true and fair view of:
 - (i) the state of affairs of the Group and the Company as at 31 December 2001 and of their results and their cash flows for the year then ended; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements; and
- (b) the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries have been properly kept in accordance with the provisions of the Act.

We are satisfied that the financial statements of the subsidiaries that have been consolidated with the financial statements of the Company are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements and we have received satisfactory information and explanations required by us for those purposes.

The auditors' reports on the financial statements of the subsidiaries were not subject to any qualification and did not include any comment made under subsection (3) of Section 174 of the Act.



HANAFIAH RASLAN & MOHAMAD
No. AF 0002
Chartered Accountants



DUAR TUAN KIAT
No. 1894/03/04 (J/PH)
Partner of the Firm

Dated: 29 April 2002

Balance Sheets

31 December 2001

	Note	Group		Company	
		2001 RM	2000 RM	2001 RM	2000 RM
NON-CURRENT ASSETS					
Property, plant and equipment	3	11,600,983	12,873,687	75,997	85,496
Land held for development	4	85,925,831	82,441,038	—	—
Subsidiaries	5	—	—	38,014,756	38,014,756
Associated companies	6	96,475,289	146,387,650	—	—
Other investments	7	66,606,157	—	—	—
Goodwill on consolidation	8	690,866	743,638	—	—
		261,299,126	242,446,013	38,090,753	38,100,252
CURRENT ASSETS					
Development properties	4	64,767,276	52,061,119	—	—
Inventories	9	20,151,431	23,450,643	—	—
Trade receivables	10	72,873,843	85,589,208	—	—
Other receivables	11	49,344,654	51,093,746	219,197,269	210,717,768
Marketable securities	12	1,184,902	1,184,902	—	—
Cash and bank balances	13	6,468,798	1,900,545	32,892	7,066
		214,790,904	215,280,163	219,230,161	210,724,834
CURRENT LIABILITIES					
Short term borrowings	14	71,998,016	79,168,216	20,088,533	20,133,137
Trade payables		18,395,637	16,963,983	—	—
Other payables	16	49,412,398	42,055,437	348,000	65,500
Taxation		1,601,000	2,752,346	—	—
		141,407,051	140,939,982	20,436,533	20,198,637
NET CURRENT ASSETS					
		73,383,853	74,340,181	198,793,628	190,526,197
		334,682,979	316,786,194	236,884,381	228,626,449
FINANCED BY:					
Share capital	17	180,000,000	180,000,000	180,000,000	180,000,000
Reserves		132,696,895	122,423,721	56,847,799	48,574,664
Shareholders' equity		312,696,895	302,423,721	236,847,799	228,574,664
Minority interests		4,782,950	4,324,543	—	—
		317,479,845	306,748,264	236,847,799	228,574,664
Long term borrowings	18	17,147,534	10,037,930	36,582	51,785
Deferred taxation	19	55,600	—	—	—
Non-current liabilities		17,203,134	10,037,930	36,582	51,785
		334,682,979	316,786,194	236,884,381	228,626,449

The accompanying notes are an integral part of these balance sheets.

Income Statements

for the year ended 31 December 2001

	Note	Group		Company	
		2001 RM	2000 RM	2001 RM	2000 RM
Revenue	20	68,509,158	75,668,867	14,581,526	3,354,833
Other operating income		5,420,830	2,390,078	—	59,408
Changes in inventories and development properties		(11,911,499)	(35,852,175)	—	—
Contract cost		(30,078,140)	(19,378,704)	—	—
Purchase of goods		(3,916,077)	(4,269,089)	—	—
Raw materials and consumables used		(2,271,707)	(1,946,558)	—	—
Staff costs		(6,679,966)	(6,334,393)	—	—
Depreciation		(1,472,239)	(1,560,130)	(9,499)	(9,499)
Other operating expenses		(12,478,301)	(11,410,815)	(1,035,197)	(797,365)
Profit/(loss) from operations	21	5,122,059	(2,692,919)	13,536,830	2,607,377
Finance costs, net	23	(6,501,362)	(6,909,138)	(1,334,353)	(1,371,882)
Share of profits of associated companies		15,324,892	10,350,354	—	—
Profit before taxation		13,945,589	748,297	12,202,477	1,235,495
Taxation	24	(2,757,201)	(3,040,861)	(3,929,342)	(785,868)
Net profit/(loss) from ordinary activities		11,188,388	(2,292,564)	8,273,135	449,627
Minority interests		(4,667)	506,190	—	—
Net profit/(loss) for the year		11,183,721	(1,786,374)	8,273,135	449,627
Earnings/(loss) per share	25	0.06	(0.01)		

The accompanying notes are an integral part of these statements.

Consolidated Statement of Changes in Equity

for the year ended 31 December 2001

	Share capital RM	Share premium RM	Accumulated profit RM	Total RM
At 1 January 2000	180,000,000	43,007,997	81,202,098	304,210,095
Net loss for the year	—	—	(1,786,374)	(1,786,374)
At 31 December 2000	180,000,000	43,007,997	79,415,724	302,423,721
Net profit for the year	—	—	11,183,721	11,183,721
Effects arising from dilution of interest in an associated company	—	—	(910,547)	(910,547)
At 31 December 2001	180,000,000	43,007,997	89,688,898	312,696,895

The accompanying notes are an integral part of this statement.

Statement of Changes in Equity

for the year ended 31 December 2001

	Share capital RM	Share premium RM	Accumulated profit RM	Total RM
At 1 January 2000	180,000,000	45,515,750	2,609,287	228,125,037
Net loss for the year	—	—	449,627	449,627
At 31 December 2000	180,000,000	45,515,750	3,058,914	228,574,664
Net profit for the year	—	—	8,273,135	8,273,135
At 31 December 2001	180,000,000	45,515,750	11,332,049	236,847,799

The accompanying notes are an integral part of this statement.

Cash Flow Statements

for the year ended 31 December 2001

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before taxation	13,945,589	748,297	12,202,477	1,235,495
Adjustments for:				
Share of profit of associated companies	(15,324,892)	(10,350,354)	—	—
Depreciation	1,472,239	1,560,130	9,499	9,499
Amortisation of goodwill	52,772	63,026	—	—
Profit on disposal of property, plant and equipment	(179,170)	(189,196)	—	—
Write down of inventories value	—	639,704	—	—
Provision for diminution in value of investments	—	858,830	—	—
Property, plant and equipment written off	1,927	408	—	—
Interest paid	6,620,832	7,047,561	1,334,353	1,371,882
Interest income	(57,557)	(138,423)	—	—
Dividend income	(45,188)	(51,873)	(14,033,366)	(2,806,673)
Operating profit/(loss) before working capital changes	6,486,552	188,110	(487,037)	(189,797)
Decrease/(increase) in receivables	14,437,567	(2,190,175)	1,624,523	1,536,853
Decrease in inventories	4,963,974	30,331,088	—	—
(Increase)/decrease in development expenditure	(12,559,948)	3,491,723	—	—
Increase/(decrease) in payables	9,033,497	(21,406,344)	282,500	—
Cash generated from operations	22,361,642	10,414,402	1,419,986	1,347,056
Interest paid	(6,620,832)	(7,047,561)	(1,334,353)	(1,371,882)
Taxes paid	(1,879,440)	(640,919)	—	(34,264)
Net cash generated from/(used in) operating activities	13,861,370	2,725,922	85,633	(59,090)
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of investment	(4,000,000)	—	—	—
Purchase of property, plant and equipment	(271,567)	(1,308,189)	—	—
Development expenditure on land held for development	(5,295,764)	(635,642)	—	—
Proceeds from sale of property, plant and equipment	249,275	352,687	—	—
Dividend received	45,188	51,873	—	—
Interest received	57,557	138,423	—	—
Net cash used in investing activities	(9,215,311)	(1,400,848)	—	—

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from term loans	9,861,514	—	—	—
Repayment of term loans	(8,977,207)	(12,340,065)	—	—
Proceeds from hire purchase creditors	—	617,265	—	—
Payment of hire purchase creditors	(384,913)	(364,783)	(13,140)	(11,078)
Net cash generated from/(used in) financing activities	499,394	(12,087,583)	(13,140)	(11,078)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	5,145,453	(10,762,509)	72,493	(70,168)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	(38,465,198)	(27,702,689)	(10,112,934)	(10,042,766)
CASH AND CASH EQUIVALENTS AT END OF YEAR	(33,319,745)	(38,465,198)	(10,040,441)	(10,112,934)
Cash and cash equivalents comprise:				
Cash and bank balances	6,468,798	1,900,545	32,892	7,066
Bank overdrafts (Note 14)	(39,788,543)	(40,365,743)	(10,073,333)	(10,120,000)
	(33,319,745)	(38,465,198)	(10,040,441)	(10,112,934)

The accompanying notes are an integral part of these statements.

Notes to the Financial Statements

31 December 2001

1. PRINCIPAL ACTIVITIES AND GENERAL INFORMATION

The principal activities of the Company are investment holding and provision of management services. The principal activities of the subsidiaries are described in Note 5. There have been no significant changes in the nature of these activities during the financial year.

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and is listed on the Main Board of the Kuala Lumpur Stock Exchange. The registered office of the Company is located at 14th Floor, Kompleks Teruntum, Jalan Mahkota, 25000 Kuantan, Pahang Darul Makmur.

The holding corporation of the Company is Perbadanan Kemajuan Negeri Pahang, a statutory body incorporated in Malaysia under the State Enactment no. 12, 1965.

The number of employees in the Group and in the Company at the end of the financial year were 236 (2000: 235) and 1 (2000: Nil) respectively.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 29 April 2002.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Accounting

The financial statements of the Group and the Company have been prepared under the historical cost convention and comply with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia.

(b) Revenue Recognition

(i) *Development properties*

Revenue from sale of development properties is accounted for under the percentage of completion method. The percentage of completion is determined by reference to the costs incurred to date to the total estimated costs where the outcome of the projects can be reliably estimated. All anticipated losses are fully provided for.

(ii) *Sale of goods*

Revenue relating to sale of goods is recognised net of sales taxes and discounts when transfer of risks and rewards have been completed.

(iii) *Dividend income*

Dividend income is recognised when the shareholder's right to receive payment is established.

(c) Basis of Consolidation

Consolidated financial statements include the financial statements of the Company and all its subsidiaries. Subsidiaries are those companies in which the Group has power to exercise control over the financial and operating policies so as to obtain benefits therefrom. Companies acquired or disposed are included in the consolidated financial statements from the date of acquisition or to the date of disposal. Subsidiaries are consolidated using the acquisition method of accounting except for a subsidiary which is consolidated using the merger method of accounting.

Intragroup transactions, balances and resulting unrealised gains are eliminated on consolidation and the consolidated financial statements reflect external transactions only. Unrealised losses are eliminated on consolidation unless costs cannot be recovered.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd.)

(c) Basis of Consolidation (cont'd.)

Under the acquisition method of accounting, the difference between the cost of an acquisition over the fair value of the Group's share of the net assets of the acquired subsidiary at the date of acquisition is included in the consolidated balance sheet as goodwill or reserve arising on consolidation and is amortised or credited to income statement over 25 years. Goodwill on consolidation is reviewed at each balance sheet date and will be written down for impairment where it is considered necessary.

Acquisition of subsidiaries which meet the criteria for merger are accounted for using merger accounting principles. When the merger method is used, the cost of investment in the Company's book is recorded at the nominal value of shares issued and the difference between the carrying value of the investment and the nominal value of shares acquired is treated as merger reserve or merger deficit. The results of the companies being merged are included as if the merger had been effected throughout the current and previous financial years.

The gain or loss on disposal of a subsidiary company is the difference between net disposal proceeds and the Group's share of its net assets together with any unamortised balance of goodwill and exchange differences which were not previously recognised in the consolidated income statement.

(d) Associated Companies

The Group treats as associated companies those companies in which the Group has a long term equity interest and where it exercises significant influence over the financial and operating policies.

Investments in associated companies are accounted for in the consolidated financial statements by the equity method of accounting based on the audited or management financial statements of the associated companies.

The Group's share of post-acquisition profits less losses of associated companies is included in the consolidated income statement and the Group's interest in associated companies is stated at cost plus the Group's share of post-acquisition retained profits or accumulated losses and reserves.

(e) Investments

Investments in subsidiaries, associated companies, jointly controlled entities and other non-current investments are stated at cost less provision for any permanent diminution in value. Such provision is made when there is a decline other than temporary in the value of investments and is recognised as an expense in the period in which the decline occurred. On disposal of an investment, the difference between net disposal proceeds and its carrying amount is charged or credited to the income statement.

(f) Marketable Securities

Marketable securities are carried at lower of cost and market value, determined on an aggregate basis. Cost is determined on the weighted average basis while market value is determined based on quoted market values. Increases or decreases in the carrying amount of marketable securities are credited or charged to the income statement. On disposal of marketable securities, the difference between net disposal proceeds and its carrying amount is charged or credited to the income statement.

Notes to the Financial Statements

31 December 2001

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd.)

(g) Property, Plant and Equipment and Depreciation

Property, plant and equipment are stated at cost less accumulated depreciation. Construction-in-progress is not depreciated. Leasehold land is depreciated over the period of the lease. Depreciation of other property, plant and equipment is provided on a straight line basis to write off the cost of each asset to their residual value over the estimated useful life at the following annual rates:

Short term leasehold land	Over 10 – 45 years
Buildings	2%
Plant and machinery	10% – 20%
Motor vehicles	10% – 20%
Office equipment	15% – 20%
Office renovation	10%
Furniture and fittings	10% – 20%
Signboard	10% – 20%

(h) Inventories

Inventories are stated at the lower of cost (determined on the first-in, first-out basis) and net realisable value. Cost of finished goods and work-in-progress includes direct materials, direct labour, direct charges and appropriate production overheads.

Properties held for resale are stated at the lower of cost and net realizable value. Cost is determined on the specific identification basis and includes costs of land, construction and appropriate development overheads.

(i) Deferred Taxation

Deferred taxation is provided under the liability method for all material timing differences except where there is reasonable evidence that these timing differences will not reverse.

(j) Hire Purchase

Property, plant and equipment acquired under hire purchase are capitalised in the financial statements and are depreciated in accordance with the policy set out in (g) above. The corresponding outstanding obligations due under hire purchase after deducting finance expenses are included as liabilities in the financial statements. Finance expenses are charged to the income statement over the period of the respective agreements using the sum-of-digit method.

(k) Development Properties

Land and development expenditure whereby significant development work has been undertaken and is expected to be completed within the normal operating cycle are classified as development properties. Development properties are stated at cost plus profits less losses and applicable progress billings. Cost includes cost of land, all direct building cost, and other related development expenditure, including interest expenses incurred during the period of active development.

(l) Land Held for Development

Land held for development consist of land held for future development and where no significant development has been undertaken and are stated at cost. Cost includes cost of land and attributable development expenditure. Such assets are transferred to development properties when significant development work has been undertaken and are expected to be completed within the normal operating cycle.

(m) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and at banks and deposits at call, net of outstanding bank overdrafts.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd.)

(n) Interest Capitalisation

Interest incurred on borrowings relating to the construction of property, plant and equipment is capitalised until the assets are ready for their intended use. Borrowing costs relating to development properties are capitalised during the period of active development until they are ready for their intended purpose.

(o) Trade and Other Receivables

Trade and other receivables are carried at anticipated realisable values. Bad debts are written off when identified. An estimate is made for doubtful debts based on review of all outstanding amounts as at the balance sheet date.

3. PROPERTY, PLANT AND EQUIPMENT

Group	Long term and short term leasehold land	Building	Plant and machinery	Other assets*	Total
	RM				
Cost					
At 1 January 2001	2,266,605	4,168,064	8,159,721	8,012,339	22,606,729
Additions	—	124,000	51,000	96,567	271,567
Disposals/write offs	(12,901)	—	(47,200)	(90,388)	(150,489)
At 31 December 2001	2,253,704	4,292,064	8,163,521	8,018,518	22,727,807
Accumulated Depreciation					
At 1 January 2001	1,315,900	762,809	3,894,856	3,759,477	9,733,042
Charge for the year	98,589	82,809	807,046	483,795	1,472,239
Disposals/write offs	(1,599)	—	(32,647)	(44,211)	(78,457)
At 31 December 2001	1,412,890	845,618	4,669,255	4,199,061	11,126,824
Net Book Value					
At 31 December 2001	840,814	3,446,446	3,494,266	3,819,457	11,600,983
At 31 December 2000	950,705	3,405,255	4,264,865	4,252,862	12,873,687
Depreciation charge for 2000	98,779	74,140	807,208	580,003	1,560,130

* Other assets consists of office renovation, furniture and fittings, office equipment, motor vehicles, signboard and construction in progress.

Notes to the Financial Statements

31 December 2001

3. PROPERTY, PLANT AND EQUIPMENT (cont'd.)

Company	Motor Vehicle RM
Cost	
At 1 January 2001	94,995
Additions	—
Disposals	—
At 31 December 2001	94,995
Accumulated Depreciation	
At 1 January 2001	9,499
Charge for the year	9,499
Disposals	—
At 31 December 2001	18,998
Net Book Value	
At 31 December 2001	75,997
At 31 December 2000	85,496
Depreciation charge for 2000	9,499

(a) Net book values of property, plant and equipment held under hire purchase agreements are as follows:

	Group	
	2001 RM	2000 RM
Motor vehicle	774,848	1,135,085
Plant and machinery	1,391,004	1,716,612
	2,165,852	2,851,697

(b) Certain leasehold land and building of certain subsidiaries with carrying value amounting to RM840,814 (2000: RM1,144,715) are pledged to licensed banks for credit facilities granted to the subsidiaries.

(c) Included in property, plant and equipment of the Group are fully depreciated assets which are still in use costing RM1,874,329 (2000: RM1,300,537).

4. LAND HELD FOR DEVELOPMENT/DEVELOPMENT PROPERTIES

	Group	
	2001	2000
	RM	RM
Cost:		
Freehold land	20,484,141	20,845,892
Leasehold land	105,013,445	100,842,556
Development expenditure	116,339,855	109,342,309
	241,837,441	231,030,757
Less: Non-current portion, classified as land held for development	(85,925,831)	(82,441,038)
	155,911,610	148,589,719
Add: Attributable profit	34,219,663	35,667,829
	190,131,273	184,257,548
Less: Progress billings	(125,363,997)	(132,196,429)
Current portion classified as development properties	64,767,276	52,061,119

The freehold land of a subsidiary amounting to RM19,682,364 (2000: RM19,682,364) has been charged as a security for its short term borrowings.

Title to leasehold land of a subsidiary with a carrying value of RM15,846,268 (2000: RM15,846,268) is registered under the name of its holding corporation.

The title of leasehold land held for development of a subsidiary amounting to RM3,272,296 (2000: Nil) is still pending transfer to the subsidiary's name.

5. SUBSIDIARIES

	Company	
	2001	2000
	RM	RM
Unquoted shares at cost	38,014,756	38,014,756

Notes to the Financial Statements

31 December 2001

5. SUBSIDIARIES (cont'd.)

Details of the subsidiaries are as follows:

Name of Company	Country of Incorporation	Effective Interests (%)		Principal Activities
		2001	2000	
Pasdec Corporation Sdn. Bhd.	Malaysia	100	100	Property development, project management and provision of management services
Kuantan Tembeling Resort Sdn. Bhd.	Malaysia	100	100	Development and management of resort and condominium
Pasdec Land Sdn. Bhd.	Malaysia	100	100	Property development
Sri Buana (Sdn.) Berhad	Malaysia	100	100	Trading in building materials
Kimdec Corporation Sdn. Bhd.	Malaysia	51	51	Property development
* Kuantan Bricks Sdn. Bhd.	Malaysia	51	51	Bricks manufacturing
* Rock Plus Sdn. Bhd.	Malaysia	51	51	Quarry
Pasdec Project Management Sdn. Bhd.	Malaysia	60	60	Dormant
Sumbangan Sakti Sdn. Bhd.	Malaysia	100	100	Property development
Pasdec Mega Sdn. Bhd.	Malaysia	100	100	Dormant

* Subsidiaries of Sri Buana (Sdn.) Berhad

The auditors' reports of Kuantan Tembeling Resort Sdn. Bhd., Kuantan Bricks Sdn. Bhd. and Rock Plus Sdn. Bhd. contain an emphasis of matter over the uncertainty as to whether the respective company will be able to continue as a going concern.

6. ASSOCIATED COMPANIES

	Group 2001 RM	2000 RM
In Malaysia:		
Unquoted investments at cost	64,575,589	109,513,089
Share of post-acquisition reserves	31,899,700	36,874,561
	96,475,289	146,387,650
Represented by:		
Share of net assets	96,305,811	146,218,172
Goodwill on acquisition	169,478	169,478
	96,475,289	146,387,650

The associated companies are:

Name of Company	Country of Incorporation	Effective Interests (%)		Financial Year End	Principal Activities
		2001	2000		
Bukit Tinggi Resort Berhad	Malaysia	—	20	31 December	Golf and recreation
Pahang Cement Sdn. Bhd.	Malaysia	33	33	31 December	Cement manufacturing
Treacher Development Sdn. Bhd.	Malaysia	30	30	30 June	Property development
Prima Prai Sdn. Bhd.	Malaysia	20	20	31 March	Property development
Kuantan Port Consortium Sdn. Bhd.	Malaysia	25	30	30 June	Port operation
Genting View Resort Development Sdn. Bhd.	Malaysia	40	40	31 December	Developer and contractor

Certain investments in associated companies by a subsidiary in Treacher Development Sdn. Bhd. (2000: Treacher Development Sdn. Bhd. and Bukit Tinggi Resort Berhad) with carrying values amounting to RM2,279,460 (2000: RM19,067,625) are pledged to a financial institution for term loan facility granted to the subsidiary.

The Group's share of post acquisition profit in associated companies with different financial year end are apportioned proportionately over time based on the audited financial statements for the first part of the year and the unaudited management financial statements for the remaining part of the year as the financial statements have not been audited.

Notes to the Financial Statements

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7. OTHER INVESTMENTS

	Group 2001 RM	2000 RM
Unquoted share at cost	66,606,157	—

Investment in unquoted shares by a subsidiary in Bukit Tinggi Resort Berhad amounting to RM16,788,168 (2000: Nil) is pledged to a financial institution for term loan facility granted to the subsidiary.

8. GOODWILL ON CONSOLIDATION

	Group 2001 RM	2000 RM
At 1 January	1,317,285	1,317,285
Less: Accumulated amortisation	(626,419)	(573,647)
At 31 December	690,866	743,638

9. INVENTORIES

	Group 2001 RM	2000 RM
At cost:		
Condominiums	—	182,641
Shops and houses	6,194,996	10,053,951
Land	3,320,335	1,587,311
Finished goods	2,569,051	3,238,396
Diesel and lubricant	11,717	11,919
	12,096,099	15,074,218
At net realisable value:		
Condominiums	8,055,332	8,376,425
	20,151,431	23,450,643

10. TRADE RECEIVABLES

	Group	
	2001	2000
	RM	RM
Trade receivables	64,946,862	71,438,690
Progress billings receivable	9,546,397	14,977,466
	74,493,259	86,416,156
Less: Provision for doubtful debts	(1,619,416)	(826,948)
	72,873,843	85,589,208

11. OTHER RECEIVABLES

	Group		Company	
	2001	2000	2001	2000
	RM	RM	RM	RM
Due from subsidiaries	—	—	178,920,585	170,996,890
Due from ultimate holding corporation	32,281,628	32,983,347	30,361,303	29,860,509
Due from other related companies	6,156,940	6,298,271	135,889	98,089
Deposits	172,731	160,135	—	—
Prepayments	495,432	334,717	—	—
Part payment for purchase of investment (Note 31(a))	9,779,492	9,762,280	9,779,492	9,762,280
Other receivables	1,232,297	2,325,612	—	—
Less: Provision for doubtful debts	(773,866)	(770,616)	—	—
	49,344,654	51,093,746	219,197,269	210,717,768

Due from other related companies are in respect of amount owing by companies within the ultimate holding corporation, Perbadanan Kemajuan Negeri Pahang Group.

The amounts due from subsidiaries, ultimate holding corporation, and other related companies principally relates to advances and payment on behalf. The amount due from are unsecured, interest free and have no fixed terms of repayment.

Notes to the Financial Statements

31 December 2001

12. MARKETABLE SECURITIES

	Group	
	2001 RM	2000 RM
Shares of corporations, quoted in Malaysia, at cost	3,019,622	3,019,622
Unit trusts, quoted in Malaysia, at cost	1,000,603	1,000,603
	4,020,225	4,020,225
Less: Provision for diminution in value:		
Shares of corporations, quoted in Malaysia	(2,254,713)	(2,254,713)
Unit trusts, quoted in Malaysia	(580,610)	(580,610)
	(2,835,323)	(2,835,323)
	1,184,902	1,184,902
Market value of:		
Quoted shares in Malaysia	728,050	755,494
Unit trusts in Malaysia	389,994	409,993
	1,118,044	1,165,487

Certain investments in quoted shares by a subsidiary with carrying amount of RM727,765 (2000: RM727,765) are pledged to financial institution for term loan facilities granted to the subsidiary.

Investments in unit trusts by a subsidiary with carrying amount of RM419,993 (2000: RM419,993) are pledged to financial institution for term loan facilities granted to the subsidiary.

13. CASH AND BANK BALANCES

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Cash on hand and at bank	2,313,341	453,121	32,892	7,066
Deposit with licensed banks	4,155,457	1,447,424	—	—
	6,468,798	1,900,545	32,892	7,066

Deposit with licensed banks of the Group amounting to RM1,158,233 (2000: RM1,231,568) are pledged to banks for certain facilities granted to the subsidiaries.

14. SHORT TERM BORROWINGS

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Secured:				
Bank overdrafts	18,557,454	17,743,501	10,073,333	10,120,000
Revolving credits	26,000,000	25,000,000	10,000,000	10,000,000
Short term loan	2,525,149	—	—	—
Term loans, due within 12 months (Note 18)	949,403	11,205,978	—	—
Hire purchase (Note 15)	734,921	596,495	15,200	13,137
	48,766,927	54,545,974	20,088,533	20,133,137
Unsecured:				
Bank overdrafts	21,231,089	22,622,242	—	—
Revolving credits	2,000,000	2,000,000	—	—
	23,231,089	24,622,242	—	—
	71,998,016	79,168,216	20,088,533	20,133,137

Bank overdrafts of the Group are secured against land registered under the name of the holding corporation, letter of awareness from the holding corporation, first legal charge over long term leasehold land and building of a subsidiary, fixed and floating charges over certain assets of subsidiaries, personal guarantee from a director of the respective subsidiaries, joint and several guarantee by the directors of a corporate shareholder of a subsidiary and corporate guarantee by a subsidiary and the Company. The overdrafts bear interest rates ranging from 8.40% – 8.80% (2000: 8.00% – 12.90%) per annum.

The bank overdrafts of the Company are secured by way of letter of awareness from holding corporation and bear interest of between 8.40% – 8.80% (2000: 8.00% – 8.30%) per annum.

The secured revolving credit of the Group are for a period of six months and is secured against fixed legal charge over certain freehold land of a subsidiary, proportionate corporate guarantee by the Company up to 51% and joint and several guarantee by the directors of a corporate shareholder and bears interest of between 4.65% – 5.05% (2000: 4.45% – 5.00%) per annum.

The unsecured revolving credit of the Group bears interest of between 8.40% – 8.80% (2000: 6.70% - 7.10%) per annum.

The short term loan of the Group is secured against part of the quoted investment in shares and bears interest of between 8.40% – 8.80% (2000: 8.30% – 8.55%) per annum.

The secured revolving credit of the Company is secured by way of letter of awareness from the holding corporation and bears interest of between 8.40% – 8.80% (2000: 8.00% – 8.30%) per annum.

Notes to the Financial Statements

31 December 2001

15. HIRE PURCHASE

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Future minimum payments:				
Payable within one year	650,467	881,267	20,448	20,444
Payable between one and five years	1,047,631	1,396,335	40,876	61,328
	1,698,098	2,277,602	61,324	81,772
Less: Finance charges	(289,149)	(483,740)	(9,542)	(16,850)
	1,408,949	1,793,862	51,782	64,922
Representing hire purchase liabilities:				
Due within 12 months (Note 14)	734,921	596,495	15,200	13,137
Due after 12 months (Note 18)	674,028	1,197,367	36,582	51,785
	1,408,949	1,793,862	51,782	64,922

The hire purchase bear interest of between 5.75% to 10.00% (2000: 5.75% to 10.00%) per annum.

16. OTHER PAYABLES

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Due to ultimate holding corporation	55,519	—	—	—
Due to corporate shareholder of a subsidiary	9,000,000	9,010,511	—	—
Due to other related company	2,189,788	1,974,565	—	—
Balance consideration on purchase of a piece of land	27,604,362	23,522,562	—	—
Amount owing to customers	1,085,387	696,507	—	—
Other payables	8,382,853	6,204,061	—	—
Accrual	1,094,489	647,231	348,000	65,500
	49,412,398	42,055,437	348,000	65,500

The amount due to ultimate holding corporation and corporate shareholder of a subsidiary principally relates to advance given to the Group. The amount due to other related company principally relates to service charge, maintenance and agency fee expenses. The amount due to are unsecured, interest free and have no fixed terms of repayment.

17. SHARE CAPITAL

	Number of Ordinary Shares of RM1 Each		Amount	
	2001	2000	2001 RM	2000 RM
Authorised	200,000,000	200,000,000	200,000,000	200,000,000
Issued and fully paid	180,000,000	180,000,000	180,000,000	180,000,000

18. LONG TERM BORROWINGS

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Term loans, secured	17,422,909	20,046,541	—	—
Due within 12 months (Note 14)	(949,403)	(11,205,978)	—	—
Due after 12 months	16,473,506	8,840,563	—	—
Hire purchase payables due after 12 months (Note 15)	674,028	1,197,367	36,582	51,785
	17,147,534	10,037,930	36,582	51,785
Maturity of borrowings (excluding hire purchase):				
Within one year	949,403	11,205,978	—	—
Between one and two years	4,668,511	4,649,688	—	—
Between two and five years	8,835,128	1,351,068	—	—
After five years	2,969,867	2,839,807	—	—
	17,422,909	20,046,541	—	—

The term loans bear interest at rates ranging from 8.40% to 8.80% (2000: 7.30% – 10.70%) per annum. The respective term loans are secured by the following:

- First legal charge over the leasehold land of certain subsidiaries as disclosed in Note 3;
- Fixed and floating charges over certain assets of subsidiaries;
- Investments in unit trusts of a subsidiary, unquoted investment in an associated company and other investment as disclosed in Note 6, Note 7 and Note 12;
- Personal guarantee from a director of the respective subsidiaries, joint and several guarantee by the directors of a corporate shareholder of the respective subsidiary; and
- Corporate guarantee by a subsidiary and the Company.

Notes to the Financial Statements

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19. DEFERRED TAXATION

	Group	
	2001	2000
	RM	RM
At 1 January	—	79,600
Transfer from/(to) income statement (Note 24)	55,600	(79,600)
At 31 December	55,600	—

20. REVENUE

The revenue of the Group and the Company consist of the following:

	Group		Company	
	2001	2000	2001	2000
	RM	RM	RM	RM
Sales of properties and land	55,414,019	63,039,119	—	—
Sales of goods	12,348,892	10,706,741	—	—
Project management fees	251,330	779,012	—	—
Management fees	43,920	43,920	548,160	548,160
Rental income	379,283	384,258	—	—
Sales commission	71,714	715,817	—	—
Dividend income	—	—	14,033,366	2,806,673
	68,509,158	75,668,867	14,581,526	3,354,833

21. PROFIT/(LOSS) FROM OPERATIONS

Profit/(loss) from operations is stated after charging/(crediting):

	Group		Company	
	2001	2000	2001	2000
	RM	RM	RM	RM
Auditors' remuneration				
– current year	116,000	116,000	7,000	5,500
– under provision in prior year	—	2,300	—	—
Provision for doubtful debts	849,366	137,164	—	—
Directors' remuneration (Note 22)	899,051	943,250	330,701	346,400
Hire of plant and machinery	43,840	—	—	—
Office rental	540,450	261,700	—	—
Provision for diminution in value of investment	—	858,830	—	—
Write down of stock value	—	639,704	—	—
Property, plant and equipment written off	1,927	408	—	—
Amortisation of goodwill	52,772	63,026	—	—
Rental income	(531,846)	(918,610)	—	—
Provision for doubtful debts no longer required	(53,048)	(177,156)	—	—
Dividend income from quoted shares	(45,188)	(51,873)	—	—
Profit on disposal of property, plant and equipment	(179,170)	(189,196)	—	—
Gain on renunciation of rights issue (Note 30(b))	(4,000,000)	—	—	—

22. DIRECTORS' REMUNERATION

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Directors of the Company				
Executive:				
Salaries and other emoluments	149,751	144,000	17,751	—
Fees	21,000	21,000	12,000	12,000
Bonus	—	20,000	—	20,000
Meeting allowances	7,750	10,250	4,500	6,750
	178,501	195,250	34,251	38,750
Non-Executive:				
Fees	144,000	144,000	108,000	108,000
Bonus	140,000	145,000	140,000	145,000
Meeting allowances	43,250	58,000	43,250	49,250
	327,250	347,000	291,250	302,250
Other Directors				
Executive:				
Salaries and other emoluments	313,200	313,200	—	—
Bonus	22,100	22,100	—	—
	335,300	335,300	—	—
Non-Executive:				
Salaries and other emoluments	48,000	48,000	—	—
Meeting allowances	10,000	17,700	5,200	5,400
	58,000	65,700	5,200	5,400
Total	899,051	943,250	330,701	346,400

The number of directors of the Company whose total remuneration during the year fall within the following bands is as follows:

	Number of Directors	
	2001	2000
Executive directors:		
RM50,000 – RM100,000	1	1
RM100,001 – RM250,000	1	1
RM250,001 – RM350,000	1	1
Non-Executive directors		
Below RM50,000	14	13
RM50,001 – RM100,000	1	2

Notes to the Financial Statements

31 December 2001

23. FINANCE COSTS, NET

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Hire purchase interest	256,175	197,721	7,307	9,370
Term loan interest	2,518,903	3,087,101	—	—
Overdraft interest	3,167,678	3,110,485	821,343	854,931
Revolving credit interest	642,703	652,254	505,703	507,581
Bank charges	35,373	—	—	—
Other interest income	(119,470)	(138,423)	—	—
	6,501,362	6,909,138	1,334,353	1,371,882

24. TAXATION

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Current year's provision	999,912	976,120	3,929,342	785,868
Transfer to/(from) deferred taxation (Note 19)	55,600	(79,600)	—	—
	1,055,512	896,520	3,929,342	785,868
Taxation (underprovided)/overprovided in respect of prior year	(18,860)	913	—	—
	1,036,652	897,433	3,929,342	785,868
Share of taxation of associated companies	1,720,549	2,143,428	—	—
	2,757,201	3,040,861	3,929,342	785,868

The effective rate of taxation of the Group is lower than the statutory rate of taxation principally due to the utilisation of unutilised capital allowances brought forward of certain associated companies.

The tax charge for the Company is in respect of dividend income. As at 31 December, 2001, the Company has tax exempt profits available for distribution of approximately RM259,000 (2000: RM259,000), subject to agreement with the Inland Revenue Board.

The Company has sufficient tax credit under Section 108 of the Income Tax Act, 1967 and Section 12, Income Tax (Amendment) Act 1999 to frank the payment of dividend amounting to RM2,256,000 (2000: RM2,256,000) out of its retained profits. If the balance of the retained profits were to be distributed as dividends, the Company would have a Section 108 shortfall of approximately RM2,614,000 (2000: RM238,000).

25. EARNINGS/(LOSS) PER SHARE – GROUP

The earnings/(loss) per share of the Group is calculated by dividing the net profit/(loss) attributable to shareholders of RM11,183,721 (2000: RM1,786,374) by the weighted average number of ordinary shares in issue during the financial year of 180,000,000 (2000: 180,000,000).

No diluted earnings per share were presented as there were no potential dilutive ordinary shares outstanding as at 31 December 2001.

26. DIVIDENDS

At the forthcoming Annual General Meeting, a final dividend in respect of the current financial year ended 31 December 2001 of 5% on 180,000,000 ordinary shares less 28% taxation amounting to a total dividend of RM6,480,000 (3.6 sen per share) will be proposed for shareholders' approval. The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in the shareholders' equity as an appropriation of retained profits in the next financial year ending 31 December 2002.

27. SIGNIFICANT RELATED PARTY TRANSACTIONS

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Holding corporation				
– office rental income and service charge	540,450	261,700	–	–
– management fee income	251,330	779,012	–	–
– sales commission income	71,714	715,817	–	–
Subsidiaries				
– purchase of land from ultimate holding corporation	3,772,296	–	–	–
– management fee income	–	–	480,000	480,000
– gross dividend income	–	–	14,033,366	2,806,673
Other related company				
– office rental income and	89,982	73,835	–	–
– service charge, maintenance and agency fee expenses	275,753	570,720	–	–

The directors are of the opinion that all the transactions above have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from that obtainable in transactions with unrelated parties.

28. COMMITMENT

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Capital expenditure:				
Approved and contracted for	–	7,081,556	–	3,629,586

Notes to the Financial Statements

31 December 2001

29. CONTINGENT LIABILITIES

	Group		Company	
	2001 RM	2000 RM	2001 RM	2000 RM
Unsecured:				
Corporate guarantees for facilities given to				
– subsidiaries	–	–	15,280,000	15,280,000
– associated companies	4,000,000	4,000,000	–	–
– related company	262,980	262,980	–	–
Performance bond	567,129	567,129	–	–
Claims by house buyers	–	1,806,736	–	–
	4,830,109	6,636,845	15,280,000	15,280,000

30. SIGNIFICANT EVENTS

- (a) During the year, the wholly owned subsidiary, Pasdec Corporation Sdn. Bhd. (“PCSB”) did not subscribe the rights shares issue by its associated company, Bukit Tinggi Resort Sdn. Bhd. (“BTR”), resulting in a dilution of the Group interest in BTR from 20% to 15.49%.
- (b) During the year, PCSB subscribed 4,000,000 shares out of the total rights of 6,000,000 shares issue by its associated company, Kuantan Port Consortium Sdn. Bhd. (“KPC”), resulting in a dilution of the Group equity interest in KPC from 30% to 25%. PCSB has offered to renounce its rights to subscribe for the remaining of 2,000,000 ordinary shares of RM1.00 each in KPC to Road Builder (M) Holdings Berhad (“RBH”), a shareholder of KPC, for total cash consideration of RM4,000,000. RBH has accepted the offer on 3 December 2001, resulting the gain on renunciation of rights amounting to RM4,000,000.

31. SUBSEQUENT EVENT

- (a) Subsequent to year end, the Company completed its Sale and Purchase Agreement dated 16 October 1997 for acquisition of 70% equity interest in Lancar Pintas Sdn. Bhd. (“LPSB”) from the individual shareholder of LPSB for a total purchase consideration of RM13,300,000.
- (b) On 4 March 2002, PCSB has entered into a conditional Sale and Purchase Agreement with Road Builder (M) Holdings Bhd (“RBH”) for the proposed disposal of 10,000,000 ordinary shares of RM1.00 each, representing an equity interest of 25%, in Kuantan Port Consortium Sdn. Bhd. (“KPC”) for a total consideration of RM32,500,000.
- (c) On 18 March 2002, Pasdec Holdings Berhad has entered into Conditional Sale and Purchase Agreement with PCSB and Pembinaan Sri Jati Sdn. Bhd. (“PSJSB”) for the proposed acquisition of the remaining 14,000,000 ordinary share of RM1.00 each representing 70% of the issue and paid-up share capital of Treacher Development Sdn. Bhd. (“TDSB”) by PCSB, for a total purchase consideration of RM12,634,434 to be satisfied by the issuance of 12,634,000 new ordinary share of RM1.00 each at the issue price of RM1.00 per ordinary share in the Pasdec Holdings Berhad and balance to be satisfied in cash.

The Company has also announced a proposed restricted issue of up to 13,344,000 new ordinary shares of RM1 each in PHB at an issue price of RM1 per new ordinary share to PSJSB.

31. SUBSEQUENT EVENT (cont'd.)

(d) On 29 March 2002, PCSB entered into 2 separate agreements as follows:

- i) Conditional Share Sale Agreement for the proposed disposal of 61,171,875 ordinary share of RM1.00 each representing 15.25% of the issued and paid-up share capital in Bukit Tinggi Resort Berhad ("BTR") to Nostalgia Kiara Sdn. Bhd. ("NKSB") and Pasti Eksklusif Sdn. Bhd. ("PESB") for a total consideration of RM67,000,000 to be satisfied entirely by cash; and
- ii) Conditional Sale and Purchase Agreement for the proposed acquisition of 90.50 acres land located within 2 parcels of alienated land measuring 331.54 acres on Lot No. PT 12182, Mukim and District of Bentong, State of Pahang Darul Makmur from BTR for a total purchase consideration of RM35,496,484 to be satisfied entirely by cash.

32. SEGMENTAL INFORMATION

Analysis by Activity

	Revenue		Profit/(loss) Before Taxation		Total Assets Employed	
	2001	2000	2001	2000	2001	2000
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Investment holding and provision of management services	3,355	3,355	976	1,236	35,605	36,496
Property development	56,921	64,918	2,350	(6,935)	419,396	398,356
Trading in building materials	4,193	5,248	(3,355)	178	9,020	8,921
Bricks manufacturing	1,398	1,626	(93)	(330)	3,833	4,004
Quarry	5,953	3,833	(1,140)	(984)	8,236	9,949
	71,820	78,980	(1,262)	(6,835)	476,090	457,726
Group's share of associated companies results	—	—	15,325	10,350	—	—
	71,820	78,980	14,063	3,515	476,090	457,726
Consolidation adjustments	(3,311)	(3,311)	(117)	(2,767)	—	—
	68,509	75,669	13,946	748	476,090	457,726

The directors are of the opinion that all inter-segment transactions have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from that obtainable in transactions with unrelated parties.

33. CURRENCY

All amounts are stated in Ringgit Malaysia, unless otherwise stated.

Analisa Pemegang Saham pada 30 April 2002

Analysis of Shareholdings as at 30 April 2002

Modal Saham Dibenar / *Authorised Share Capital* : RM200,000,000
 Modal Diterbitkan dan Berbayar / *Issued & Paid-up Capital* : RM180,000,000
 Jenis Saham / *Class of Shares* : Saham Biasa RM1.00 setiap satu / *Ordinary Shares of RM1.00 each*

ANALISA PEMEGANG SAHAM MENGIKUT SAIZ PEGANGAN SAHAM PADA 30 APRIL 2002 ANALYSIS OF SHAREHOLDINGS BY SIZE OF SHAREHOLDINGS AS AT 30 APRIL 2002

Saiz Pemegang Saham <i>Size Of Shareholdings</i>	Bil. Pemegang Saham <i>No. Of Shareholders</i>		Bil. Saham <i>No. Of Shares</i>	
		%		%
1 – 999	3	0.04	261	0.01
1,000 – 10,000	6,919	89.67	20,432,089	11.35
10,001 – 100,000	745	9.65	20,751,000	11.53
100,001 – 1,000,000	46	0.60	27,190,650	15.10
1,000,001 dan ke atas / <i>and above</i>	3	0.04	111,626,000	62.01
Jumlah / Total	7,716	100.00	180,000,000	100.00

PARA PEMEGANG SAHAM UTAMA PADA 30 APRIL 2002 / SUBSTANTIAL SHAREHOLDERS AS AT 30 APRIL 2002

Pemegang Saham Utama <i>Substantial Shareholders</i>	Bil. Saham <i>No. Of Shares</i>	%
Perbadanan Kemajuan Negeri Pahang	80,577,000 ¹	44.77
Cartaban Nominees (Tempatan) Sdn. Bhd.	25,818,650 ²	14.34
Ciri Ehsan Sdn. Bhd.	18,100,000	10.06

Nota / Notes:-

- Termasuk 4,300,000 saham biasa dan 1,500,000 saham biasa yang dipegang oleh syarikat-syarikat nomini iaitu, Kuala Lumpur City Nominees (Tempatan) Sdn. Bhd. dan RHB Capital Nominees (Tempatan) Sdn. Bhd. masing-masing, yang mana Perbadanan Kemajuan Negeri Pahang merupakan pemegang saham benefisiari.
Inclusive of 4,300,000 ordinary shares and 1,500,000 ordinary shares held by nominee companies, Kuala Lumpur City Nominees (Tempatan) Sdn. Bhd. and RHB Capital Nominees (Tempatan) Sdn. Bhd. respectively, whereby Perbadanan Kemajuan Negeri Pahang is the beneficial owner.
- Pegangan syarikat nomini, Cartaban Nominees (Tempatan) Sdn. Bhd., yang mana Pasdec Resources Sdn. Bhd. merupakan pemegang saham benefisiari.
Held by a nominee company, Cartaban Nominees (Tempatan) Sdn. Bhd. whereby Pasdec Resources Sdn. Bhd. is the beneficial owner.

KEPENTINGAN LANGSUNG PARA PENGARAH PADA 30 APRIL 2002 DIRECTORS' DIRECT INTEREST AS AT 30 APRIL 2002

Bil. Nama <i>No. Name</i>	Warganegara <i>Nationality</i>	Langsung <i>Direct</i>	Bilangan Pegangan Saham Biasa		Tidak Langsung <i>Indirect</i>	%
			No. of Ordinary Shares Held (%)			
1. Dato' Haji Abdul Ghani bin Sulaiman	Malaysian	—	—	—	—	—
2. Dato' Hamdan bin Jaafar	Malaysian	—	—	—	—	—
3. Dato' Mohd Ghazali bin Mohd Khalid	Malaysian	—	—	—	—	—
4. Dato' Ghazali bin Mohd Ali	Malaysian	7,000	*	—	—	—
5. Dato' Abd. Rahim bin Haji Mohamad	Malaysian	10,000	*	—	—	—
6. Dato' Jamal Ab Nasir bin Ismail	Malaysian	—	—	—	—	—
7. Dato' Mohamed Amin bin Haji Daud	Malaysian	—	—	—	—	—
8. Dato' Khalid bin Mohamad Jiwa	Malaysian	—	—	—	—	—
9. En. Abdullah bin A. Rasol	Malaysian	—	—	—	—	—

* Kurang daripada 0.01% / *Less than 0.01%*

SENARAI 30 PEMEGANG SAHAM TERBESAR PADA 30 APRIL 2002
LIST OF 30 LARGEST SHAREHOLDERS AS AT 30 APRIL 2002

Bil. Nama <i>No. Name</i>	Bil. Saham <i>No. Of Shares</i>	%
1. Perbadanan Kemajuan Negeri Pahang	74,777,000	41.54
2. Cartaban Nominees (Tempatan) Sdn. Bhd.	25,818,650	14.34
3. Ciri Ehsan Sdn. Bhd.	18,100,000	10.06
4. Amanah Raya Nominees (Tempatan) Sdn. Bhd.	5,000,000	2.78
5. Kuala Lumpur City Nominees (Tempatan) Sdn. Bhd.	4,325,000	2.40
6. Mayban Nominees (Tempatan) Sdn. Bhd.	3,480,000	1.93
7. RHB Capital Nominees (Tempatan) Sdn. Bhd.	1,765,000	0.98
8. TA Nominees (Tempatan) Sdn. Bhd.	891,000	0.50
9. Mayfin Nominees (Tempatan) Sdn. Bhd.	792,000	0.44
10. Mayban Securities Nominees (Tempatan) Sdn. Bhd.	772,000	0.43
11. Citicorp Nominees (Tempatan) Sdn. Bhd.	659,000	0.37
12. Rozlan bin Ab Rahman	600,000	0.33
13. Poo Choo @ Ong Poo Choi	576,000	0.32
14. Lembaga Tabung Haji	500,000	0.28
15. Ciptaan Meriang Sdn. Bhd.	471,000	0.26
16. Tan Kak Chok	415,000	0.23
17. Botly Nominees (Tempatan) Sdn. Bhd.	358,000	0.20
18. Yayasan Sarawak	300,000	0.17
19. Yayasan Selangor	300,000	0.17
20. Lembaga Pemegang-Pemegang Amanah Yayasan Negeri Sembilan	300,000	0.17
21. Chuah Chew Hing	296,000	0.16
22. Ng Cheek What	288,000	0.16
23. Tay Suat Yong	288,000	0.16
24. HDM Nominees (Tempatan) Sdn. Bhd.	268,000	0.15
25. Public Nominees (Tempatan) Sdn. Bhd.	259,000	0.14
26. Sandar Bina Sdn. Berhad	230,000	0.13
27. Amsteel Equity Nominees (Tempatan) Sdn. Bhd.	216,000	0.12
28. Yap Keng Lee	215,000	0.12
29. Alliancegroup Nominess (Tempatan) Sdn. Bhd.	214,000	0.12
30. AMSEC Nominees (Tempatan) Sdn. Bhd.	212,000	0.12
Jumlah / Total	142,685,650	79.28

Pegangan Hartanah pada 31 Disember 2001

List of Properties as at 31 December 2001

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
KUANTAN						
1. Kompleks Teruntum Lot 2.15 Lot 2.16 Lot 3.13 – 3.15 Lot G-20 19 th floor PN 398 Lot 146 Sek.18 (Master title) Bandar Kuantan, Daerah Kuantan	Pegang pajak (99 tahun) <i>Leasehold (99 years)</i>	Bangunan Komersil <i>Commercial Building</i>	17 tahun/years 17 tahun/years 17 tahun/years 17 tahun/years 17 tahun/years	0.01 0.01 0.14 0.02 0.20		1,743,443
2. HS(M) 26538/PT.29080 Mukim Kuala Kuantan, Daerah Kuantan (Medan Jaja – BIM)	Pegang pajak (99 tahun) Tamat 27.09.2091 <i>Leasehold (99 years) Expiring 27.09.2091</i>	Tanah Kosong/ Komersil <i>Vacant Land/ Commercial</i>	—	—	0.31	
3. HS(D) 15538/PT.992 Mukim Ulu Kuantan, Daerah Kuantan	Pegang pajak (99 tahun) Tamat 03.06.2095 <i>Leasehold (99 years) Expiring 03.06.2095</i>	Tanah Kosong/ Bangunan/Kediaman <i>Vacant Land/ Building/Residential</i>	—	—	49.42	375,970
4. Mahkota Square PN 1872 Lot 40 Sek. 5 Bandar Kuantan, Daerah Kuantan	Pegang pajak (99 tahun) Tamat 31.03.2081 <i>Leasehold (99 years) Expiring 31.03.2081</i>	Tanah Kosong/ Bangunan <i>Vacant Land/ Building</i>	—	—	1.04	1,054,318
5. Kuantan Waterfront HS(D) 313/PT.4332 (Medan Pelancang) Bandar Kuantan, Daerah Kuantan	Pegang pajak (99 tahun) Tamat 23.04.2072 <i>Leasehold (99 years) Expiring 23.04.2072</i>	Lot Kedai Komersil <i>Commercial Shop Lot</i>	25 tahun/years	1.68	2.40	886,520

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
6. Lot Kedai Jaya Gading (11 Lots)						
HS(D) 31842 PT.35751	Pegang pajak (99 tahun)	Tanah Kosong/	—	111.00 mp.	0.31	102,027
HS(D) 31843 PT.35752	Tamat 19.12.2093	Komersil		111.00 mp.		
HS(D) 31844 PT.35753	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		111.00 mp.		
HS(D) 31845 PT.35754	<i>Expiring 19.12.2093</i>	<i>Commercial</i>		111.00 mp.		
HS(D) 31846 PT.35755				111.00 mp.		
HS(D) 31847 PT.35756				111.00 mp.		
HS(D) 31848 PT.35757				111.00 mp.		
HS(D) 31849 PT.35758				111.00 mp.		
HS(D) 31850 PT.35759				111.00 mp.		
HS(D) 31851 PT.35760				111.00 mp.		
HS(D) 31852 PT.35761				157.00 mp.		
Mukim Kuala Kuantan, Daerah Kuantan						
7. Bengkal Jaya Gading (24 Lots)						
HS (D) 7677 PT.15310	Pegang pajak (99 tahun)	Tanah Kosong/	—	387.22 mp.	1.06	259,160
HS(D) 7678 PT.15311	Tamat 16.01.2085	Industri		148.64 mp.		
HS(D) 7679 PT.15312	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		148.64 mp.		
HS(D) 7680 PT.15313	<i>Expiring 16.01.2085</i>	<i>Industries</i>		148.64 mp.		
HS(D) 7681 PT.15314				148.64 mp.		
HS(D) 7682 PT.15315				148.64 mp.		
HS(D) 7683 PT.15316				148.64 mp.		
HS(D) 7684 PT.15317				148.64 mp.		
HS(D) 7685 PT.15318				148.64 mp.		
HS(D) 7686 PT.15319				148.64 mp.		
HS(D) 7687 PT.15320				148.64 mp.		
HS(D) 7688 PT.15321				148.64 mp.		
HS(D) 7689 PT.15322				372.33 mp.		
HS(D) 7690 PT.15323				148.64 mp.		
HS(D) 7691 PT.15324				148.64 mp.		
HS(D) 7692 PT.15325				148.64 mp.		
HS(D) 7693 PT.15326				148.64 mp.		
HS(D) 7694 PT.15327				148.64 mp.		
HS(D) 7695 PT.15328				148.64 mp.		
HS(D) 7696 PT.15329				148.64 mp.		
HS(D) 7697 PT.15330				148.64 mp.		
HS(D) 7698 PT.15331				148.64 mp.		
HS(D) 7699 PT.15332				148.64 mp.		
HS(D) 7700 PT.15333				390.30 mp.		
Mukim Kuala Kuantan, Daerah Kuantan						

Pegangan Hartanah pada 31 Disember 2001

List of Properties as at 31 December 2001

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
						31.12.2001 <i>(RM)</i>
8. Bandar Baru Gebeng (Balok Perdana) HS(D) 20037/PT.7998 HS(D) 20038/PT.7999 HS(D) 20039/PT.8000 Mukim Sg. Karang, Daerah Kuantan	Pegang pajak (99 tahun) Tamat 16.01.2099 <i>Leasehold (99 years) Expiring 16.01.2099</i>	Tanah Kosong/ Bangunan/Kediaman <i>Vacant Land/ Building/Residential</i>	—	—	262.12 14.64 39.03	5,651,736
9. Pemb. Chendor (Chendor Perdana) HS(D) 20789 PT.8419 Mukim Sg. Karang, Daerah Kuantan (Tanah ganti CT 2966 & 3296) (92.85 ek)	Pegang pajak (99 tahun) Tamat 16.01.2099 <i>Leasehold (99 years) Expiring 30.09.2100</i>	Tanah Kosong/ Bangunan/Kediaman <i>Vacant Land/ Building/Residential</i>	—	—	197.31	3,313,536
10. Pemb.Transit Quarters HS(D) 19022/PT.57349 HS(D) 19049/PT.57721 HS(D) 19051/PT.57723 Bandar Kuantan, Daerah Kuantan (Master Title : PN 2536 Lot 328)	Pegang pajak (99 tahun) Tamat 02.09.2093 <i>Leasehold (99 years) Expiring 02.09.2093</i>	Tanah Kosong/ Bangunan/Bangunan Kediaman/Kediaman Pertanian <i>Vacant Land/ Building/Residential Building/Residential Agriculture</i>	—	—	0.96 2.22 38.65	1,217,781
11. Perumahan Astana Golf Resort HS(M) 28442/PT.30463 HS(M) 28444/PT.30465 HS(M) 28451/PT.30472 HS(M) 28452/PT.30473 HS(M) 28453/PT.30474 HS(M) 28461/PT.30482 HS(M) 28462/PT.30483 HS(M) 28464/PT.30485 HS(M) 28469/PT.30490 HS(M) 28478/PT.30499 HS(M) 28481/PT.30502 HS(M) 28484/PT.30505 HS(M) 28488/PT.30509 HS(M) 28489/PT.30510 HS(M) 28493/PT.30514 HS(M) 28494/PT.30515 HS(M) 28500/PT.30521 HS(M) 28503/PT.30524 HS(M) 28528/PT.30549	Pegang pajak (99 tahun) Tamat 22.05.2092 <i>Leasehold (99 years) Expiring 22.05.2092</i>	Tanah Kosong/ Kediaman <i>Vacant Land/ Residential</i>	—	1242.70 mp. 1101.20 mp. 1353.50 mp. 1088.30 mp. 975.20 mp. 970.60 mp. 1275.00 mp. 1411.60 mp. 1093.50 mp. 1301.10 mp. 1002.00 mp. 1036.90 mp. 1077.30 mp. 1157.60 mp. 1025.50 mp. 1014.50 mp. 932.80 mp. 1139.40 mp. 1039.60 mp.	25.50	

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
11. Perumahan Astana Golf Resort (samb.)						
HS(M) 28531/PT.30552	Pegang pajak (99 tahun)	Tanah Kosong/	—	1229.50 mp.		
HS(M) 28550/PT.30571	Tamat 22.05.2092	Kediaman		1121.30 mp.		
HS(M) 28558/PT.30579	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		772.90 mp.		
HS(M) 28560/PT.30581	<i>Expiring 22.05.2092</i>	<i>Residential</i>		882.90 mp.		
HS(M) 28561/PT.30582				1011.80 mp.		
HS(M) 28565/PT.30586				910.30 mp.		
HS(M) 28566/PT.30587				1226.00 mp.		
HS(M) 28567/PT.30588				1067.60 mp.		
HS(M) 28568/PT.30589				1040.70 mp.		
HS(M) 28569/PT.30590				947.20 mp.		
HS(M) 28570/PT.30591				1082.70 mp.		
HS(M) 28571/PT.30592				1115.40 mp.		
HS(M) 28572/PT.30593				955.70 mp.		
HS(M) 28573/PT.30594				1136.10 mp.		
HS(M) 28574/PT.30595				1216.40 mp.		
HS(M) 28577/PT.30598				1093.70 mp.		
HS(M) 28579/PT.30600				1087.60 mp.		
HS(M) 28580/PT.30601				1204.10 mp.		
HS(M) 28583/PT.30604				1136.40 mp.		
HS(M) 28680/PT.30701				1458.10 mp.		
HS(M) 28313/PT.30334				1110.60 mp.		
HS(M) 28314/PT.30335				803.70 mp.		
HS(M) 28315/PT.30336				804.90 mp.		
HS(M) 28316/PT.30337				850.60 mp.		
HS(M) 28317/PT.30338				802.30 mp.		
HS(M) 28318/PT.30339				802.30 mp.		
HS(M) 28319/PT.30340				885.50 mp.		
HS(M) 28320/PT.30341				811.10 mp.		
HS(M) 28321/PT.30342				811.10 mp.		
HS(M) 28322/PT.30343				1180.00 mp.		
HS(M) 28323/PT.30344				1463.50 mp.		
HS(M) 28324/PT.30345				770.80 mp.		
HS(M) 28325/PT.30346				872.50 mp.		
HS(M) 28326/PT.30347				799.90 mp.		
HS(M) 28327/PT.30348				799.90 mp.		
HS(M) 28328/PT.30349				836.40 mp.		
HS(M) 28329/PT.30350				788.30 mp.		
HS(M) 28330/PT.30351				810.10 mp.		
HS(M) 28331/PT.30352				924.60 mp.		

Pegangan Hartanah pada 31 Disember 2001

List of Properties as at 31 December 2001

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan <i>Age Of Building (Years)</i>	Keluasan Kawasan <i>Built-up Areas (Acres)</i>	Kawasan Tanah <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
11. Perumahan Astana Golf Resort (samb.)						
HS(M) 28332/PT.30353	Pegang pajak (99 tahun)	Tanah Kosong/	—	1356.40 mp.		
HS(M) 28333/PT.30354	Tamat 22.05.2092	Kediaman		800.00 mp.		
HS(M) 28334/PT.30355	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		800.00 mp.		
HS(M) 28335/PT.30356	<i>Expiring 22.05.2092</i>	<i>Residential</i>		800.00 mp.		
HS(M) 28336/PT.30357				800.00 mp.		
HS(M) 28337/PT.30358				800.70 mp.		
HS(M) 28338/PT.30359				1269.00 mp.		
HS(M) 28339/PT.30360				1006.00 mp.		
HS(M) 28340/PT.30361				801.00 mp.		
HS(M) 28341/PT.30362				800.00 mp.		
HS(M) 28342/PT.30363				800.00 mp.		
HS(M) 28343/PT.30364				800.00 mp.		
HS(M) 28344/PT.30365				800.00 mp.		
HS(M) 28345/PT.30366				1479.90 mp.		
HS(M) 28346/PT.30367				928.20 mp.		
HS(M) 28347/PT.30368				807.20 mp.		
HS(M) 28348/PT.30369				800.90 mp.		
HS(M) 28349/PT.30370				802.40 mp.		
HS(M) 28350/PT.30371				1022.70 mp.		
HS(M) 28351/PT.30372				1037.80 mp.		
HS(M) 28352/PT.30373				1127.00 mp.		
HS(M) 28353/PT.30374				949.70 mp.		
HS(M) 28354/PT.30375				857.40 mp.		
HS(M) 28355/PT.30376				1053.30 mp.		
HS(M) 28356/PT.30377				1068.10 mp.		
HS(M) 28369/PT.30390				1215.80 mp.		
HS(M) 28370/PT.30391				1146.80 mp.		
HS(M) 28371/PT.30392				1275.60 mp.		
HS(M) 28388/PT.30409				1077.30 mp.		
HS(M) 28415/PT.30436				1125.20 mp.		
HS(M) 28421/PT.30442				1000.00 mp.		
HS(M) 28422/PT.30443				1114.60 mp.		
HS(M) 28424/PT.30445				1095.70 mp.		
HS(M) 28425/PT.30446				1125.10 mp.		
HS(M) 28426/PT.30447				1283.60 mp.		
HS(M) 28428/PT.30449				1098.00 mp.		

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>(RM) Net Book Value @ 31.12.2001 (RM)</i>
11. Perumahan Astana Golf Resort (samb.)						
HS(M) 28431/PT.30452	Pegang pajak (99 tahun)	Tanah Kosong/	—	898.00 mp.		
HS(M) 28432/PT.30453	Tamat 22.05.2092	Kediaman		915.40 mp.		
HS(M) 28434/PT.30455	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		1299.90 mp.		
HS(M) 28435/PT.30456	<i>Expiring 22.05.2092</i>	<i>Residential</i>		1045.40 mp.		
HS(M) 28436/PT.30457				1004.20 mp.		
HS(M) 28437/PT.30458				997.90 mp.		
HS(M) 28441/PT.30462				1046.20 mp.		
HS(M) 28692/PT.30731		Commercial (Hotel)			4.93	
HS(M) 28693/PT.30733		Maintenance Centre			2.51	
(Title not issue yet)		Com. (Theme Park)			60.25	
Mukim Kuala Kuantan, Daerah Kuantan						
12. Perumahan Mahkota Idaman (Sektor III)	Pegang pajak (99 tahun)	Tanah Kosong/	—			14,680,000
HS(M) 44382/PT.55550	Tamat 22.05.2097	Komersil		165.00 mp.	1.41	
HS(M) 44383/PT.55551	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		143.00 mp.		
HS(M) 44384/PT.55552	<i>Expiring 22.05.2097</i>	<i>Commercial</i>		143.00 mp.		
HS(M) 44385/PT.55553				143.00 mp.		
HS(M) 44386/PT.55554				143.00 mp.		
HS(M) 44387/PT.55555				143.00 mp.		
HS(M) 44388/PT.55556				143.00 mp.		
HS(M) 44389/PT.55557				233.00 mp.		
HS(M) 44390/PT.55558				285.00 mp.		
HS(M) 44391/PT.55559				143.00 mp.		
HS(M) 44392/PT.55560				143.00 mp.		
HS(M) 44393/PT.55561				285.00 mp.		
HS(M) 44394/PT.55562				233.00 mp.		
HS(M) 44395/PT.55563				143.00 mp.		
HS(M) 44396/PT.55564				143.00 mp.		
HS(M) 44397/PT.55565				143.00 mp.		
HS(M) 44398/PT.55566				143.00 mp.		
HS(M) 44399/PT.55567				143.00 mp.		
HS(M) 44400/PT.55568				143.00 mp.		
HS(M) 44401/PT.55569				143.00 mp.		
HS(M) 44402/PT.55570				143.00 mp.		
HS(M) 44403/PT.55571				165.00 mp.		
HS(M) 44404/PT.55572				165.00 mp.		
HS(M) 44405/PT.55573				143.00 mp.		

Pegangan Hartanah pada 31 Disember 2001

List of Properties as at 31 December 2001

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 (RM) <i>Net Book Value @ 31.12.2001 (RM)</i>
12. Perumahan Mahkota Idaman (Sektor III) (samb.)	Pegang pajak (99 tahun)	Tanah Kosong/	—			14,680,000
HS(M) 44406/PT.55574	Tamat 22.05.2097	Komersil		143.00 mp.		
HS(M) 44407/PT.55575	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		143.00 mp.		
HS(M) 44408/PT.55576	<i>Expiring 22.05.2097</i>	<i>Commercial</i>		143.00 mp.		
HS(M) 44409/PT.55577				143.00 mp.		
HS(M) 44415/PT.55583				143.00 mp.		
HS(M) 44416/PT.55584				143.00 mp.		
HS(M) 44417/PT.55585				143.00 mp.		
HS(M) 44418/PT.55586				143.00 mp.		
HS(M) 44419/PT.55587				143.00 mp.		
HS(M) 44420/PT.55588				143.00 mp.		
HS(M) 44421/PT.55589				143.00 mp.		
HS(M) 44422/PT.55590				165.00 mp.		
Mukim Kuala Kuantan, Daerah Kuantan						
13. Perumahan Mahkota Perdana I & II (Sektor III)	Pegang pajak (99 tahun)	Tanah Kosong/	—			
HS(M) 49927/PT.65105	Tamat 08.11.2100	Kediaman		195.00 mp.	1.67	
HS(M) 49928/PT.65106	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		134.00 mp.		
HS(M) 49929/PT.65107	<i>Expiring 08.11.2100</i>	<i>Residential</i>		134.00 mp.		
HS(M) 49930/PT.65108				134.00 mp.		
HS(M) 49931/PT.65109				134.00 mp.		
HS(M) 49932/PT.65110				134.00 mp.		
HS(M) 49933/PT.65111				134.00 mp.		
HS(M) 49934/PT.65112				134.00 mp.		
HS(M) 49935/PT.65113				134.00 mp.		
HS(M) 49936/PT.65114				134.00 mp.		
HS(M) 49937/PT.65115				134.00 mp.		
HS(M) 49938/PT.65116				134.00 mp.		
HS(M) 49939/PT.65117				134.00 mp.		
HS(M) 49941/PT.65119				285.00 mp.		
HS(M) 49943/PT.65121				134.00 mp.		
HS(M) 49944/PT.65122				134.00 mp.		
HS(M) 49945/PT.65123				134.00 mp.		
HS(M) 49946/PT.65124				134.00 mp.		
HS(M) 49947/PT.65125				134.00 mp.		
HS(M) 49948/PT.65126				134.00 mp.		
HS(M) 49949/PT.65127				134.00 mp.		
HS(M) 49950/PT.65128				134.00 mp.		

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
13. Perumahan Mahkota Perdana I & II (Sektor III) (samb.) HS(M) 49951/PT.65129 HS(M) 49986/PT.65164 HS(M) 49987/PT.65165 HS(M) 49988/PT.65166 HS(M) 49989/PT.65167 HS(M) 49990/PT.65168 HS(M) 49991/PT.65169 HS(M) 49992/PT.65170 HS(M) 49993/PT.65171 HS(M) 49994/PT.65172 HS(M) 49996/PT.65174 HS(M) 49998/PT.65176 HS(M) 49999/PT.65177 HS(M) 50000/PT.65178 HS(M) 50001/PT.65179 HS(M) 50002/PT.65180 HS(M) 50003/PT.65181 HS(M) 50004/PT.65182 HS(M) 50005/PT.65183 HS(M) 50006/PT.65184 HS(M) 50007/PT.65185 HS(M) 50008/PT.65186 HS(M) 50135/PT.65313 HS(M) 50153/PT.65331 HS(M) 50154/PT.65332 Mukim Kuala Kuantan Daerah Kuantan	Pegang pajak (99 tahun) Tamat 08.11.2100 <i>Leasehold (99 years) Expiring 08.11.2100</i>	Tanah Kosong/ Kediaman <i>Vacant Land/ Residential</i>	—			
14. Perumahan Mahkota Perdana III (Sektor III) Mukim Kuala Kuantan, Daerah Kuantan (PTK 3/3/23848)	Pegang pajak (99 tahun) Tamat <i>Leasehold (99 years) Expiring</i>	Tanah Kosong/ Kediaman <i>Vacant Land/ Residential</i>			12.48	
15. Kompleks Teruntum Lot 2.20–2.23 PN. 398 Lot 146 Sek.18 (Master title) Bandar Kuantan	Pegang pajak (99 tahun) Tamat 08.06.2075 <i>Leasehold (99 years) Expiring 08.06.2075</i>	22 Tingkat Bangunan Komersil <i>22-Storey Commercial Building</i>	17 tahun/ <i>years</i>	0.03	0.03	220,030.00

Pegangan Hartanah pada 31 Disember 2001

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Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @
						31.12.2001 (RM) <i>Net Book Value @ 31.12.2001 (RM)</i>
16. Pejabat Sri Buana HS(D) 4322/PT. Mukim Kuala Kuantan, Daerah Kuantan	Pegang pajak (99 tahun) Tamat 11.2.2080 <i>Leasehold (99 years) Expiring 11.2.2080</i>	2 Tingkat Bangunan Komersil <i>Double-Storey Commercial Building</i>	11 tahun/ <i>years</i>	0.04	0.04	125,123.00
17. HS(D) 7841/PT.18295 Mukim Kuala Kuantan Daerah Kuantan	Pegang pajak (21 tahun) Tamat 10.05.2009 <i>Leasehold (21 years) Expiring 10.05.2009</i>	Tanah Kosong Industri (Kuari) <i>Vacant Land Industry (Quarry)</i>	—	—	22.47	632,334.00
18. HS(D) 20787/PT.64637 Mukim Kuala Kuantan Daerah Kuantan	Pegang pajak (10 tahun) Tamat 08.08.2011 <i>Leasehold (10 years) Expiring 08.08.2011</i>	Tanah Kosong Industri (Kuari) <i>Vacant Land Industry (Quarry)</i>	—	—	45.00	1,147,322.00
19. PN. 472/Lot 27892 Mukim Kuala Kuantan Daerah Kuantan	Pegang pajak (60 tahun) Tamat 10.05.2046 <i>Leasehold (60 years) Expiring 10.05.2046</i>	Industri Kilang Batu-Bata <i>Industry Brick Factory</i>	10 tahun/ <i>years</i>	1.26	20.10	500,000.00
20. HS(D) 10793/PT.29819 (PN4075/Lot 9) Mukim Kuala Kuantan, Daerah Kuantan	Pegang pajak (99 tahun) Tamat 12.12.2092 <i>Leasehold (99 years) Expiring 12.12.2092</i>	Tanah Kosong Bangunan/Komersil <i>Vacant Land Building/Commercial</i>	6 tahun/ <i>years</i>		13.21	
21. Tapak Perumahan di BIM Sektor IV Mukim Kuala Kuantan, Daerah Kuantan	Pegang pajak (99 tahun) Tamat <i>Leasehold (99 years) Expiring</i>	Tanah Kosong Bangunan/Kediaman <i>Vacant Land Building/Residential</i>			21.65	
PEKAN						
22. HS(D) 3367/PT.3756 Mukim Bebar, Daerah Pekan	Pegang pajak (60 tahun) Tamat 05.01.2057 <i>Leasehold (60 years) Expiring 05.01.2057</i>	Tanah Kosong/ Bangunan (tapak & perkhidmatan) <i>Vacant Land/ Building (site & services)</i>	—	—	31.72	98,513

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001</i>
						(RM) <i>(RM)</i>
23. Perkedai Bandar Baru Peramu (9 lots) HS(M) 3733/PT.6738 HS(M) 3735/PT.6740 HS(M) 3736/PT.6741 HS(M) 3737/PT.6742 HS(M) 3738/PT.6743 HS(M) 3739/PT.6744 HS(M) 3740/PT.6755 HS(M) 3741/PT.6756 HS(M) 3742/PT.6757 Mukim Pekan, Daerah Pekan	Pegang pajak (99 tahun) Tamat 11.04.2093 <i>Leasehold (99 years) Expiring 11.04.2093</i>	Bangunan Komersil <i>Commercial buildings</i>	3 tahun/ <i>years</i>		0.30	254,551
				130.00 mp. 130.00 mp. 130.00 mp. 130.00 mp. 130.00 mp. 130.00 mp. 130.00 mp. 130.00 mp. 185.00 mp.		
24. Pusat Komersil Peramu PN 2554 Lot 5195 Mukim Pekan, Daerah Pekan	Pegang pajak (99 tahun) Tamat 28.09.2093 <i>Leasehold (99 years) Expiring 28.09.2093</i>	Tanah Kosong/ Komersil <i>Vacant Land/ Commercial</i>	—	—	10.15	225,353
ROMPIN						
25. Taman Kg. Sembayan HS(D) 3329/PT.2545 HS(D) 3330/PT.2546 Mukim Rompin, Daerah Rompin	Pegang pajak (99 tahun) Tamat 15.01.2094 <i>Leasehold (99 years) Expiring 15.01.2094</i>	Tanah Kosong/ Pertanian <i>Vacant Land/ Agriculture</i>	—	—	391.36 468.93	67,745
26. Perumahan Pontian Permai GM 559, Lot 2201 Mukim Pontian, Daerah Rompin	Pegang bebas <i>Freehold</i>	Tanah Kosong/ Pertanian <i>Vacant Land/ Agriculture</i>	—	—	9.05	97,932

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27. Perkeadaan Bandar Baru Rompin (9 lots)						
HS(D)1423/PT.2078 (PN 4043)	Pegang pajak (99 tahun)	Tanah Kosong/	—	193.00 mp.	0.28	39,258
HS(D)1424/PT.2079 (PN 4044)	Tamat 28.05.2058	Komersil		111.00 mp.		
HS(D)1425/PT.2080 (PN 4045)	<i>Leasehold (99 years)</i>	<i>Vacant land/</i>		111.00 mp.		
HS(D)1426/PT.2081 (PN 4046)	<i>Expiring 28.05.2058</i>	<i>Commercial</i>		111.00 mp.		
HS(D)1427/PT.2082 (PN 4047)				111.00 mp.		
HS(D)1428/PT.2083 (PN 4048)				111.00 mp.		
HS(D)1429/PT.2082 (PN 4049)				111.00 mp.		
HS(D)1430/PT.2083 (PN 4050)				111.00 mp.		
HS(D)1431/PT.2084 (PN 4051)				178.00 mp.		
Mukim Rompin, Daerah Rompin						
MARAN						
28. Kuari Kg. Kuala Sentul	Pegang pajak (21 tahun)	Tanah Kosong/	—	—	17.17	35,228
HS(D) 605/PT.8139	Tamat 14.08.2015	Industri (Kuari)				
Mukim Chenor, Daerah Maran	<i>Leasehold (21 years)</i>	<i>Vacant land/</i>				
	<i>Expiring 14.08.2015</i>	<i>Industries (Quarry)</i>				
TEMERLUH						
29. Pusat Komersil Temerluh (7 lots)	Pegang pajak (99 tahun)	Bangunan Komersil	—		0.30	450,662
HS(D) 15379 PT.8124	Tamat 01.04.2095	<i>Commercial Building</i>		201.00 mp.		
HS(D) 15380 PT.8125	<i>Leasehold (99 years)</i>			130.00 mp.		
HS(D) 15385 PT.8130	<i>Expiring 01.04.2095</i>			178.00 mp.		
HS(D) 15386 PT.8131				178.00 mp.		
HS(D) 15397 PT.8142				201.00 mp.		
HS(D) 15465 PT.8384				178.00 mp.		
HS(D) 15466 PT.8385				130.00 mp.		
Mukim Perak, Daerah Temerluh						
30. Geran 3617/Lot 3770	Pegang bebas	Tanah Kosong	—	—	116.83	2,340,000.00
Mukim Mentakab, Daerah Temerluh	<i>Freehold</i>	Industri/Komersil				
		<i>Vacant Land</i>				
		<i>Industry/Commercial</i>				
31. Geran 3618/Lot 3771	Pegang bebas	Tanah Kosong	—	—	32.79	645,039.00
Mukim Mentakab, Daerah Temerluh	<i>Freehold</i>	Industri/Komersil				
		<i>Vacant Land</i>				
		<i>Industry/Commercial</i>				

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>(RM)</i>
						<i>Net Book Value @ 31.12.2001 (RM)</i>
32. CT 3479 Lot 1207 CT 1546 Lot 1131 CT 1169 Lot 1129 Mukim Mentakab, Daerah Temerloh	Pegang bebas <i>Freehold</i>	Tanah Kosong Bangunan/Kediaman <i>Vacant Land Building/Residential</i>	—	—	25.53 30.38 10.34	1,446,275.00 1,620,506.00 517,367.00
BENTUNG						
33. Pejabat PASDEC Bentung HS(D) 8360/PT.7136 Mukim Bentung, Daerah Bentung	Pegang pajak (99 tahun) Tamat 22.08.2089 <i>Leasehold (99 years) Expiring 22.08.2089</i>	Bangunan Komersil <i>Commercial Building</i>	16 tahun/ <i>years</i>	0.03	0.03	328,223
34. Tapak setor MDB HS(D) 12962/PT.15925 HS(D) 12963/PT.15926 Bandar Bentong, Daerah Bentung	Pegang pajak (99 tahun) Tamat 23.01.2099 <i>Leasehold (99 years) Expiring 23.01.2099</i>	Tanah Kosong/ Bangunan/Komersil <i>Vacant Land/ Building/Commercial</i>	—	—	0.15 0.23	333,800
35. Pusat Komersil Sri Ketari HS(D) 9961/PT.13795 Bandar Bentong, Daerah Bentung	Pegang pajak (99 tahun) Tamat 02.01.2096 <i>Leasehold (99 years) Expiring 02.01.2096</i>	Bangunan/Komersil <i>Building/Commercial</i>	—	—	0.76	434,461
RAUB						
36. Dynabumi Link JV (Raub Perdana) HS(D) 7725/PT.19143 Mukim Gali, Daerah Raub	Pegang pajak (99 tahun) Tamat 02.01.2100 <i>Leasehold (99 years) Expiring 02.01.2100</i>	Tanah Kosong/ Bangunan/Kediaman <i>Vacant Land/ Building/Residential</i>	—	—	72.92	408,383

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						6.75
37. Cheroh Perdana (Cheroh Maju 3)	Pegang pajak (99 tahun)	Tanah Kosong/ Kediaman	—		6.75	588,746
HS(D) 3007/PT.9318	Tamat 19.04.2086			250.93 mp.		
HS(D) 3008/PT.9319	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		295.62 mp.		
HS(D) 3009/PT.9320	<i>Expiring 19.04.2086</i>	<i>Residential</i>		302.02 mp.		
HS(D) 3010/PT.9321				302.02 mp.		
HS(D) 3011/PT.9322				297.66 mp.		
HS(D) 3012/PT.9342				227.61 mp.		
HS(D) 3013/PT.9393				336.22 mp.		
HS(D) 3014/PT.9391				242.94 mp.		
HS(D) 3015/PT.9390				250.84 mp.		
HS(D) 3016/PT.9388				243.87 mp.		
HS(D) 3017/PT.9387				243.87 mp.		
HS(D) 3018/PT.9386				243.87 mp.		
HS(D) 3019/PT.9385				243.87 mp.		
HS(D) 3020/PT.9384				243.87 mp.		
HS(D) 3021/PT.9383				243.87 mp.		
HS(D) 3022/PT.9382				243.87 mp.		
HS(D) 3023/PT.9381				243.87 mp.		
HS(D) 3024/PT.9380				243.87 mp.		
HS(D) 3025/PT.9379				243.87 mp.		
HS(D) 3026/PT.9358				421.13 mp.		
HS(D) 3027/PT.9357				227.61 mp.		
HS(D) 3028/PT.9356				407.75 mp.		
HS(D) 3029/PT.9355				227.61 mp.		
HS(D) 3030/PT.9354				227.61 mp.		
HS(D) 3031/PT.9353				227.61 mp.		
HS(D) 3032/PT.9352				227.61 mp.		
HS(D) 3033/PT.9351				227.61 mp.		
HS(D) 3034/PT.9350				227.61 mp.		
HS(D) 3035/PT.9349				227.61 mp.		
HS(D) 3036/PT.9348				227.61 mp.		
HS(D) 3037/PT.9347				310.30 mp.		
HS(D) 3038/PT.9346				227.61 mp.		
HS(D) 3039/PT.9345				227.61 mp.		
HS(D) 3040/PT.9344				227.61 mp.		
HS(D) 3041/PT.9343				227.61 mp.		
HS(D) 3042/PT.9394				418.71 mp.		
HS(D) 3043/PT.9395				487.09 mp.		
HS(D) 3044/PT.9396				335.47 mp.		
HS(D) 3045/PT.9397				319.03 mp.		

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan <i>Age Of Building (Years)</i>	Keluasan Kawasan <i>Built-up Areas (Acres)</i>	Kawasan Tanah <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
						6.75
37. Cheroh Perdana (Cheroh Maju 3) (samb.)	Pegang pajak (99 tahun)	Tanah Kosong/	—		6.75	588,746
HS(D) 3046/PT.9398	Tamat 19.04.2086	Kediaman		290.79 mp.		
HS(D) 3047/PT.9399	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		274.53 mp.		
HS(D) 3048/PT.9400	<i>Expiring 19.04.2086</i>	<i>Residential</i>		266.45 mp.		
HS(D) 3049/PT.9401				266.45 mp.		
HS(D) 3050/PT.9402				266.45 mp.		
HS(D) 3051/PT.9403				266.45 mp.		
HS(D) 3052/PT.9404				266.45 mp.		
HS(D) 3053/PT.9405				272.30 mp.		
HS(D) 3054/PT.9406				389.36 mp.		
HS(D) 3055/PT.9407				369.66 mp.		
HS(D) 3056/PT.9408				227.61 mp.		
HS(D) 3057/PT.9409				227.61 mp.		
HS(D) 3058/PT.9410				314.76 mp.		
HS(D) 3059/PT.9411				387.03 mp.		
HS(D) 3060/PT.9412				357.86 mp.		
HS(D) 3061/PT.9413				323.12 mp.		
HS(D) 3062/PT.9414				395.02 mp.		
HS(D) 3126/PT.9511				550.91 mp.		
HS(D) 3127/PT.9389				420.01 mp.		
HS(D) 3128/PT.9392				422.15 mp.		
HS(D) 3129/PT.9415				480.70 mp.		
HS(D) 3130/PT.9420				424.66 mp.		
HS(D) 3131/PT.9435				384.06 mp.		
HS(D) 3135/PT.9359				313.73 mp.		
HS(D) 3136/PT.9360				143.07 mp.		
HS(D) 3137/PT.9361				143.07 mp.		
HS(D) 3138/PT.9362				143.07 mp.		
HS(D) 3139/PT.9363				143.07 mp.		
HS(D) 3140/PT.9364				143.07 mp.		
HS(D) 3141/PT.9365				143.07 mp.		
HS(D) 3142/PT.9366				143.07 mp.		
HS(D) 3143/PT.9367				143.07 mp.		
HS(D) 3144/PT.9368				143.07 mp.		
HS(D) 3145/PT.9369				143.07 mp.		
HS(D) 3146/PT.9370				143.07 mp.		
HS(D) 3147/PT.9371				143.07 mp.		
HS(D) 3148/PT.9372				143.07 mp.		
HS(D) 3149/PT.9373				143.07 mp.		
HS(D) 3150/PT.9374				143.07 mp.		

Pegangan Hartanah pada 31 Disember 2001

List of Properties as at 31 December 2001

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
						31.12.2001 <i>(RM)</i>
37. Cheroh Perdana (Cheroh Maju 3) (samb.) HS(D) 3151/PT.9375 HS(D) 3152/PT.9376 HS(D) 3153/PT.9377 HS(D) 3154/PT.9378 HS(D) 3199/PT.9533 HS(D) 3200/PT.9323 HS(D) 3201/PT.9324 HS(D) 3202/PT.9325 HS(D) 3203/PT.9326 HS(D) 3204/PT.9327 HS(D) 3205/PT.9328 HS(D) 3206/PT.9329 HS(D) 3207/PT.9330 HS(D) 3208/PT.9331 HS(D) 3209/PT.9332 HS(D) 3210/PT.9333 HS(D) 3211/PT.9334 HS(D) 3212/PT.9335 HS(D) 3213/PT.9336 HS(D) 3214/PT.9337 HS(D) 3215/PT.9338 HS(D) 3216/PT.9339 HS(D) 3217/PT.9340 HS(D) 3218/PT.9341 Mukim Gali, Daerah Raub	Pegang pajak (99 tahun) Tamat 19.04.2086 <i>Leasehold (99 years) Expiring 19.04.2086</i>	Tanah Kosong/ Kediaman <i>Vacant land/ Residential</i>	—	—	6.75	588,746
38. Tanah Kuari Kg. Besu (Lot 1595) HS(D) PT. Mukim Segu, Daerah Raub	Pegang pajak (21 tahun) Tamat <i>Leasehold (21 years) Expiring</i>	Tanah Kosong/ Industri (Kuari) <i>Vacant Land/ Industries (Quarry)</i>	—	—	19.94	83,964
BERA						
39. Kedai Bandar Teriang HS(D) 2836/PT.5952 HS(D) 2829/PT.5945 HS(D) 2833/PT.5949 Mukim Teriang, Daerah Bera	Pegang pajak (99 tahun) Tamat 13.01.2084 <i>Leasehold (99 years) Expiring 13.01.2084</i>	Bangunan/ Komersil <i>Building/ Commercial</i>	16 tahun/ <i>years</i>	92.90 mp. 92.90 mp. 128.90 mp.	0.08	176,209

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @
						31.12.2001 (RM) <i>Net Book Value @ 31.12.2001 (RM)</i>
CAMERON HIGHLAND						
40. Pembangunan Lembah Ruil PN 2519 Lot 353 Mukim Tanah Rata, Daerah Cameron Highland	Pegang pajak (60 tahun) Tamat 14.12.2052 <i>Leasehold (60 years) Expiring 14.12.2052</i>	Tanah Kosong/ Pertanian <i>Vacant Land/ Agriculture</i>	—	—	172.38	13,132
JERANTUT						
41. Tanah Perumahan Kuala Tembeling HS(D) 391/PT.667 HS(D) 392/PT.668 HS(D) 393/PT.669 HS(D) 394/PT.670 Mukim K. Tembeling, Daerah Jerantut	Pegang pajak (99 tahun) Tamat 11.03.2076 <i>Leasehold (99 years) Expiring 11.03.2076</i>	Tanah Kosong/ Bangunan <i>Vacant Land/ Building</i>	—	—	12.50 130.00 4.00 19.00	71,579
42. Bengkel Industri Jerantut (22 lots) HS(M) 4039/PT.6972 HS(M) 4059/PT.6971 HS(M) 4061/PT.6969 HS(M) 4062/PT.6970 HS(M) 4063/PT.6973 HS(M) 4064/PT.6974 HS(M) 4065/PT.6976 HS(M) 4066/PT.6977 HS(M) 4067/PT.6978 HS(M) 4069/PT.6980 HS(M) 4070/PT.6981 HS(M) 4071/PT.6982 HS(M) 4072/PT.6983 HS(M) 4073/PT.6984 HS(M) 4074/PT.6985 HS(M) 4075/PT.6986 HS(M) 4076/PT.6987 HS(M) 4077/PT.6988 HS(M) 4078/PT.6989 HS(M) 4079/PT.6990 HS(M) 4080/PT.6975 Mukim Pedah, Daerah Jerantut	Pegang pajak (66 tahun) Tamat 10.01.2058 <i>Leasehold (66 years) Expiring 10.01.2058</i>	Tanah Kosong/ Industri <i>Vacant Land/ Industrial</i>	3 tahun/ <i>years</i>	149.00 mp. 149.00 mp. 418.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 149.00 mp. 305.00 mp. 149.00 mp.	0.88	8,800

Pegangan Hartanah pada 31 Disember 2001

List of Properties as at 31 December 2001

Projek/Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
43. Perumahan Inderapura Fasa 5C	Pegang pajak (99 tahun)	Tanah Kosong/	—		0.46	294,123
HS(D) 1972/PT.2457	Tamat 13.03.2090	Kediaman		254.00 mp.		
HS(D) 1973/PT.2458	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		159.00 mp.		
HS(D) 1974/PT.2459	<i>Expiring 13.03.2090</i>	<i>Residential</i>		168.00 mp.		
HS(D) 1975/PT.2460				172.00 mp.		
HS(D) 1976/PT.2461				172.00 mp.		
HS(D) 1977/PT.2462				176.00 mp.		
HS(D) 1978/PT.2463				184.00 mp.		
HS(D) 1979/PT.2464				188.00 mp.		
HS(D) 1980/PT.2465				192.00 mp.		
HS(D) 1981/PT.2466				196.00 mp.		
HS(D) 1982/PT.2467				200.00 mp.	3.96	
HS(D) 1983/PT.2468				204.00 mp.		
HS(D) 1984/PT.2469				208.00 mp.		
HS(D) 1985/PT.2470				213.00 mp.		
HS(D) 1986/PT.2471				217.00 mp.		
HS(D) 1991/PT.2476				268.00 mp.		
HS(D) 1992/PT.2477				148.00 mp.		
HS(D) 1993/PT.2478				148.00 mp.		
HS(D) 1994/PT.2479				148.00 mp.		
HS(D) 1995/PT.2480				148.00 mp.		
HS(D) 1996/PT.2481				148.00 mp.		
HS(D) 1997/PT.2482				148.00 mp.		
HS(D) 1998/PT.2483				148.00 mp.		
HS(D) 1999/PT.2484				242.00 mp.		
HS(D) 2000/PT.2485				148.00 mp.		
HS(D) 2001/PT.2486				148.00 mp.		
HS(D) 2002/PT.2487				148.00 mp.		
HS(D) 2003/PT.2488				148.00 mp.		
HS(D) 2004/PT.2489				148.00 mp.		
HS(D) 2005/PT.2490				148.00 mp.		
HS(D) 2006/PT.2491				148.00 mp.		
HS(M) 6303/PT.8245	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>	Kediaman <i>Residential</i>		329.00 mp.		
HS(D) 2070/PT.2555	Tamat 13.03.2090			153.00 mp.		
HS(D) 2071/PT.2556	<i>Expiring 13.03.2090</i>			153.00 mp.		
HS(D) 2072/PT.2557				153.00 mp.		
HS(D) 2073/PT.2558				153.00 mp.		
HS(M) 6293/PT.8230	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>	Kediaman <i>Residential</i>		157.00		
HS(M) 6294/PT.8231	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>	Kediaman <i>Residential</i>		157.00		

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 <i>Net Book Value @ 31.12.2001 (RM)</i>
						294,123
43. Perumahan Inderapura Fasa 5C (samb.)	Pegang pajak (99 tahun)	Tanah Kosong/	—		0.46	294,123
HS(D) 2074/PT.2559	Tamat 13.03.2090	Kediaman		153.00 mp.		
HS(D) 2075/PT.2560	<i>Leasehold (99 years)</i>	<i>Vacant Land/</i>		153.00 mp.		
HS(D) 2076/PT.2561	<i>Expiring 13.03.2090</i>	<i>Residential</i>		153.00 mp.		
HS(D) 2077/PT.2562				153.00 mp.		
HS(D) 2102/PT.2587				153.00 mp.		
HS(D) 2103/PT.2588		<i>Residential</i>		153.00 mp.		
HS(D) 2104/PT.2589				153.00 mp.		
HS(D) 2105/PT.2590				153.00 mp.		
HS(D) 2106/PT.2591				153.00 mp.		
HS(D) 2107/PT.2592				153.00 mp.		
HS(D) 2108/PT.2593				153.00 mp.		
HS(D) 2109/PT.2594				153.00 mp.		
HS(D) 2110/PT.2595				153.00 mp.		
HS(D) 2111/PT.2596				153.00 mp.		
HS(D) 2112/PT.2597				153.00 mp.		
HS(D) 2113/PT.2598				408.00 mp.		
HS(D) 2118/PT.2603				153.00 mp.		
HS(D) 2119/PT.2604				153.00 mp.		
HS(D) 2120/PT.2605				153.00 mp.		
HS(D) 2121/PT.2606				153.00 mp.		
HS(D) 2122/PT.2607				153.00 mp.		
HS(D) 2123/PT.2608				153.00 mp.		
HS(D) 2124/PT.2609				153.00 mp.		
HS(D) 2125/PT.2610				153.00 mp.		
HS(D) 2246/PT.2782				318.00 mp.		
HS(D) 2247/PT.2783				348.00 mp.		
HS(D) 2248/PT.2784				348.00 mp.		
HS(D) 2249/PT.2785				361.00 mp.		
HS(D) 2250/PT.2786				367.00 mp.		
HS(D) 2251/PT.2787				342.00 mp.		
HS(D) 2252/PT.2788				348.00 mp.		
HS(D) 2253/PT.2789				487.00 mp.		
HS(D) 2254/PT.2836				644.00 mp.		
HS(D) 2255/PT.2837				336.00 mp.		
HS(D) 2256/PT.2838				291.00 mp.		
HS(D) 2257/PT.2839				309.00 mp.		
HS(D) 2258/PT.2840				279.00 mp.		
HS(D) 2259/PT.2841				279.00 mp.		

Pegangan Hartanah pada 31 Disember 2001

List of Properties as at 31 December 2001

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @
						31.12.2001 (RM) <i>Net Book Value @ 31.12.2001 (RM)</i>
43. Perumahan Inderapura Fasa 5C (samb.) HS(D) 2320/PT.2902 HS(D) 2321/PT.2903 HS(D) 2322/PT.2904 HS(D) 2323/PT.2905 HS(D) 2324/PT.2906 HS(D) 2325/PT.2907 HS(M) 6299/PT.8239 Mukim Pedah, Daerah Jerantut	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>	Kediaman <i>Residential</i>	—	279.00 mp. 279.00 mp. 331.00 mp. 279.00 mp. 327.00 mp. 287.00 mp. 363.00 mp.	0.46	294,123
44. Perumahan Inderapura Fasa 5D HS(D) 1987/PT.2472 HS(D) 1988/PT.2473 HS(D) 1989/PT.2474 HS(D) 1990/PT.2475 HS(D) 2314/PT.2896 HS(D) 2315/PT.2897 HS(D) 2316/PT.2898 HS(D) 2317/PT.2899 HS(D) 2318/PT.2900 HS(D) 2319/PT.2901 HS(D) 2260/PT.2842 HS(D) 2261/PT.2843 HS(D) 2262/PT.2844 HS(D) 2263/PT.2845 HS(D) 2264/PT.2846 HS(D) 2265/PT.2847	Pegang pajak (99 tahun) Tamat 13.03.2090 <i>Leasehold (99 years) Expiring 13.03.2090</i>	Tanah Kosong/ Kediaman <i>Vacant Land/ Residential</i>	—	221.00 mp. 225.00 mp. 229.00 mp. 386.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp.	1.09	
45. Perumahan Inderapura Fasa 4 HS(D) 2284/PT.2866 HS(D) 2285/PT.2867 HS(D) 2286/PT.2868 HS(D) 2287/PT.2869 HS(D) 2288/PT.2870 HS(D) 2289/PT.2871 Mukim Pedah, Daerah Jerantut	Pegang pajak (99 tahun) Tamat 13.03.2090 <i>Leasehold (99 years) Expiring 13.03.2090</i>	Tanah Kosong/ Kediaman <i>Vacant Land/ Residential</i>		279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp. 279.00 mp.	0.41	

Projek / Hak Milik/Lokasi <i>Project / Title / Location</i>	Pegangan <i>Tenure</i>	Jenis Hartanah/ Kegunaan Semasa <i>Description Of Property/ Existing Use</i>	Usia Bangunan (Tahun) <i>Age Of Building (Years)</i>	Keluasan Kawasan (Ekar) <i>Built-up Areas (Acres)</i>	Kawasan Tanah (Ekar) <i>Land Area (Acres)</i>	Nilai Buku Bersih @ 31.12.2001 (RM) <i>Net Book Value @ 31.12.2001 (RM)</i>
46. Perumahan Inderapura Fasa 5B	Pegang pajak (99 tahun) <i>Leasehold (99 years)</i>	Tanah Kosong/ Kediaman <i>Vacant Land/ Residential</i>				
HS(D) 2007/PT.2492	Tamat 13.03.2090 <i>Expiring 13.03.2090</i>			153.00 mp.	0.35	
HS(M) 6302/PT.8244	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>			355.00 mp.		
HS(M) 6298/PT.8238	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>			292.00 mp.		
HS(D) 2040/PT.2525	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>			153.00 mp.		
HS(D) 2041/PT.2526	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>			153.00 mp.		
HS(M) 6297/PT.8237	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>			294.00 mp.		
Mukim Pedah, Daerah Jerantut						
47. Perumahan Inderapura Fasa 3	Pegang pajak (99 tahun) <i>Leasehold (99 years)</i>	Tanah Kosong/ Kediaman <i>Vacant Land/ Residential</i>				
HS(M) 6295/PT.8232	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>		277.00 mp.	0.14		
HS(M) 6296/PT.8233	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>		277.00 mp.			
Mukim Pedah, Daerah Jerantut						
48. Perumahan Inderapura Fasa 2	Pegang pajak (99 tahun) <i>Leasehold (99 years)</i>	Tanah Kosong/ Kediaman <i>Vacant Land/ Residential</i>				
HS(M) 6300/PT.8242	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>		299.00 mp.	0.30		
HS(M) 6304/PT.8246	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>		352.00 mp.			
HS(M) 6301/PT.8243	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>		277.00 mp.			
HS(M) 6305/PT.8248	Tamat 02.04.2101 <i>Expiring 02.04.2101</i>		272.00 mp.			
Mukim Pedah, Daerah Jerantut						
49. HS(D) 07377/PT.13557 Mukim Dengkil Daerah Sepang Selangor	Pegang bebas <i>Freehold</i>	Tanah Kosong/ Industri <i>Vacant Land/ Industry</i>	—		101.47	
50. Lot 4820 Mukim Rawang Daerah Ulu Selangor Selangor	Pegang bebas <i>Freehold</i>	Tanah Kosong/ Pertanian <i>Vacant Land/ Agriculture</i>	—	—	51.41	13,438,154.00
2,585.05						

Panduan Korporat

Corporate Directory

PASDEC HOLDINGS BERHAD (367122-D)

13 & 14 Floor, Menara Teruntum, Jalan Mahkota, 25000 Kuantan, Pahang Darul Makmur

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13 & 14 Floor, Menara Teruntum, Jalan Mahkota,
25000 Kuantan, Pahang Darul Makmur.

Telefon/*Telephone* : 09-5133888

Telefaks/*Telefax* : 09-5145988

PASDEC PROJECT MANAGEMENT SDN. BHD. (411529-T)

Tingkat 14, Menara Teruntum, Jalan Mahkota,
25000 Kuantan, Pahang Darul Makmur.

Telefon/*Telephone* : 09-5133888

Telefaks/*Telefax* : 09-5145988

KUANTAN TEMBELING RESORT SDN. BHD. (226274-V)

Jalan Padang Golf, 25050 Kuantan, Pahang Darul Makmur.

Telefon/*Telephone* : 09-5676688

Telefaks/*Telefax* : 09-5679988

PASDEC MEGA SDN. BHD. (368024-K)

No. 7, Tingkat 1, Pusat Komersial Temerloh

Jalan Dato' Bahaman 4, 28000 Temerloh, Pahang Darul Makmur.

Telefon/*Telephone* : 09-2965723

Telefaks/*Telefax* : 09-2962680

SRI BUANA (SDN.) BERHAD (9248-H)

No. 8, Tingkat 1, Bangunan Kedai LKNP,

Tanah Putih Baru, Batu 3,

Jalan Gambang, 25150 Kuantan, Pahang Darul Makmur.

Telefon/*Telephone* : 09-5135773, 5136137

Telefaks/*Telefax* : 09-5144851

GENTING VIEW RESORT DEVELOPMENT SDN. BHD. (76079-K)

2nd Floor, Wisma Hing, No.78 Jalan SS 2/72,

47300 Petaling Jaya, Selangor Darul Ehsan.

Telefon/*Telephone* : 03-61002267/60

Telefaks/*Telefax* : 03-61001016

ROCK PLUS SDN. BHD. (236471-M)

P.O. Box 31, Jaya Gading,

26070 Kuantan Pahang, Darul Makmur.

Telefon/*Telephone* : 09-5421558, 5421388, 5421159

Telefaks/*Telefax* : 09-5421558

PRIMA PRAI SDN. BHD. (277791-V)

Suite 12-3, 12th Floor, Wisma UOA 2, 21, Jalan Pinang,

50450 Kuala Lumpur.

Telefon/*Telephone* : 03-21644800

Telefaks/*Telefax* : 03-21649723

KUANTAN BRICKS SDN. BHD. (206416-A)

Peti Surat 30, Jaya Gading,

26070 Kuantan, Pahang Darul Makmur.

Telefon/*Telephone* : 09-5421481, 5421518

Telefaks/*Telefax* : 09-5422242

BUKIT TINGGI RESORT BERHAD (189015-U)

11th Floor, Menara Berjaya

KL Plaza, 179 Jalan Bukit Bintang, 55100 Kuala Lumpur.

Telefon/*Telephone* : 03-29358888

Telefaks/*Telefax* : 03-29358043

PASDEC LAND SDN. BHD. (210031-A)

B2, Tingkat 1, Jalan Semambu,

25350 Kuantan, Pahang Darul Makmur.

Telefon/*Telephone* : 09-5679001

Telefaks/*Telefax* : 09-5679002

TREACHER DEVELOPMENT SDN. BHD. (13735-M)

Level 8, Wisma Hong Leong, 18, Jalan Perak,

50450 Kuala Lumpur.

Telefon/*Telephone* : 03-21641818

Telefaks/*Telefax* : 03-21642476

KIMDEC CORPORATION SDN. BHD. (342895-U)

Lot 3770, Jalan Lencongan Mentakab-Temerloh,

28400 Mentakab, Pahang Darul Makmur.

Telefon/*Telephone* : 09-2777888, 2776888

Telefaks/*Telefax* : 09-2777333

PAHANG CEMENT SDN. BHD. (10973-U)

6th Floor, Yeoh Tiong Lay Plaza,

55, Jalan Bukit Bintang, 55100 Kuala Lumpur.

Telefon/*Telephone* : 03-21426633, 21423482

Telefaks/*Telefax* : 03-2443062

SUMBANGAN SAKTI SDN. BHD. (426838-T)

Tingkat 14, Menara Teruntum, Jalan Mahkota,

25000 Kuantan, Pahang Darul Makmur.

Telefon/*Telephone* : 09-5133888

Telefaks/*Telefax* : 09-5145988

KUANTAN PORT CONSORTIUM SDN. BHD. (374383-H)

Level 16, Menara John Hancock, No. 6, Jalan Gelenggang,

Damansara Heights, 50490 Kuala Lumpur.

Telefon/*Telephone* : 03-2539888

Telefaks/*Telefax* : 03-2525488

Borang Proksi



(Diperbadankan di Malaysia)

Saya /Kami _____
(NAMA PENUH DALAM HURUF BESAR)

(ALAMAT)

Sebagai Ahli/Ahli-ahli **Pasdec Holdings Berhad** dengan ini melantik

(NAMA PENUH DALAM HURUF BESAR) dari

(ALAMAT)

atau jika beliau tidak dapat hadir, Pengerusi mesyuarat sebagai proksi saya/kami untuk mengundi bagi pihak saya/kami di Mesyuarat Agung Tahunan Syarikat yang Ke Enam (6) yang akan diadakan di **Meranti Ballroom I, Hyatt Regency Kuantan, Teluk Chempedak, 25050 Kuantan, Pahang Darul Makmur** pada hari **Sabtu, 29 Jun 2002** pada jam **11:00 pagi** dan/pada sebarang hari penangguhannya.

	RESOLUSI BIASA	SETUJU	TIDAK SETUJU
1.	Menerima akaun bagi tahun berakhir 31 Disember 2001 serta Laporan Pengarah dan Juruaudit mengenainya.		
2.	Meluluskan dividen pertama dan akhir sebanyak 5% ditolak 28% cukai Malaysia bagi tahun kewangan berakhir 31 Disember 2001.		
3.	Meluluskan yuran para Pengarah bagi tahun kewangan berakhir 31 Disember 2001.		
4.	Melantik semula Pengarah-Pengarah berikut: En. Abdullah bin A. Rasol (Artikel 82)		
5.	Dato' Haji Abdul Ghani bin Sulaiman (Artikel 83)		
6.	Dato' Abd. Rahim bin Haji Mohamad (Artikel 83)		
7.	Dato' Mohamed Amin bin Haji Daud (Artikel 83)		
8.	Melantik semula Tetuan Hanafian Raslan & Mohamad sebagai Juruaudit dan memberi kuasa kepada Pengarah-pengarah untuk menetapkan ganjaran mereka.		

(Sila tandakan "✓" bagaimana anda ingin membuang undi).

Tandatangan pada _____ haribulan _____ 2002.

Bilangan saham yang dipegang _____

Tandatangan/Cop Mohor

NOTA :

- Seorang ahli Syarikat yang berhak menghadiri dan mengundi dalam mesyuarat ini adalah berhak melantik seorang atau lebih proksi untuk hadir dan mengundi bagi pihaknya atau jika ahli tersebut merupakan sebuah perbadanan melantik wakil untuk menghadiri dan mengundi bagi pihaknya.
- Borang proksi mesti ditandatangani oleh pelantik atau peguamnya yang diarahkan secara bertulis atau jika pelantik adalah sebuah perbadanan, borang mestilah dicop mohor atau ditandatangani oleh peguam perbadanan tersebut atau seorang pegawai yang telah diarahkan berbuat demikian.
- Borang proksi ini mestilah diserahkan kepada Pejabat Berdaftar Syarikat di alamat Tingkat 14, Menara Teruntum, Jalan Mahkota, 25000 Kuantan, Pahang Darul Makmur tidak lewat daripada empat puluh lapan jam (48) sebelum masa yang ditetapkan untuk mengadakan mesyuarat atau mesyuarat yang ditangguhkan.

Lipat bahagian ini untuk dilekatkan

Kemudian lipat di sini

SETEM

Setiausaha Syarikat
PASDEC HOLDINGS BERHAD
Tingkat 14, Menara Teruntum
Jalan Mahkota
25000 Kuantan
Pahang Darul Makmur

Lipat di sini dahulu

Proxy Form



(Incorporated in Malaysia)

I/We _____
(FULL NAME IN BLOCK LETTERS)

(ADDRESS)

_____ being a member/members of **Pasdec Holdings Berhad** hereby appoint

_____ of
(FULL NAME IN BLOCK LETTERS)

(ADDRESS)

or failing him/her the Chairman of the meeting as my/our proxy to attend and vote for me/us on my/our behalf at the Sixth (6th) Annual General Meeting of the Company to be held at **Meranti Ballroom I, Hyatt Regency Kuantan, Teluk Chempedak, 25050 Kuantan, Pahang Darul Makmur** on **Saturday, 29 June 2002 at 11:00 a.m.** and at any adjournment thereof.

	ORDINARY RESOLUTIONS	FOR	AGAINST
1.	To receive the audited accounts for the year ended 31 December 2001 and the reports of the Directors and Auditors thereon.		
2.	To approve a first and final dividend of 5% less 28% Malaysian tax for the year ended 31 December 2001.		
3.	To approve Directors' fees for the year ended 31 December 2001.		
4.	To re-elect the following Directors:- En. Abdullah bin A. Rasol (Article 82)		
5.	Dato' Haji Abdul Ghani bin Sulaiman (Article 83)		
6.	Dato' Abd. Rahim bin Haji Mohamad (Article 83)		
7.	Dato' Mohamed Amin bin Haji Daud (Article 83)		
8.	To re-appoint Messrs. Hanafiah Raslan & Mohamad as the Auditors and to authorize the Directors to fix their remuneration.		

(Please indicate with an "✓" how you wish your vote to be cast).

As witness my hand this _____ day of _____ 2002.

Number of shares held	
-----------------------	--

Signature/Seal

NOTES:

1. A member entitled to attend and vote at this meeting is entitled to appoint one or more proxies or in the case of a corporation, to appoint representative to attend and vote in his place. A proxy need not be a member of the Company.
2. The instrument appointing a proxy must be signed by the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under common seal or under the hand of an attorney or an officer duly authorised.
3. The instrument appointing a proxy must be deposited at the Registered Office of the Company at 14th Floor, Menara Teruntum, Jalan Mahkota, 25000 Kuantan, Pahang Darul Makmur not less than 48 hours before the time for holding the meeting or any adjournment thereof.

Fold this flap for sealing

Then fold here

STAMP

The Company Secretary
PASDEC HOLDINGS BERHAD
14th Floor, Menara Teruntum
Jalan Mahkota
25000 Kuantan
Pahang Darul Makmur

1st fold here

