

Boustead Holdings Berhad 3871-H  
28 Floor, Menara Boustead  
69 Jalan Raja Chulan  
50200 Kuala Lumpur  
Malaysia



Boustead Holdings Berhad 3871-H

2004

ANNUAL REPORT



Boustead Holdings Berhad 3871-H  
*(A member of LIAT Group)*

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**governance**

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statement on  
**internal control**



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**statement**

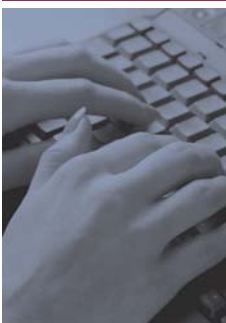
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# boustead holdings berhad

## 2004 annual report



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## Board of Directors

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*From left to right:*

Y. Bhg Datuk Azzat Kamaludin

Tuan Hj. Johari Muhamad Abbas

Y. Bhg. Gen. (R) Tan Sri Dato' Mohd Ghazali Hj. Che Mat

Y. Bhg. Tan Sri Dato' Lodin Wok Kamaruddin

Y. Bhg. Dato' (Dr.) Megat Abdul Rahman Megat Ahmad

Y. Bhg. Lt. Gen. (R) Dato' Mohd Yusof Din



## Directors' Profile

### Y. Bhg. Gen. (R) Tan Sri Dato' Mohd Ghazali Hj. Che Mat

#### **Chairman**

Non-independent non-executive Director  
74 years of age, Malaysian

He was appointed to the Board on 3 December 1990. He is the Chairman of the Nomination Committee, Remuneration Committee and ESOS Committee.

He graduated from the Royal Military Academy, Sandhurst, United Kingdom and the Command and Staff College, Quetta, Pakistan. He had served in various capacities in the Malaysian Armed Forces for more than 30 years culminating in his appointment as Chief of the Armed Forces from 1985 to 1987. He is the Chairman of Lembaga Tabung Angkatan Tentera (LTAT) and also sits on the Boards of The New Straits Times Press (M) Berhad, Boustead Plantations Berhad, Boustead Properties Berhad and UAC Berhad. He does not have any family relationship with any Director and/or major shareholder of Boustead Holdings Berhad, nor any personal interest in any business arrangement involving the Company, except that he is also the Chairman of LTAT.

### Y. Bhg. Tan Sri Dato' Lodin Wok Kamaruddin

#### **Group Managing Director**

Non-independent executive Director  
55 years of age, Malaysian

He was appointed to the Board on 10 July 1984. He is a member of the Audit Committee, Remuneration Committee and ESOS Committee. He is also the Chief Executive of Lembaga Tabung Angkatan Tentera (LTAT).

He graduated from the College of Business Administration, The University of Toledo, Ohio, United States of America with a Bachelor of Business Administration and Master of Business Administration. Prior to joining LTAT in 1982, he was with Perbadanan Kemajuan Bukit Fraser as its General Manager from 1973 to 1982. He has extensive experience in general management. He is also the Managing Director of Affin Holdings Berhad. Tan Sri Lodin also sits on the Boards of Boustead Plantations Berhad, Boustead Properties Berhad, UAC Berhad, Affin Bank Berhad, Affin Discount Berhad, Affin Capital Holdings Sdn Bhd, Affin-ACF Holdings Berhad, Affin-ACF Finance Berhad, Johan Ceramics Berhad, BP Malaysia Sdn Bhd, Ramatex Berhad and Badan Pengawas Pemegang Saham Minoriti Berhad. He does not have any family relationship with any Director and/or major shareholder of Boustead Holdings Berhad, nor any personal interest in any business arrangement involving the Company, except that he is also the Chief Executive of LTAT.



**TOP** Y. Bhg. Gen. (R) Tan Sri  
Dato' Mohd Ghazali Hj. Che Mat

**BOTTOM** Y. Bhg. Tan Sri Dato' Lodin  
Wok Kamaruddin



**TOP** Y. Bhg. Lt. Gen. (R)  
Dato' Mohd Yusof Din

**BOTTOM** Tuan Hj. Johari Muhamad Abbas



## Y. Bhg. Lt. Gen. (R) Dato' Mohd Yusof Din

Independent non-executive Director  
74 years of age, Malaysian

He was appointed to the Board on 16 February 1989. He is a member of the Audit Committee and Nomination Committee.

He is a graduate of the Royal Military Academy, Sandhurst, United Kingdom; Defence Services Staff College, India; and International Defence Management Naval Institute, United States of America. He holds a diploma in Practical Psychology & Psychology in Industry from Aldermaston College, United Kingdom. He is a Fellow of the British Institute of Management, as well as a member of the American Institute of Management Executive Council, Malaysian Institute of Personnel Management, Malaysian Institute of Management and Malaysian Institute of Directors. He served in various capacities in the Malaysian Armed Forces from 1955 to 1988 with his last position being that of Chief of Defence Intelligence Staff. He also sits on the Boards of UMW Holdings Berhad and several other private limited companies. He does not have any family relationship with any Director and/or major shareholder of Boustead Holdings Berhad, nor any personal interest in any business arrangement involving the Company.

## Tuan Hj. Johari Muhamad Abbas

Independent non-executive Director  
73 years of age, Malaysian

He was appointed to the Board on 3 December 1990. He is a member of the Audit Committee and Nomination Committee.

He attended The Royal Veterinary College, London and holds an Associate of the Incorporated Society of Planters Diploma from the Incorporated Society of Planters. He was the National Chairman of the Society from 1980 to 1984. He has over 40 years of experience in the plantation industry having served with Federal Land Development Authority (FELDA) for 7 years and Highlands & Lowlands Berhad for 15 years. From 1980 to 1985, he was the General Manager of Syarikat Ladang LKPP Sdn Bhd. For 16 years he ran his own plantation consultancy firm. In recognition of his contribution to the Planting Industry, he was awarded the FISP (Fellow of the Incorporated Society of Planters) on 18 June 2002 by the Incorporated Society of Planters. He also sits on the Boards of Highlands & Lowlands Berhad, Boustead Plantations Berhad and Boustead Properties Berhad. He does not have any family relationship with any Director and/or major shareholder of Boustead Holdings Berhad, nor any personal interest in any business arrangement involving the Company.

## Y. Bhg. Dato' (Dr.) Megat Abdul Rahman Megat Ahmad

Independent non-executive Director  
65 years of age, Malaysian

He was appointed to the Board on 10 December 1990. He is the Chairman of the Audit Committee and a member of the Nomination Committee and Remuneration Committee. He is also the senior independent non-executive Director to whom all concerns regarding the Group may be conveyed.

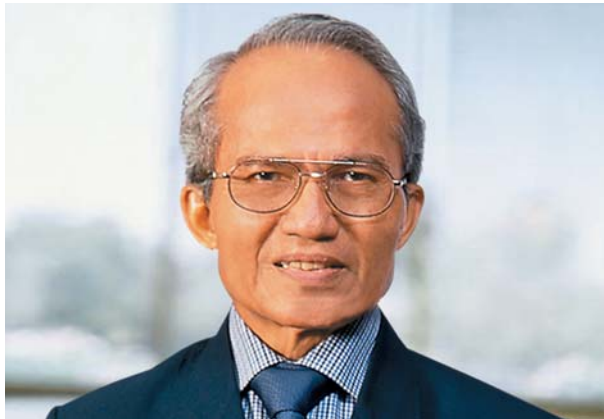
He holds a Bachelor of Commerce degree from University of Melbourne, Australia. He is a member of the Malaysian Institute of Certified Public Accountants, a member of the Malaysian Institute of Accountants and a Fellow Member of the Institute of Chartered Accountants in Australia. He was a partner of KPMG, Malaysia and Managing Partner of KPMG Desa, Megat & Co. for over 10 years and an Executive Director in Kumpulan Guthrie Berhad for 11 years. He also sits on the Boards of UAC Berhad, Royal & Sun Alliance Insurance (M) Berhad, Tronoh Consolidated Malaysia Berhad, Integrated Rubber Corporation Berhad and Press Metal Berhad. He also sits on the Boards of Universiti Kebangsaan Malaysia and Hospital Universiti Kebangsaan Malaysia. He is now a Company Director and a consultant to several other companies. He does not have any family relationship with any Director and/or major shareholder of Boustead Holdings Berhad, nor any personal interest in any business arrangement involving the Company.

## Y. Bhg. Datuk Azzat Kamaludin

Non-independent non-executive Director  
59 years of age, Malaysian

He was appointed to the Board on 16 January 1991. He is a member of the Remuneration Committee and ESOS Committee.

He is a lawyer by profession, and is a partner of the law firm of Azzat & Izzat. He graduated from the University of Cambridge with degrees in Law and in International Law in 1969 and was admitted as a Barrister-at-Law of the Middle Temple, London in 1970. Prior to being admitted as an advocate and solicitor of the High Court of Malaya in 1979, he served as an Administrative and Diplomatic Officer with the Ministry of Foreign Affairs Malaysia in various capacities. He is also presently a Director of Affin Holdings Berhad, MNI Holdings Berhad, KPJ Healthcare Berhad, Pulai Springs Berhad, Celcom (Malaysia) Berhad, Technology Resources Industries Berhad and several other private limited companies. He served as a member of the Securities Commission from 1 March 1993 to 21 March 1999. He does not have any family relationship with any Director and/or major shareholder of Boustead Holdings Berhad, nor any personal interest in any business arrangement involving the Company, other than the rendering of professional services to the Group which is carried out in the ordinary course of business of Azzat & Izzat, of which he is a partner.



**TOP** Y. Bhg. Dato' (Dr.) Megat Abdul Rahman Megat Ahmad

**BOTTOM** Y. Bhg. Datuk Azzat Kamaludin

# Corporate Information

## Directors

Y. Bhg. Gen. (R) Tan Sri  
Dato' Mohd Ghazali Hj. Che Mat  
*Chairman*

Y. Bhg. Tan Sri Dato' Lodin  
Wok Kamaruddin  
*Group Managing Director*

Y. Bhg. Lt. Gen. (R)  
Dato' Mohd Yusof Din

Tuan Hj. Johari Muhamad Abbas

Y. Bhg. Dato' (Dr.) Megat Abdul  
Rahman Megat Ahmad

Y. Bhg. Datuk Azzat Kamaludin

## Secretary

Pn. Sharifah Malek

## Registered Office

28th Floor, Menara Boustead  
No. 69 Jalan Raja Chulan  
50200 Kuala Lumpur, Malaysia  
Telephone: (03) 2141 9044  
Fax : (03) 2141 9750  
<http://www.boustead.com.my>

## Registrar

Boustead Management Services Sdn Bhd  
13th Floor, Menara Boustead  
No. 69 Jalan Raja Chulan  
50200 Kuala Lumpur, Malaysia  
Telephone: (03) 2141 9044  
Fax: (03) 2144 3016

## Principal Bankers

Malayan Banking Berhad  
The Bank of Nova Scotia Berhad  
Hongkong Bank Malaysia Berhad  
Southern Bank Berhad  
RHB Bank Berhad  
Bumiputra-Commerce Bank (M) Berhad  
Affin Bank Berhad

## Auditors

Ernst & Young

## Stock Exchange Listing

Bursa Malaysia Securities Berhad

## Holding Corporation

Lembaga Tabung Angkatan Tentera

# Corporate Calendar

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|                       |                               |  |
|-----------------------|-------------------------------|--|
| <b>Financial Year</b> | 1 January to 31 December 2004 |  |
|-----------------------|-------------------------------|--|

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|                |                            |                            |
|----------------|----------------------------|----------------------------|
| <b>Results</b> | <b>First Quarter</b>       | <b>Second Quarter</b>      |
|                | Announced 18 May 2004      | Announced 18 August 2004   |
|                | <b>Third Quarter</b>       | <b>Fourth Quarter</b>      |
|                | Announced 29 November 2004 | Announced 25 February 2005 |

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|                      |                     |
|----------------------|---------------------|
| <b>Annual Report</b> | Issued 3 March 2005 |
|----------------------|---------------------|

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|                               |                          |
|-------------------------------|--------------------------|
| <b>Annual General Meeting</b> | To be held 25 March 2005 |
|-------------------------------|--------------------------|

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|                                |                                  |                                   |
|--------------------------------|----------------------------------|-----------------------------------|
| <b>Dividends</b>               | <b>First Interim</b>             | <b>Second Interim</b>             |
|                                | Announced 18 August 2004         | Announced 29 November 2004        |
|                                | Entitlement date 12 October 2004 | Entitlement date 16 December 2004 |
|                                | Paid 8 November 2004             | Paid 12 January 2005              |
|                                | <b>Final</b>                     |                                   |
| Announced 25 February 2005     |                                  |                                   |
| Entitlement date 26 April 2005 |                                  |                                   |
| Payable 25 May 2005            |                                  |                                   |

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