

financial statements

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Directors' Report and Statement

Amounts in RM'000 unless otherwise stated

The Directors of Chemical Company of Malaysia Berhad present their forty-second annual report together with the audited financial statements of the Group and the Company for the year ended 31 December 2003. This report and the financial statements will be presented to the shareholders at the Annual General Meeting to be held on 22 April 2004.

Principal Activities

The Company is principally an investment holding and management company with subsidiaries and associated companies engaged in the manufacture and marketing of fertilizers, chlor-alkali products, pharmaceuticals and healthcare products and the marketing of a wide range of chemicals. There have been no significant changes in the nature of these activities during the financial year except for the disposal of Columbia Pacific Healthcare Sdn Bhd which was principally engaged in the development and operation of medical centres and other related medical services and centres.

Results

	Group	Company
Net profit for the year	43,528	16,793

Reserves and Provisions

There were no material transfers to or from reserves and provisions during the year except as disclosed in the financial statements.

Dividends

Dividends paid by the Company since 31 December 2002 were as follows:

In respect of the year ended 31 December 2002 as shown in the Directors' Report for that year:

Final dividend of 5.0 sen per share, tax exempt totalling RM17,521,000 paid on 13 May 2003.

In respect of the year ended 31 December 2003:

Interim dividend of 5.0 sen per share, less tax totalling RM12,633,000 and 5.0 sen per share, tax exempt totalling RM17,545,000 paid on 12 September 2003.

The Directors now recommend a final dividend of 5.0 sen per share, less tax and a special dividend of 5.0 sen per share, less tax, which if approved will be paid on 11 May 2004 to shareholders registered at the close of business on 29 April 2004.

Directors of the Company

Directors who served since the date of the last report are:

Dato' Mohd. Ibrahim bin Mohd Zain, Chairman
 Dato' Lim Say Chong, Managing Director
 Tan Sri Dato' Dr Mohamed Yusof bin Hashim
 Dato' N. Sadasivan
 Dato' Tan Kay Hock
 Dato' David Chiu
 Mr Hiu Woong Choong
 En Paisol bin Ahmad
 Mr Khet Kok Yin
 Mr Ooi Boon Leong @ Law Weng Leun
 Ms Hui Yin Fun, Eva (Alternate Director to Dato' David Chiu)
 Dato' Mohd Hussaini bin Haji Abdul Jamil (appointed on 29.8.2003)
 Mr Sreesanthan a/l Eliathamby (appointed on 11.9.2003)
 Mr Oh Kim Sun (not re-elected on 24.4.2003)
 Tuan Haji Hassan Jaafar (resigned on 11.9.2003)

Directors' Interests in Shares

The interests of the Directors in office at the end of the year as recorded in the Register of Directors' Shareholdings are as follows:-

	Number of Shares			Balance at 31.12.2003
	Balance at 1.1.2003	Bought	Sold	
Shareholdings in the Company				
Direct interest				
Dato' N. Sadasivan	200,000	–	–	200,000
Mr Hiu Woong Choong	486,000	–	(103,000)	383,000
Dato' Lim Say Chong	–	8,719,400	–	8,719,400
Indirect interest				
Dato' Lim Say Chong	17,369,400	–	(17,369,400)	–
Dato' David Chiu	36,000,000	–	–	36,000,000
Mr Ooi Boon Leong	20,000	–	(20,000)	–
Mr Hiu Woong Choong	48,000	–	(40,000)	8,000

By virtue of their interests in the shares of the Company, the Directors are also deemed interested in the shares of the subsidiaries during the financial year to the extent that Chemical Company of Malaysia Berhad has an interest.

Directors' Report and Statement

Directors' Interests in Shares (Cont'd)

	Balance at 1.1.2003	Number of Shares		Balance at 31.12.2003
		Bought	Sold	
Shareholdings in CCM Chemicals Sdn Bhd				
Indirect interest				
Dato' Lim Say Chong	2,000,000	–	–	2,000,000
Mr Hiu Woong Choong	2,000,000	–	–	2,000,000
	Balance at 1.1.2003	Number of Warrants		Balance at 31.12.2003
		Bought	Sold	
Warrants in Company				
Direct/Indirect interest				
<i>Warrant A</i>				
Dato' Lim Say Chong	31,626,096	16,026,096	(31,626,096)	16,026,096
Mr Hiu Woong Choong	429,000	34,000	–	463,000
<i>Warrant B</i>				
Dato' Lim Say Chong	–	2,350,000	–	2,350,000
Mr Hiu Woong Choong	–	450,000	–	450,000
Dato' N. Sadasivan	–	50,000	–	50,000
Dato' David Chiu	–	9,000,000	–	9,000,000

No other Directors in office at the end of the year held any interest in the shares of the Company and its related corporations.

Directors' Benefits

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as shown in 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 the Director is a member, or with a company in which the Director has a substantial financial interest, except for certain Directors who may be deemed to derive a benefit by virtue of those transactions in the normal course of business between the Company and its related corporations or corporations in which the Directors are deemed to have interests.

There were no arrangements during and at the end of the financial year which had 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 apart from the issue of warrants.

Issue of Shares and Debentures

During the financial year, the Company issued 7,026,000 ordinary shares of RM1.00 at par for cash arising from:

- (i) conversion of 361,000 Warrants-B on the basis of one ordinary shares at the price of RM1.36 per ordinary share for every warrant held; and
- (ii) subscription of 6,665,000 ordinary shares at the price of RM1.36 per ordinary share through the Employee's Share Option Scheme ("ESOS").

There were no other changes in the issued and paid-up capital of the Company during the financial year.

Options Granted over Unissued Shares/Warrants

No options were granted to any person to take up unissued shares or warrants of the Company during the year apart from the issue of shares or warrants pursuant to the Employees' Share Option Scheme, 3% Redeemable Non-Guaranteed Unsecured Bonds 1996/2001 and 3% Fixed Rate Bonds with Warrants issue 2002/2009.

1. Employees' Share Option Scheme

Pursuant to the ESOS which became effective on 18 December 2002, options to subscribe for up to 17,608,000 ordinary shares of the Company are available to eligible Directors and employees of the Group. The Executive Directors have opted not to participate in this ESOS.

The salient features of the Scheme are as follows:

- (i) Eligible employees are those who have been confirmed in writing as an employee of the Group prior to the date of the offer.
- (ii) The option is personal to the grantee and is non-assignable.
- (iii) The option price was determined by the average of the mean market quotation of the Company's ordinary shares as shown in the Daily Official List issued by the Kuala Lumpur Stock Exchange for the five (5) trading days preceding the date of the offer in writing to the grantee or at the par value of the ordinary shares of the Company, whichever is higher.
- (v) The options granted may be exercised at any time within a period of five years from the date of the offer of the option.
- (v) The options granted may be exercised according to the following scale in respect of a maximum of the following:

Length of service	Percentage of options exercisable
3 years	50%
4 years	75%
5 years	100%

The outstanding offered options to take up issued ordinary shares of RM1.00 each and the option price are as follows:

Date of Offer	Options over number of ordinary shares of RM1 each				Balance at 31.12.2003
	Option Price (RM)	Balance at 1.1.2003	Exercised	Lapsed	
18.12.2003	1.36	17,608,000	6,665,000	701,000	10,242,000

2. Warrants

On 8 February 1996, the Company issued RM150,000,000 nominal amount of 3% Redeemable Non-Guaranteed Unsecured Bonds 1996/2001 together with 44,539,350 (adjusted to 89,078,700 after the bonus issue) detachable warrants (hereinafter termed "Warrants-A") at 100% of the nominal value of the Bonds to Bumiputra Merchant Bankers Berhad as primary subscriber.

On 26 April 1996, the primary subscriber offered for sale 44,539,350 (adjusted to 89,078,700 after the bonus issue in 2000) Warrants-A at an offer price of RM0.426 per warrant on a non-renounceable basis to the shareholders of the Company on the basis of one (1) warrant for every four (4) existing ordinary shares held.

These Warrants-A confer upon the registered holder the right to subscribe for one ordinary share ("New Share") of RM1.00 each in the Company at an exercisable price of RM5.90 (adjusted to RM2.95 after the bonus issue) for each New Share, subject to adjustments under certain circumstances in accordance with the Deed Poll dated 5 February 1996, at any time during the period of three (3) years and nine (9) months commencing from the date of the first anniversary of issue of the warrants.

The Company obtained approval from the shareholders and Warrant-A holders at an extraordinary general meeting and warrant holders' meeting held on 22 April 1999 to extend the duration and exercise period of the Company's warrants to ten (10) years, up to and including 7 February 2006.

On 27 December 2002, the Company issued RM200,000,000 nominal amount of 7-year 3% Fixed Rate Bonds ("Bonds") together with 88,040,592 detachable warrants (hereinafter termed "Warrants-B") at 100% of the nominal amount of the Bonds to AmMerchant Bank Berhad as primary subscriber.

On 13 January 2003, the primary subscriber offered for sale 88,040,592 Warrants-B at an offer price of RM0.4522 per warrant on a non-renounceable basis to the shareholders of the Company on the basis of one (1) warrant for every four (4) existing ordinary shares held.

In accordance with the Deed Poll of the 88,982,134 Warrants-A 1996/2006, the exercise price of the outstanding warrants was adjusted from RM2.95 to RM2.86.

Other Statutory Information

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that:

- (i) all known bad debts have been written off and adequate provision made for doubtful debts, and
- (ii) all current assets have been stated at the lower of cost and net realisable value.

At the date of this report, the Directors are not aware of any circumstances:

- (i) that would render the amount written off for bad debts, or the amount of the provision for doubtful debts, in the Group and in the Company inadequate to any substantial extent, or
- (ii) that would render the value attributed to the current assets in the Group and in the Company financial statements misleading, or
- (iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate, or
- (iv) not otherwise dealt with in this report or the financial statements, that would render any amount stated in the financial statements of the Group and of the Company misleading.

Other Statutory Information (Cont'd)

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

- (i) any charge on the assets of the Group or of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person, or
- (ii) any contingent liability in respect of the Group or of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of any company in the Group 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 and of the Company to meet their obligations as and when they fall due.

In the opinion of the Directors, except as disclosed in the financial statements, the results of the operations of the Group and of the Company for the financial year ended 31 December 2003 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

The Directors of Chemical Company of Malaysia Berhad are of the opinion that the financial statements set out on pages 74 to 108, are drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of the state of affairs of the Group and the Company at 31 December 2003 and of the results of their operations and cash flows for the year ended on that date.

Auditors

The auditors, Messrs KPMG, have indicated their willingness to accept re-appointment.

Signed in accordance with a resolution of the Board of Directors:

Dato' Mohd Ibrahim bin Mohd Zain

Chairman

Dato' Lim Say Chong

Managing Director

Kuala Lumpur,
26 February 2004

Statutory Declaration

PURSUANT TO SECTION 169(16) OF THE COMPANIES ACT, 1965

I, **Rama Devi Nair**, the Officer primarily responsible for the financial management of Chemical Company of Malaysia Berhad, do solemnly and sincerely declare that the financial statements set out on pages 74 to 108 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 in Kuala Lumpur on 26 February 2004.

Rama Devi Nair

Before me:

Barathan a/l Sinniah @ Chinniah

Commissioner for Oaths

W202

Report of the Auditors

TO THE MEMBERS OF CHEMICAL COMPANY OF MALAYSIA BERHAD

We have audited the financial statements set out on pages 74 to 108. The preparation of the financial statements is the responsibility of the Company's Directors. Our responsibility is to express an opinion on the financial statements based on our audit.

We conducted our audit in accordance with approved Standards on Auditing in Malaysia. These standards require that we plan and perform the audit to obtain all the information and explanations which we consider necessary to provide us with evidence to give reasonable assurance that the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence relevant to the amounts and disclosures in the financial statements. An audit also includes an assessment of the accounting principles used and significant estimates made by the Directors as well as evaluating the overall adequacy of the presentation of information in the financial statements. We believe our audit provides a reasonable basis for our opinion.

In our opinion:

- (a) the financial statements are properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of:
 - (i) the state of affairs of the Group and of the Company at 31 December 2003 and the results of their operations and cash flows for the year ended on that date; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Group and of the Company; and
- (b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Company and its subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the said Act.

The subsidiaries in respect of which we have not acted as auditors are identified in Note 8 to the financial statements and we have considered their financial statements and the auditors' reports thereon. We have also considered the unaudited financial statements of CCM Investment Limited and PT CCM Indonesia.

We are satisfied that the financial statements of the subsidiaries that have been consolidated with the Company's financial statements 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 audit 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.

KPMG

Firm Number: AF 0758
Chartered Accountants

Hew Lee Lam Sang

Partner
Approval Number: 1862/10/05(J)

Kuala Lumpur,
26 February 2004

Income Statements

FOR THE YEAR ENDED 31 DECEMBER 2003

Amounts in RM'000 unless otherwise stated

	Note	Group		Company	
		2003	2002	2003	2002
Revenue		576,713	518,359	5,976	5,762
Operating profit	2	61,150	61,303	20,944	37,294
Interest income	3	6,008	5,478	7,594	1,539
Interest expense	4	(10,451)	(8,596)	(6,226)	(4,043)
		56,707	58,185	22,312	34,790
Share of profit of associates		1,535	96	–	–
Profit before tax		58,242	58,281	22,312	34,790
Taxation	5	(10,332)	(4,282)	(5,519)	(791)
Profit after tax		47,910	53,999	16,793	33,999
Minority shareholders' interests		(4,382)	(4,641)	–	–
Net profit for the year		43,528	49,358	16,793	33,999
Basic earnings per share (sen)	6	12.4	14.0		
Diluted earnings per share (sen)	6	9.8	12.6		
Gross dividend per share (sen)					
Interim paid 5.0 sen per share, tax exempt and 5.0 sen per share, less 28% tax (2002 – 3.0 sen per share, less 28% tax)		10.0	3.0	10.0	3.0
Final proposed and not appropriated in the financial statements, 5.0 sen per share, less 28% tax (2002 – 5.0 sen per share, tax exempt)		5.0	5.0	5.0	5.0
Special proposed and not appropriated in the financial statements, 5.0 sen per share, less 28% tax (2002 – nil)		5.0	–	5.0	–
		20.0	8.0	20.0	8.0

The notes set out on pages 80 to 108 form an integral part of, and should be read in conjunction with, these financial statements.

Balance Sheets

AT 31 DECEMBER 2003

Amounts in RM'000 unless otherwise stated

	Note	Group		Company	
		2003	2002	2003	2002
Property, plant and equipment	7	341,267	417,794	169,036	169,710
Subsidiaries	8	–	–	162,793	180,329
Associates	9	1,731	1,950	119	119
Investments	10	86,464	103,271	41,311	39,382
Development expenditure	11	6,793	6,793	–	–
Deferred tax assets	23	2,532	2,800	–	–
Current assets					
Inventories	12	114,675	102,144	–	–
Trade and other receivables	13	157,454	155,880	172,847	245,151
Cash and bank balances	14	230,164	186,170	203,667	162,337
		502,293	444,194	376,514	407,488
Current liabilities					
Trade and other payables	15	91,995	80,942	47,774	22,028
Short term borrowings (unsecured)	16	72,471	55,101	–	–
Loans	20	16,340	67,252	–	50,000
Hire purchase creditor		–	201	–	–
Taxation		2,670	1,921	–	–
		183,476	205,417	47,774	72,028
Net current assets		318,817	238,777	328,740	335,460
		757,604	771,385	701,999	725,000
Financed by:-					
Share capital	17	363,291	356,265	363,291	356,265
Treasury shares	17	(11,443)	(8,788)	(11,443)	(8,788)
Reserves	18	126,747	128,304	127,600	155,977
Shareholders' funds		478,595	475,781	479,448	503,454
Minority shareholders' interests	19	45,969	43,083	–	–
Long term and deferred liabilities					
Loans	20	–	17,319	–	–
Bonds (unsecured)	21	200,000	200,000	200,000	200,000
Hire purchase creditor		–	450	–	–
Retirement benefits	22	–	–	–	–
Deferred taxation	23	33,040	34,752	22,551	21,546
		233,040	252,521	222,551	221,546
		757,604	771,385	701,999	725,000

The financial statements were approved and authorised for issue by the Board of Directors on 26 February 2004.

The notes set out on pages 80 to 108 form an integral part of, and should be read in conjunction with, these financial statements.

Consolidated Statement of Changes in Equity

FOR THE YEAR ENDED 31 DECEMBER 2003

Amounts in RM'000 unless otherwise stated

Group	Non-distributable						Distributable		Total
	Share capital	Share premium	Capital redemption reserve	Revaluation reserve	Other capital reserve	Foreign translation reserve	Retained profits		
At 1 January 2002	356,265	–	73	66,212	2,982	(291)	55,435	480,676	
Effect of adoption of MASB 25	–	–	–	(24,882)	–	–	2,800	(22,082)	
Restated balance	356,265	–	73	41,330	2,982	(291)	58,235	458,594	
Net gains and losses not recognised in the income statement – Currency translation differences	–	–	–	–	–	202	–	202	
Net profit for the year	–	–	–	–	–	–	48,616	48,616	
Effect of adoption of MASB 25	–	–	–	–	–	–	742	742	
Restated balance	–	–	–	–	–	–	49,358	49,358	
Realisation of revaluation reserve	–	–	–	(1,787)	–	–	1,787	–	
Final dividend for 2001 (6.3 sen per share, less tax)	–	–	–	–	–	–	(15,977)	(15,977)	
Interim dividend for 2002 (3.0 sen per share, less tax)	–	–	–	–	–	–	(7,608)	(7,608)	
At 31 December 2002	356,265	–	73	39,543	2,982	(89)	85,795	484,569	
	Note 17		Note 18	Note 18	Note 18	Note 18	Note 18		
At 1 January 2003	356,265	–	73	39,543	2,982	(89)	85,795	484,569	
Issue of shares									
Exercise of share options	6,665	2,399	–	–	–	–	–	9,064	
Conversion of warrants	361	130	–	–	–	–	–	491	
Net gains and losses not recognised in the income statement – Currency translation differences	–	–	–	–	–	85	–	85	
Net profit for the year	–	–	–	–	–	–	43,528	43,528	
Final dividend for 2002 (6.3 sen per share, less tax)	–	–	–	–	–	–	(17,521)	(17,521)	
Interim dividend for 2003 (3.0 sen per share, less tax)	–	–	–	–	–	–	(30,178)	(30,178)	
At 31 December 2003	363,291	2,529	73	39,543	2,982	(4)	81,624	490,038	
	Note 17	Note 18	Note 18	Note 18	Note 18	Note 18	Note 18		

The notes set out on pages 80 to 108 form an integral part of, and should be read in conjunction with, these financial statements.

Statement of Changes in Equity

FOR THE YEAR ENDED 31 DECEMBER 2003

Amounts in RM'000 unless otherwise stated

Company	← Non-distributable →			Distributable		Total
	Share capital	Share premium	Capital redemption reserve	Revaluation reserve	Retained profits	
At 1 January 2002	356,265	–	73	56,951	110,179	523,468
Effect on adoption of MASB 25	–	–	–	(21,640)	–	(21,640)
Restated balance	356,265	–	73	35,311	110,179	501,828
Net profit for the year	–	–	–	–	33,905	33,905
Effect on adoption of MASB 25	–	–	–	–	94	94
Restated balance	–	–	–	–	33,999	33,999
Realisation of revaluation reserve	–	–	–	(1,787)	1,787	–
Final dividend for 2001 (6.3 sen per share, less tax)	–	–	–	–	(15,977)	(15,977)
Interim dividend for 2002 (3.0 sen per share, less tax)	–	–	–	–	(7,608)	(7,608)
At 31 December 2002	356,265	–	73	33,524	122,380	512,242
Issue of shares:						
Exercise of share options	6,665	2,399	–	–	–	9,064
Conversion of warrants	361	130	–	–	–	491
Net profit for the year	–	–	–	–	16,793	16,793
Final dividend for 2002 (5.0 sen per share, tax exempt)	–	–	–	–	(17,521)	(17,521)
Interim dividend for 2003 (5 sen per share, tax exempt and 5 sen per share, less tax)	–	–	–	–	(30,178)	(30,178)
At 31 December 2003	363,291	2,529	73	33,524	91,474	490,891
	Note 17	Note 18	Note 18	Note 18	Note 18	

The notes set out on pages 80 to 108 form an integral part of, and should be read in conjunction with, these financial statements.

Cash Flow Statements

FOR THE YEAR ENDED 31 DECEMBER 2003

Amounts in RM'000 unless otherwise stated

	Note	Group		Company	
		2003	2002	2003	2002
Cash flows from operating activities					
Profit before taxation		58,242	58,281	22,312	34,790
Adjustments for:					
Impairment of investment in subsidiary		–	–	3,000	–
Amortisation of research and development expenditure		772	1,420	–	–
Depreciation and amortisation of property, plant and equipment		29,529	30,688	862	914
(Gain)/Loss on disposal of investments		(18,988)	(43,125)	337	(27,012)
Gain on disposal of subsidiaries		(17,481)	–	(3,179)	–
Goodwill written off		–	45	–	–
Loss/(Gain) on disposal of property, plant and equipment		870	(375)	(80)	(535)
Property, plant and equipment written off		176	16	–	–
Retirement benefits charged		–	359	–	205
Retirement benefits written back		(2,000)	(7,418)	(2,000)	(4,162)
Share of profits in associates		(1,535)	(96)	–	–
Translation adjustment		85	(202)	–	–
Dividends received		(510)	(200)	(27,187)	(4,600)
Waiver of inter-company debts		–	–	5,995	–
Operating profit/(loss) before working capital changes		49,160	39,393	60	(400)
Changes in working capital:					
Inventories		(12,531)	5,897	–	–
Trade and other receivables		(1,904)	18,124	85,661	(41,855)
Trade and other payables		51,590	(7,627)	25,746	18,778
Cash generated from/(used in) operations		86,315	55,787	111,467	(23,477)
Payment for retirement benefits		–	(1,075)	–	–
Tax paid		(9,691)	(13,513)	(1,797)	(3,937)
Net cash generated from/(used in) operating activities		76,624	41,199	109,670	(27,414)

Cash Flow Statements

FOR THE YEAR ENDED 31 DECEMBER 2003

Amounts in RM'000 unless otherwise stated

	Note	Group		Company	
		2003	2002	2003	2002
Cash flows from investing activities					
Proceeds from disposal of property, plant and equipment		12,088	3,488	154	3,041
Proceeds from disposal of investments		41,210	62,658	3,149	33,879
Proceeds from disposal of subsidiary	31	6,846	–	7,300	–
Purchase of investments		–	(5,052)	–	–
Purchase of property, plant and equipment		(11,484)	(20,015)	(262)	(215)
Development expenditure		(772)	(1,415)	–	–
Dividends received		53	146	12,118	3,314
Acquisition of subsidiary, net of cash acquired		–	5	–	–
Net cash generated from investing activities		47,941	39,815	22,459	40,019
Cash flows from financing activities					
Dividends paid to shareholders of the Company		(47,699)	(23,585)	(47,699)	(23,585)
Dividends paid to minority shareholders		(6,491)	(4,665)	–	–
Proceeds from exercise of ESOS		9,064	–	9,064	–
Proceeds from exercise of warrants		491	–	491	–
Share buy-back		(2,655)	(120)	(2,655)	(120)
Proceeds of hire purchase creditor		–	460	–	–
Proceeds from bonds		–	160,190	–	160,190
Proceeds of borrowings		18,063	3,392	–	–
Repayment of loans		(50,000)	(79,693)	(50,000)	–
Payment of hire purchase creditor		(651)	(96)	–	–
Net cash (used in)/generated from financing activities		(79,878)	55,883	(90,799)	136,485
Net increase in cash and cash equivalents		44,687	136,897	41,330	149,090
Cash and cash equivalents at beginning of year		182,663	45,766	162,337	13,247
Cash and cash equivalents at end of year	(i)	227,350	182,663	203,667	162,337

(i) Cash and cash equivalents

Cash and cash equivalents included in the cash flow statements comprise the following balance sheet amounts:

	Group		Company	
	2003	2002	2003	2002
Cash and bank balances	23,648	24,434	893	5,007
Short term deposits	206,516	161,736	202,774	157,330
Bank overdrafts	(2,814)	(3,507)	–	–
	227,350	182,663	203,667	162,337

The notes set out on pages 80 to 108 form an integral part of, and should be read in conjunction with, these financial statements.

Notes to the Financial Statements

Amounts in RM'000 unless otherwise stated

1. Summary of Significant Accounting Policies

The following accounting policies are adopted by the Group and by the Company and are consistent with those adopted in previous years except for the adoption of the following:

- (i) MASB 25, Income Taxes;
- (ii) MASB 27, Borrowing Costs; and
- (iii) MASB 29, Employee Benefits.

In addition to the new policies and extended disclosures where required by these new standards, the effects of the changes in the above accounting policies are disclosed in Note 32 to these financial statements.

(a) Basis of accounting

The financial statements of the Group and of the Company are prepared on the historical cost basis except as disclosed in the notes to the financial statements and in compliance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia.

(b) Basis of consolidation

Subsidiaries are those enterprises controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control effectively commences until the date that control effectively ceases. Subsidiaries are consolidated using the acquisition method of accounting.

A subsidiary is excluded from consolidation when either control is intended to be temporary if the subsidiary is acquired and held exclusively with a view of its subsequent disposal in the near future and it has not previously been consolidated or it operates under transfer funds to the Company. Subsidiaries excluded on these grounds are accounted for as investments.

Under the acquisition method of accounting, the results of subsidiaries acquired or disposed of during the year are included from the date of acquisition or up to the date of disposal. At the date of acquisition, the fair values of the subsidiaries' net assets are determined and these values are reflected in the Group financial statements. The difference between the acquisition cost and the fair values of the subsidiaries' net assets is goodwill or reserve on consolidation as appropriate. In line with the Directors' opinion, the balance sheet of the Group and the Company should only reflect tangible assets and goodwill on consolidation is written off to the income statement.

Intragroup transactions and balances and the resulting unrealised profits are eliminated on consolidation. Unrealised losses resulting from intragroup transactions are also eliminated unless cost cannot be recovered.

(c) Associates

Associates are those enterprises in which the Group has significant influence, but not control, over the financial and operating policies.

The consolidated financial statements include the total recognised gains and losses of associates on an equity accounted basis from the date that significant influence effectively commences until the date that significant influence effectively ceases.

Unrealised profits arising on transactions between the Group and its associates which are included in the carrying amount of the related assets and liabilities are eliminated partially to the extent of the Group's interests in the associates. Unrealised losses on such transactions are also eliminated partially unless cost cannot be recovered.

1. Summary of Significant Accounting Policies (Cont'd)

(d) Property, plant and equipment

Land and buildings are stated at cost or Directors' valuation based on open market valuations by professional firms of valuers less accumulated depreciation. Additions to land and buildings subsequent to the valuations and other plant and equipment are stated at cost.

The Group revalues its properties at regular intervals of not less than five years. Surpluses arising from revaluation are credited to the property revaluation reserve. Any deficit arising is offset against the revaluation reserve to the extent of a previous increase for the same property. In all other cases, a decrease in carrying amount will be charged to the income statement.

Plant and equipment are stated at cost less accumulated depreciation.

Depreciation

No amortisation is provided on leasehold land with unexpired lease terms of more than fifty years. The effect of this non-amortisation is not material in the context of the Group's and Company's financial statements.

Leasehold land with unexpired lease terms of less than fifty years are amortised in equal instalments over the remaining period of their leases.

Other property, plant and equipment are depreciated on a straight line basis to write off the cost of the assets over the term of their estimated useful lives at the following principal annual rates:

Building and site fixtures	2% to 10%
Plant, machinery and equipment	7½% to 25%
Motor vehicles	25%

(e) Research and development expenditure

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in the income statements as an expense as incurred.

Expenditure on development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised if the product or process is technically and commercially feasible and the Group and the Company have sufficient resources to complete development. The expenditure capitalised includes the cost of materials, direct labour and an appropriate proportion of overheads. Other development expenditure is recognised in the income statements as an expense as incurred.

Capitalised development expenditure is amortised and recognised as an expense on a systematic basis so as to reflect the pattern in which the related economic benefits are recognised over 5 to 10 years.

(f) Investments

Long term investments are stated at cost. An allowance is made when the Directors are of the view that there is a diminution in their value which is other than temporary.

(g) Trade and other receivables

Trade and other receivables are stated at cost less allowance for doubtful debts.

1. Summary of Significant Accounting Policies (Cont'd)

(h) Employee benefits

(i) Defined contribution plans

Obligations for contributions to defined contribution plans are recognised as an expense in the income statement as incurred.

(ii) Equity compensation benefits

The Employees' Share Option Scheme ("ESOS") allows Group employees to acquire shares of the Company. When the options are exercised, equity is increased by the amount of the proceeds received.

(i) Retirement benefits

The Group and the Company contribute to an approved retirement benefit scheme in respect of their contractual obligations to management staff. Any deficit/ surplus arising as a result of actuarial valuations will be charged/credited against profits over the estimated remaining service lives of the employees.

The amount charged against profits is calculated with reference to actuarial advice and represents a proper charge to cover the service liabilities and an appropriate proportion of the deficit/surplus.

The retirement benefits scheme was dissolved on 31 December 2002.

(j) Provisions

A provision is recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation (legal or constructive) as a result of a past event and a reliable estimate can be made of the amount.

(k) Liabilities

Borrowings and trade and other payables are stated at cost.

(l) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis and consists of materials, and where applicable, direct labour and an appropriate proportion of fixed and variable production overheads.

(m) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances and deposits with banks and short-term, highly liquid investments with maturity of three months or less from the date of acquisition, which are readily convertible to known amount of cash and which are subjected to insignificant risk of changes in value. For the purpose of the cash flow statement, cash and cash equivalents are presented net of bank overdrafts and pledged deposits, if any.

(n) Impairment

The carrying amount of assets, other than inventories, deferred tax assets and financial assets (other than investments in subsidiaries and associates), are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset or the cash-generating unit to which it belongs exceeds its recoverable amount. Impairment losses are recognised in the income statement, unless the asset is carried at a revalued amount, in which case the impairment loss is charged to equity.

1. Summary of Significant Accounting Policies (Cont'd)

(n) Impairment (continued)

The recoverable amount is the greater of the asset's net selling price and its value in use. In assessing value in use, estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss has been recognised. The reversal is recognised in the income statement, unless it reverses an impairment loss on a revalued asset, in which case it is taken to equity.

(o) Repurchase of shares

When shares are repurchased, the amount of the consideration paid, including directly attributable costs, is recognised as a change in equity. Repurchased shares are reclassified as treasury shares and presented as a deduction from total equity.

(p) Capitalisation of borrowing costs

Borrowing costs on expenditure incurred on property, plant and equipment that require a substantial period of time to get ready for their intended use are capitalised.

Capitalisation of borrowing costs will cease when the assets are ready for their intended use.

The capitalisation rate used to determine the amount of borrowing costs eligible for capitalisation is the weighted average of the borrowing costs applicable to the Group's borrowings that are outstanding during the year, other than borrowings made specifically for the purpose of financing a specific capital work-in-progress or property under development, in which case the actual borrowing cost incurred on that borrowing less any investment income on the temporary investment of that borrowing will be capitalised.

Capitalisation of borrowing costs is suspended during extended periods in which active development is interrupted.

(q) Income tax

Tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

1. Summary of Significant Accounting Policies (Cont'd)

(r) Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated to Ringgit Malaysia at rates of exchange ruling at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to Ringgit Malaysia at the foreign exchange rates ruling at that date. Foreign exchange differences arising on translation are recognised in the income statements.

(ii) Financial statements of foreign operations

The Group's foreign operations are not considered an integral part of the Company's operations. Accordingly, the assets and liabilities of foreign subsidiary companies have been translated into Ringgit Malaysia at the rate of exchange ruling at the balance sheet date. Income and expense items of foreign subsidiary companies are accounted for based on the average rate of exchange applicable for the year. On consolidation, exchange differences arising from the restatement at year end rates of the opening net investments in overseas subsidiary companies are taken to reserves.

The closing rates used in translation of foreign currency monetary assets and liabilities and the financial statements of foreign operations are as follows:

1USD	RM3.80	(2002 : 1USD	RM3.80)
1SGD	RM2.22	(2002 : 1SGD	RM2.19)
1CAD	RM2.90	(2002 : 1CAD	RM2.41)

(s) Derivative financial instruments

The Group uses derivative financial instruments, including forward foreign exchange contracts, to hedge its exposure to foreign exchange arising from operational activities.

Derivative financial instruments used for hedging purposes are accounted for on an equivalent basis as the underlying assets, liabilities or net positions. Any profit or loss arising is recognised on the same basis as that arising from the related assets, liabilities or net positions.

Derivatives that do not qualify for hedge accounting are accounted for as trading instruments and marked to market at balance sheet date. Any profit or loss is recognised in the income statement.

(t) Revenue recognition

(i) Goods sold

Revenue from sale of goods is measured at the fair value of the consideration receivable and is recognised in the income statement when the significant risks and rewards of ownership have been transferred to the buyer.

(ii) Services

Revenue from services is recognised upon completion of the services.

(iii) Rental/Interest income

Rental and interest income are recognised in the income statement on an accrual basis.

(iv) Dividend income

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

Notes to the Financial Statements

1. Summary of Significant Accounting Policies (Cont'd)

(u) Expenses

(i) Operating lease payments

Payment made under operating leases are recognised in the income statement on a straight line basis over the term of the lease.

(ii) Financing costs

All interest and other costs incurred in connection with borrowings, other than that capitalised in accordance with Note 1(p), are expensed as incurred.

2. Operating Profit

	Group		Company	
	2003	2002	2003	2002
Revenue				
Sale of goods	562,862	495,005	–	–
Services	11,462	21,252	–	–
Rental income	2,389	2,102	5,976	5,762
	576,713	518,359	5,976	5,762
Cost of sales	(486,872)	(433,130)	(1,532)	(1,207)
Gross profit	89,841	85,229	4,444	4,555
Other operating income	48,451	53,926	32,885	43,909
Distribution cost	(7,063)	(6,889)	–	–
Administrative expenses	(46,372)	(43,772)	(7,390)	(4,462)
Other operating expenses	(23,707)	(27,191)	(8,995)	(6,708)
Operating profit	61,150	61,303	20,944	37,294
Operating profit is arrived at after charging/(crediting):				
Advances to retirement benefit scheme written off	–	8,234	–	8,234
Allowance for doubtful debts	182	1,144	–	–
Amortisation of research and development expenditure	772	1,420	–	–
Auditors' remuneration	147	167	20	17
Depreciation and amortisation of property, plant and equipment	29,529	30,688	862	914
Directors' remuneration				
– fees	285	271	233	231
– emoluments	4,242	1,904	2,264	499
Goodwill written off	–	45	–	–
Inventories written down	378	198	–	–
Inventories written-off	1,738	473	–	–
Rental of premises	6,001	3,521	649	859
Rental of equipment	25	59	–	–
Property, plant and equipment written off	176	16	–	–
Loss/(Gain) on disposal of property, plant and equipment	870	(375)	(80)	(535)
Waiver of inter-company debts	–	–	5,995	–
Gain on disposal of subsidiaries	(17,481)	–	(3,179)	–
Bad debts written back	(22)	(720)	–	–
Provision for retirement benefit written back	(2,000)	(7,418)	(2,000)	(4,162)

Notes to the Financial Statements

2. Operating Profit (Cont'd)

	Group		Company	
	2003	2002	2003	2002
Operating profit is arrived at after charging/(crediting) (continued):				
Impairment of investment in subsidiary	–	–	3,000	–
Dividends received (gross) from:				
Unquoted subsidiaries	–	–	(27,114)	(11,588)
Shares quoted in Malaysia	(504)	(1,367)	(67)	(111)
Unquoted associate	(6)	–	(6)	(6)
Foreign exchange gain – realised	219	(761)	–	–
(Gain)/Loss on disposal of investments	(18,988)	(43,125)	337	(27,012)
Royalty income	(277)	(174)	(277)	(174)

Benefits provided to Directors:

The estimated monetary value of Director, benefits-in-kind is RM190,000 (2002 – RM192,000) for the Group and RM50,000 (2002 – RM53,000) for the Company.

3. Interest Income

	Group		Company	
	2003	2002	2003	2002
Interest receivable from subsidiaries	–	–	3,636	522
Interest receivable from associated company	92	92	–	–
Waiver of interest due to minority shareholder	–	4,021	–	–
Other interest income	5,916	1,365	3,958	1,017
	6,008	5,478	7,594	1,539

In 2002, a minority shareholder in a subsidiary waived interest amounting to RM4.021 million.

4. Interest Expense

	Group		Company	
	2003	2002	2003	2002
Interest expense	10,451	8,596	6,191	2,019
Waiver of interest due from a subsidiary	–	–	–	2,024
Interest payable to subsidiaries	–	–	35	–
	10,451	8,596	6,226	4,043

In 2002, the Company waived interest due from a subsidiary.

5. Tax Expense

	Group		Company	
	2003	2002	2003	2002
Current tax in respect of the profit for the year	9,637	4,128	2,799	753
Under provision in respect of previous years	822	1,098	755	–
Real property gain tax	960	132	960	132
Deferred tax (income)/expense				
Origination and reversal of temporary differences	(1,444)	(1,194)	1,005	–
Under provision in respect of previous years	–	118	–	(94)
Tax expense on share of profit of associates	357	–	–	–
	10,332	4,282	5,519	791

Reconciliation of effective tax rate

	2003	2002
	%	%
Group		
Profit before taxation	100	100
Income tax using Malaysian tax rates	28	28
Effect of different tax rates in foreign jurisdiction	–	1
Non-deductible expenses	5	6
Tax exempt income	(20)	(29)
Effect of deferred tax benefits not recognised	3	–
Real property gain tax	2	–
Other items	(1)	–
	17	6
Under provision in prior years	1	1
Tax expense	18	7
Company		
Profit before taxation	100	100
Income tax using Malaysian tax rates	28	28
Non-deductible expenses	14	8
Tax exempt income	(24)	(34)
Real property gain tax	4	–
	22	2
Under provision in prior years	3	–
Tax expense	25	2

Notes to the Financial Statements

6. Earnings per Share

	Group	
	2003	2002
Basic earnings per share:		
Profit after tax and minority shareholders' interests	43,528	49,358
Issued ordinary shares at beginning of the year ('000)	352,219	352,237
Effects of shares purchased ('000)	(88)	(18)
Weighted average number of shares ('000)	352,131	352,219
Basic earnings per share (sen)	12.4	14.0

Diluted earnings per share for year ended 31 December 2003 is calculated as follows:

	Group	
	2003	2002
Profit after tax and minority shareholders' interests	43,528	49,358
After tax effect of notional interest savings	9,138	6,264
Net profit attributable to ordinary shareholders (diluted)	52,666	55,622
Weighted average number of shares as above	352,131	352,219
Effect of warrants – A	88,982	88,982
Effect of warrants – B	87,680	–
Effect of ESOS	10,898	–
	539,691	441,201
Diluted earnings per share (sen)	9.8	12.6

7. Property, Plant and Equipment

Group	Freehold land and buildings	Long term leasehold land and buildings	Short term leasehold land and buildings	Plant machinery and equipment	Total
Cost or valuation					
At 1 January 2003	61,799	250,798	1,840	376,825	691,262
Additions	–	5	–	11,479	11,484
Disposal of subsidiaries	(2,510)	(35,385)	(1,620)	(21,794)	(61,309)
Disposals	(9,763)	(245)	–	(7,460)	(17,468)
Write off	–	–	–	(428)	(428)
At 31 December 2003	49,526	215,173	220	358,622	623,541
Representing items at:					
Cost	686	38,530	220	358,622	398,058
Directors' valuation					
– 2000	48,840	176,643	–	–	225,483
	49,526	215,173	220	358,622	623,541

Notes to the Financial Statements

7. Property, Plant and Equipment (Cont'd)

Group	Freehold land and buildings	Long term leasehold land and buildings	Short term leasehold land and buildings	Plant machinery and equipment	Total
Accumulated depreciation					
At 1 January 2003	820	29,526	605	242,517	273,468
Charge for the year	58	2,390	22	27,059	29,529
Disposal of subsidiaries	–	(2,859)	(496)	(12,606)	(15,961)
Disposal	–	(62)	–	(4,448)	(4,510)
Write off	–	–	–	(252)	(252)
At 31 December 2003	878	28,995	131	252,270	282,274
Net book value					
At 31 December 2003	48,648	186,178	89	106,352	341,267
At 31 December 2002	60,977	221,274	1,235	134,308	417,794
Depreciation charge for the year ended 31 December 2002	65	3,156	107	27,360	30,688
Company	Freehold land and buildings	Long term leasehold land and buildings	Plant machinery and equipment	Total	
Cost or valuation					
At 1 January 2003		49,062	132,505	5,262	186,829
Additions		–	–	262	262
Disposals		–	–	(964)	(964)
At 31 December 2003		49,062	132,505	4,560	186,127
Representing items at:					
Cost		222	–	4,560	4,782
Directors' valuation – 2000		48,840	132,505	–	181,345
		49,062	132,505	4,560	186,127
Accumulated depreciation					
At 1 January 2003		806	12,387	3,926	17,119
Charge for the year		53	411	398	862
Disposals		–	–	(890)	(890)
At 31 December 2003		859	12,798	3,434	17,091
Net book value					
At 31 December 2003		48,203	119,707	1,126	169,036
At 31 December 2002		48,257	120,118	1,335	169,710
Depreciation charge for the year ended 31 December 2002		55	413	446	914

Land and buildings are stated at Directors' valuation based on valuations by independent professional valuers on the open market basis conducted in November 2000.

Notes to the Financial Statements

7. Property, Plant and Equipment (Cont'd)

Had the land and buildings been carried at historical cost less accumulated depreciation, the carrying amount of the revalued assets that would have been included in the financial statements at the end of the year would be as follows:

	Group		Company	
	2003	2002	2003	2002
Freehold land and buildings	14,023	14,076	14,023	14,076
Long term leasehold land and buildings	65,583	72,253	54,637	55,049
	79,606	86,329	68,660	69,125

Property, plant and equipment of the Group with a carrying value of Nil (2002 - RM35.8 million) are charged to banks as security for borrowings.

8. Subsidiaries

	Company	
	2003	2002
Unquoted shares	165,793	180,329
Less: Impairment loss	(3,000)	–
	162,793	180,329

Details of the subsidiaries are as follows:

Subsidiary companies	Principal activities	Country of incorporation	Effective ownership interest	
			2003 %	2002 %
CCM Fertilizers Sdn. Bhd. and its subsidiaries:	Manufacture and marketing of fertilizers	Malaysia	50.1	50.1
Max Agriculture Sdn. Bhd.	Dormant	Malaysia	50.1	50.1
CCMF Agronomic and Technical Services Sdn. Bhd.*	Dormant	Malaysia	50.1	50.1
CCM Chemicals Sdn. Bhd. and its subsidiaries:	Manufacture and marketing of chlor-alkali products and marketing of chemicals	Malaysia	80.0	80.0
CCM Watercare Sdn. Bhd.	Marketing of water treatment products	Malaysia	80.0	80.0
CCM Singapore Pte. Ltd.*	Marketing of chlor-alkali products and chemicals	Singapore	80.0	80.0

8. Subsidiaries (Cont'd)

Subsidiary companies	Principal activities	Country of incorporation	Effective ownership interest	
			2003 %	2002 %
CCM Chemtrans Sdn. Bhd.	Dormant	Malaysia	80.0	80.0
PT CCM Indonesia**	Marketing of chemicals	Indonesia	80.0	80.0
CCM Chemtrade Sdn. Bhd.	Dormant	Malaysia	80.0	80.0
CCM Pharma Sdn. Bhd.	Manufacture of pharmaceutical and healthcare products	Malaysia	100.0	100.0
Columbia Pacific Healthcare Sdn. Bhd. and its subsidiaries:***	Development and operation of medical centres and other related medical services and centres	Malaysia	–	51.0
Columbia Pacific Healthcare Management Sdn. Bhd.	Management of healthcare facilities	Malaysia	–	51.0
CPH Extended Care Sdn. Bhd.	Operation of healthcare facilities	Malaysia	–	51.0
CPH Imaging Sdn. Bhd.	Operation of magnetic resonance imaging centre	Malaysia	–	51.0
CPH Mont Kiara Internal Care Sdn. Bhd.	Dormant	Malaysia	–	75.5
CPH Seremban Acute Care Sdn. Bhd.	Operation of healthcare facilities	Malaysia	–	49.6
Pelangi Atlantik Sdn. Bhd.	Dormant	Malaysia	–	75.5
Tunas Idaman Sdn. Bhd.	Dormant	Malaysia	–	51.0
Prima Health Pharmacy (Retail) Sdn. Bhd.	Marketing and retailing of pharmaceutical and healthcare products	Malaysia	100.0	100.0
Tekan Maju Sdn. Bhd. and its subsidiaries:	Investment holding	Malaysia	100.0	100.0
Euphorex Corporation Sdn. Bhd.	Investment holding	Malaysia	100.0	100.0

Notes to the Financial Statements

8. Subsidiaries (Cont'd)

Subsidiary companies	Principal activities	Country of incorporation	Effective ownership interest	
			2003 %	2002 %
Kibaran Kemas Sdn. Bhd.	Investment holding	Malaysia	100.0	100.0
Liberal Wira Sdn. Bhd.	Investment holding	Malaysia	100.0	100.0
Orineum Corporation Sdn. Bhd.	Investment holding	Malaysia	100.0	100.0
Perconic Resources Sdn. Bhd.	Investment holding	Malaysia	100.0	100.0
Usaha Progresif Sdn. Bhd.	Investment holding	Malaysia	100.0	100.0
Upha Pharmaceutical Manufacturing (M) Sdn. Bhd.	Manufacture of pharmaceutical and healthcare products	Malaysia	100.0	100.0
Upha Corporation (M) Sdn. Bhd. and its subsidiaries:	Marketing of pharmaceutical and healthcare products	Malaysia	100.0	100.0
Ho Han Medical Company Sdn. Bhd.	Manufacture and marketing of pharmaceutical and healthcare products	Malaysia	100.0	100.0
Sentosa Pharmacy Sdn. Bhd.	Marketing of pharmaceutical and healthcare products	Malaysia	61.7	61.7
Unique Pharmacy (Ipoh) Sdn. Bhd.	Marketing of pharmaceutical and healthcare products	Malaysia	73.3	73.3
Unique Pharmacy (Penang) Sdn. Bhd.	Marketing of pharmaceutical and healthcare products	Malaysia	72.0	72.0
Negeri Pharmacy Sdn. Bhd.	Marketing of pharmaceutical and healthcare products	Malaysia	100.0	100.0
Envirochem Consultants Sdn. Bhd.	Dormant	Malaysia	100.0	100.0
Danau Insas Sdn. Bhd.	Investment holding	Malaysia	–	100.0
Innovax Sdn. Bhd.	Research and development of pharmaceutical products	Malaysia	100.0	100.0
CCM Investments Limited**	Investment holding	British Virgin Islands	100.0	100.0

* Not audited by KPMG

** Consolidated based on management financial statements

*** Columbia Pacific Healthcare Sdn Bhd and its subsidiaries were disposed off effective from 30 June 2003 (see Note 31).

Notes to the Financial Statements

9. Associates

	Group		Company	
	2003	2002	2003	2002
Unquoted ordinary shares in Malaysia, at cost	1,598	4,927	119	119
Group's share of post acquisition profits less losses	133	(2,977)	–	–
	1,731	1,950	119	119
Group's share of net assets	1,731	1,950		

The associates are as follows:

Associates	Principal activities	Country of incorporation	Effective ownership interest	
			2003 %	2002 %
CPH (Sarawak) Sdn. Bhd.	Operation of healthcare facilities	Malaysia	–	40.0
Orica-CCM Energy Systems Sdn. Bhd.	Marketing of explosives	Malaysia	36.0	36.0
Usaha Kimia (Malaysia) Sdn. Bhd.	Marketing of chlor-alkali and chemical products	Malaysia	36.0	30.0

10. Investments

	Group		Company	
	2003	2002	2003	2002
At cost				
Quoted shares				
– in Malaysia	18,321	40,543	10,959	14,445
– outside Malaysia	62,728	62,728	24,937	24,937
	81,049	103,271	35,896	39,382
Unquoted shares	5,415	–	5,415	–
	86,464	103,271	41,311	39,382
Market value of quoted shares:				
– in Malaysia	23,628	40,933	17,269	5,260
– outside Malaysia	315,658	90,972	137,662	39,167

Notes to the Financial Statements

11. Development Expenditure

	Group	
	2003	2002
Cost		
Balance at 1 January	9,639	8,224
Incurred during the year	772	1,415
Balance at 31 December	10,411	9,639
Accumulated amortisation		
Balance at 1 January	2,846	1,426
Amortisation charge for the year	772	1,420
Balance at 31 December	3,618	2,846
Net book value		
At 31 December	6,793	6,793

12. Inventories

	Group	
	2003	2002
Raw materials		
At cost	26,749	23,486
At net realisable value	–	173
Work-in-progress – At cost	2,760	3,099
Finished products		
At cost	62,529	53,209
At net realisable value	7,058	6,535
Spares and consumables - At cost	15,579	15,642
	114,675	102,144

13. Trade and Other Receivables

	Group		Company	
	2003	2002	2003	2002
Trade receivables	110,128	93,051	–	–
Other receivables	42,036	58,147	33,559	43,286
Amounts owing by subsidiaries	–	–	137,527	201,147
Amounts owing by associated companies	2,437	2,599	92	91
Tax recoverable	2,853	2,083	1,669	627
	157,454	155,880	172,847	245,151

13. Trade and Other Receivables (Cont'd)

Other receivables include:

- (a) an amount owing by Chemical Company of Malaysia Group Retirement Scheme of RM0.1 million (2002 – RM4.5 million) to the Group and RM0.1 million (2002 – RM1.6 million) to the Company;
- (b) proceeds from the listing of the detachable warrants, pursuant to the Bonds with Warrants issue, amounting to nil (2002 - RM39.8 million);
- (c) an amount due from a previous subsidiary, Columbia Pacific Healthcare Sdn Bhd (“CPH”), amounting to RM27.2 million. The new shareholder of CPH has signed an agreement to settle the amounts due from CPH (originally RM35.1 million) by April 2005 together with interest at 6.8% per annum from the date of the agreement; a discount of RM3 million has been agreed if the amount outstanding is fully settled by April 2004;
- (d) balance RM5 million receivable from the disposal of CPH Group (see Note 31).

The amounts owing by subsidiaries are unsecured, bear interest at rates of up to 6.75% (2002 – up to 10%) per annum and have no fixed terms of repayment.

Amounts owing by associates represent balances arising from trade transactions.

14. Cash and Bank Balances

	Group		Company	
	2003	2002	2003	2002
Short term deposits with				
– licensed banks	65,580	17,206	61,838	12,800
– licensed finance companies	130,836	136,130	130,836	136,130
– discount houses	10,100	8,400	10,100	8,400
Cash and bank balances	23,648	24,434	893	5,007
	230,164	186,170	203,667	162,337

15. Trade and Other Payables

	Group		Company	
	2003	2002	2003	2002
Trade payables	73,156	55,254	–	–
Other payables and accruals	18,839	25,688	2,535	3,348
Amounts owing to subsidiaries	–	–	45,239	18,680
	91,995	80,942	47,774	22,028

The amounts owing to subsidiaries are unsecured, interest free and have no fixed terms of repayment.

Notes to the Financial Statements

16. Short Term Borrowings (Unsecured)

	Group	
	2003	2002
Bank overdrafts	2,814	3,507
Bankers acceptances	25,978	51,594
Revolving credit	20,000	–
Foreign currency loan in US dollars (USD)	23,679	–
	72,471	55,101

The bank overdrafts bear interest at rates ranging from 7.4% to 7.7% (2002 – 6.65% to 8.40%) per annum.

The bankers acceptances bear interest at rates ranging from 2.90% to 3.03% (2002 – 2.90% to 3.80%) per annum.

The revolving credit bears interest at 3.60% per annum.

The foreign currency loan bears interest at 1.98% per annum.

17. Share Capital

	Group and Company	
	2003	2002
Authorised:		
Ordinary shares of RM1 each		
Opening balance	800,000	500,000
Increase during the year	–	300,000
Closing balance	800,000	800,000
Issued and fully paid:		
Ordinary shares of RM1 each		
Opening balance	356,265	356,265
Shares issued under ESOS	6,665	–
Conversion of 361,000 (2002 – Nil) warrants to new ordinary shares of RM1 each during the year	361	–
Closing balance	363,291	356,265

On 8 February 1996, the Company issued RM150,000,000 nominal amount of 3% Redeemable Non-Guaranteed Unsecured Bonds 1996/2001 together with 44,539,350 (adjusted to 89,078,700 after the bonus issue) detachable Warrants-A at 100% of the nominal value of the bonds to Bumiputra Merchant Bankers Berhad as primary subscriber.

On 26 April 1996, the primary subscriber offered for sale 44,539,350 (adjusted to 89,078,700 after the bonus issue) Warrants-A at an offer price of RM0.851 (adjusted to RM0.426 after the bonus issue) per warrant on a non-renounceable basis to the shareholders of the Company on the basis of one (1) warrant for every four (4) existing ordinary shares held.

17. Share Capital (Cont'd)

These Warrants-A confer upon the registered holder the right to subscribe for one ordinary share ("New Share") of RM1.00 each in the Company at an exercise price of RM5.90 (adjusted to RM2.95 after the bonus issue) for each New Share, subject to adjustments under certain circumstances in accordance with the Deed Poll dated 5 February 1996, at any time during the period of three (3) years and nine (9) months commencing from the date of the first anniversary of issue of the warrants.

The Company obtained approval from the shareholders and Warrant-A holders at an extraordinary general meeting and warrant holders' meeting held on 22 April 1999 to extend the duration and exercise period of the Company's warrants to ten (10) years, up to and including 7 February 2006.

On 27 December 2002, the Company issued RM200,000,000 nominal amount of 7-year 3% Fixed Rate Bonds ("Bonds") together with 88,040,592 detachable Warrants-B at 100% of the nominal amount of the Bonds to AmMerchant Bank Berhad as primary subscriber.

On 13 January 2003, the primary subscriber offered for sale 88,040,592 Warrants-B at an offer price of RM0.4522 per warrant on a non-renounceable basis to the shareholders of the Company on the basis of one (1) warrant for every four (4) existing ordinary shares held.

During the year, the Company purchased 1,785,000 (2002 – 75,000) of its issued and paid up shares from the open market. The average price paid for the shares purchased was RM1.49 (2002 – RM1.59) per share. The repurchase transactions were financed by internally generated funds. The shares purchased are being held as treasury shares in accordance with the requirement of Section 67A of the Companies Act 1965 and carried at cost. The number of outstanding shares in issue after deducting treasury shares held is 357,403,000 (2002 – 352,162,000) ordinary shares of RM1 each. Treasury shares have no rights to voting, dividends and participation in other distributions. No (2002 – Nil) treasury shares were sold during the year.

18. Reserves

	Group		Company	
	2003	2002	2003	2002
Non-distributable				
Share premium	2,529	–	2,529	–
Capital redemption reserve	73	73	73	73
Revaluation reserve	39,543	39,543	33,524	33,524
Other capital reserve	2,982	2,982	–	–
Foreign translation reserve	(4)	(89)	–	–
Distributable				
Retained profits	81,624	85,795	91,474	122,380
	126,747	128,304	127,600	155,977

Subject to agreement with the Inland Revenue Board, the Company has sufficient tax credit under Section 108 of the Income Tax Act, 1967 ("the Act") to frank the payment of dividends out of its retained profits at 31 December 2003, net of taxation, up to approximately RM98 million (2002 – RM113 million). In addition, the Company can frank payment of tax exempt dividends of approximately RM10 million (2002 – RM20 million) arising from the waived income of 1999 pursuant to the Income Tax (Amendments) Acts, 1999 which was gazetted on 8 July 1999.

Notes to the Financial Statements

19. Minority Shareholders' Interests

This consists of minority shareholders' proportion of share capital and reserves of subsidiaries.

20. Loans

	Group		Company	
	2003	2002	2003	2002
Repayable within twelve months				
Term loans in US Dollars (USD)	16,340	16,340	–	–
Term loans in Ringgit Malaysia (RM)	–	50,912	–	50,000
	16,340	67,252	–	50,000
Repayable after twelve months				
Term loans in Ringgit Malaysia	–	17,319	–	–

The details of term loans obtained by the Group are as follows:

Principal Amount	Interest Rate	Repayment Terms
USD4.3 million unsecured	SIBOR+0.9%	The loan was originally repayable in 2003 and has been rolled over for one year. This USD unsecured loan taken by a subsidiary is guaranteed by the Company.
RM50 million unsecured	Cost of funds +0.5%	The Company's loan was repaid in 2003.
RM12 million secured*	8.75%	The loan is repayable over one hundred and eighty monthly instalments commencing April 2000.
RM3.4 million secured*	8.75%	The loan is repayable over one hundred and eighty monthly instalments commencing June 2000.
RM5 million secured*	10%	The loan is repayable in twenty five half yearly instalments commencing October 2000.
		The above RM secured loans drawn down by a subsidiary are secured against its property, plant and equipment and is guaranteed by another subsidiary.

* These loans relate to Columbia Pacific Healthcare Sdn Bhd and its subsidiaries which were disposed off during the year.

21. Bonds (Unsecured)

On 27 December 2003, the Company issued RM200,000,000 nominal amount of 7-year 3% Fixed Rate Bonds ("Bonds") together with 88,040,592 detachable warrants ("Warrants") at 100% of the nominal amount of the Bonds.

22. Retirement Benefits

	Group		Company	
	2003	2002	2003	2002
At 1 January	–	8,134	–	3,957
Charge for the year	–	359	–	205
Transfers	–	–	–	–
Payments	–	(1,075)	–	–
Write back	–	(7,418)	–	(4,162)
At 31 December	–	–	–	–

The Company and its subsidiaries had participated in the CCM Group Retirement Benefit Scheme (“Scheme”) which is an approved defined benefit scheme established under Section 150 of the Income Tax Act, 1967.

The Board has approved the dissolution of the Scheme and the Scheme had expired on 31 December 2002.

23. Deferred Tax

The amounts, determined after appropriate offsetting, are as follows:

	Group		Company	
	2003	2002	2003	2002
Deferred tax liabilities	33,040	34,752	22,551	21,546
Deferred tax assets	(2,532)	(2,800)	–	–
	30,508	31,952	22,551	21,546

Deferred tax liabilities and assets are offset above where there is a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred taxes relate to the same taxation authority.

The recognised deferred tax assets and liabilities (before offsetting) are as follows:

	Group		Company	
	2003	2002	2003	2002
Property, plant and equipment				
– capital allowances	7,944	10,012	–	–
– revaluation	24,785	24,788	21,546	21,546
Allowances	(696)	(438)	–	–
Unutilised tax losses	(2,530)	(2,410)	–	–
Others	1,005	–	1,005	–
	30,508	31,952	22,551	21,546

Notes to the Financial Statements

23. Deferred Tax (Cont'd)

No deferred tax is recognised for the following items:

	Group	
	2003	2002
Deductible temporary differences	39	140
Unabsorbed capital allowances	1,032	859
Unutilised tax losses	5,465	3,674
	6,536	4,673

The unutilised tax losses, unabsorbed capital allowances and deductible temporary differences do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Group can utilise the benefits.

24. Employee Information

	Group		Company	
	2003	2002	2003	2002
Staff costs	45,111	46,216	2,919	3,382

The number of employees of the Group and of the Company (including Executive Directors) at the end of the year was 1,006 (2002 – 1,294) and 23 (2002 – 28) respectively.

Included in staff costs are contributions to Employees Provident Fund of the Group and the Company amounting to RM5.3 million (2002 – RM4.7 million) and RM72,000 (2002 – RM58,000), respectively.

25. Employee Benefits

Equity compensation benefits
Employee's Share Option Scheme

The Group offers vested share options over ordinary shares to Directors and other employees who have been confirmed in writing as employees of the Group. Movements in the number of share option held by employees are as follows:

	Group and Company	
	2003	2002
Outstanding at 1 January	17,608	17,608
Exercised	(6,665)	–
Lapsed	(701)	–
Outstanding at 31 December	10,242	17,608
Details of share options granted during the period		
Expiry date	16.12.2007	16.12.2007
Exercise price per ordinary share (RM)	1.36	1.36
Aggregate proceeds if shares are issued (RM'000)	23,947	23,947
Details of share options exercised during the period		
Expiry date	16.12.2007	16.12.2007
Exercise price per ordinary share (RM)	1.36	1.36
Aggregate proceeds from issued shares (RM'000)	9,064	–
Fair value at date of issue (RM'000)	14,362	–

25. Employee Benefits (Cont'd)

Term of the options outstanding at 31 December

Expiry date	Exercise price	Group and Company	
		2003 Number	2002 Number
16.12.2007	1.36	10,242	17,608

The Group received proceeds of RM9,064,000 in respect of the 6,665,000 options exercised during the year of which RM6,665,000 was credited to share capital and RM2,399,000 was credited to share premium (refer Note 18).

26. Related Parties

Controlling related party relationships are as follows:

- (a) Its subsidiaries as disclosed in Note 8.
- (b) Its associates as disclosed in Note 9.

Significant related party transactions other than those disclosed elsewhere in the financial statements are as follows:

	Group		Company	
	2003	2002	2003	2002
Shared costs received from subsidiaries	–	–	4,746	5,343
Rental income on land and buildings received from subsidiaries	–	–	3,587	3,660
Sale of products to associate, Usaha Kimia (Malaysia) Sdn. Bhd.	4,192	4,988	–	–

The Directors of the Company are of the opinion that the transactions with subsidiaries/associates have been entered into in the normal course of business under negotiated terms.

27. Segment Information

Segment information is presented in respect of the Group's business segments.

Inter-segment pricing is determined based on negotiated terms.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

All geographical segments are mostly Malaysian based.

Business segments

The Group comprises the following main business segments:

Fertilizers	Manufacture and marketing of fertilizers
Chemicals	Manufacture and marketing of chlor-alkali and coagulant products, chemicals and water treatment products.
Healthcare	Manufacture and marketing of pharmaceutical and healthcare products.
Others	Investment holding

Notes to the Financial Statements

27. Segment information (Cont'd)

	Fertilizers		Chemicals		Healthcare		Others		Eliminations		Consolidated	
	2003	2002	2003	2002	2003	2002	2003	2002	2003	2002	2003	2002
Business Segments												
Revenue from external customers	271,979	203,997	206,719	207,742	95,626	111,072	2,389	2,102	–	(6,554)	576,713	518,359
Inter-segment revenue	3,160	3,190	39,148	17,227	1,373	–	3,587	3,660	(47,266)	(24,077)	–	–
Total revenue	275,139	207,187	245,867	224,969	96,999	111,072	5,976	5,762	(47,266)	(30,631)	576,713	518,359
Segment result	11,304	9,691	7,626	3,020	5,446	5,368	40,591	54,580	(3,817)	(11,356)	61,150	61,303
Unallocated expenses											–	–
Operating profit											61,150	61,303
Interest expense											(10,451)	(8,596)
Interest income											6,008	5,478
Share of profit/(loss) of associates			1,535	262	–	(166)					1,535	96
Profit before taxation											58,242	58,281
Tax expense											(10,332)	(4,282)
Minority interests											(4,382)	(4,641)
Net profit for the year											43,528	49,358
Segment assets	114,364	104,200	205,115	209,378	122,988	175,266	850,426	715,585	(353,544)	(229,577)	939,349	974,852
Investment in associates	–	–	1,541	262	–	1,569	119	119	71	–	1,731	1,950
Total assets											941,080	976,802
Segment liabilities	43,165	22,457	33,192	33,837	10,279	18,032	2,609	3,422	2,750	3,194	91,995	80,942
Unallocated liabilities											324,521	376,996
Total liabilities											416,516	457,938
Capital expenditure	2,160	1,619	3,307	9,871	5,755	8,310	262	215	–	–	11,484	20,015
Depreciation and amortisation	2,084	1,943	19,755	18,807	6,828	10,376	862	982	–	–	29,529	32,108
Non-cash item other than depreciation	–	(1,138)	–	(1,813)	–	(305)	(2,000)	(4,162)	–	–	(2,000)	(7,418)

28. Commitments

	Group		Company	
	2003	2002	2003	2002
Capital commitments not provided for in the financial statements:				
Approved and contracted for	158	1,829	–	1,242
Approved and not contracted for	6,709	3,969	–	–
	6,867	5,798	–	1,242

29. Contingent liabilities

	Company	
	2003	2002
Loan guarantee given for a subsidiary	16,340	16,340

In the ordinary course of business, a claim was made against one of the subsidiaries following the purported wrongful termination of a contract. The Directors are of the opinion that there is no merit to the claim and do not expect any material losses and no provision has been made in the financial statements.

30. Financial instruments

Financial risk management objectives and policies

Exposure to credit, interest rate and currency risk arises in the normal course of the Group business. The Group has written risk management policies and guidelines which sets out their overall business strategies, their tolerance to risk and their general risk management philosophy. Such written policies are reviewed periodically by the Board of Directors.

The Group and Company's accounting policies in relation to derivative financial instruments are set out in Note 1(w).

Credit risk

The Group has a credit policy and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on trade customers.

At balance sheet date, there were no significant concentrations of credit risk except for an amount owing from a plantation customer amounting to RM15.2 million (2002 – RM6.4 million) and an amount owing from Columbia Pacific Healthcare Sdn Bhd amounting to RM27.2 million (2002 – RM38.3 million). The maximum exposure to credit risk for the Group is the carrying amount of each financial asset.

Interest rate risk

The Group and the Company adopt a prudent policy in minimising risk to changes in interest rates in accordance with the risk management policy.

Notes to the Financial Statements

30. Financial instruments (Cont'd)

Foreign currency risk

The Group and the Company incur foreign currency risk on sales, purchases and borrowings that are denominated in a currency other than Ringgit Malaysia. The principal currency giving rise to this risk is US dollars.

No hedging is done for transactions in US dollars at present given the government's "peg". However, the management keeps this policy under review.

Liquidity risk

The Group monitors and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

Effective interest rates and repricing analysis

In respect of interest-earning financial assets and interest-bearing financial liabilities, the following table indicates their effective interest rates at the balance sheet date and the periods in which they reprice or mature, whichever is earlier.

2003	Effective interest rates %	Total RM	Within 1 year RM	1 - 5 years RM	After 5 years RM
Group					
Financial assets					
Cash and cash equivalents	2.91	230,164	230,164	–	–
Financial liabilities					
Unsecured overdrafts	7.50	2,814	2,814	–	–
Unsecured bankers' acceptances	3.00	25,978	25,978	–	–
Unsecured revolving credit	3.60	20,000	20,000	–	–
Foreign currency loan (USD)	1.98	23,679	23,679	–	–
Unsecured USD floating rate loans	2.27	16,340	16,340	–	–
Bonds	6.00	200,000	–	–	200,000
2002					
Financial assets					
Cash and cash equivalents	3.07	186,170	186,170	–	–
Financial liabilities					
Unsecured overdrafts	7.53	3,507	3,507	–	–
Unsecured bankers' acceptances	3.35	51,594	51,594	–	–
Secured term loans:					
RM fixed rate loans	9.49	18,231	912	5,482	11,837
Unsecured term loans:					
RM floating rate loan	3.60	50,000	50,000	–	–
USD floating rate loans	2.74	16,340	16,340	–	–
Bonds	6.60	200,000	–	–	200,000

Notes to the Financial Statements

30. Financial instruments (Cont'd)

2003 Company	Effective interest rates %	Total RM	Within 1 year RM	1 - 5 years RM	After 5 years RM
Financial assets					
Cash and cash equivalents	2.91	203,667	203,667	–	–
Financial liabilities					
Bonds	6.00	200,000	–	–	200,000
2002					
Financial assets					
Cash and cash equivalents	3.07	162,337	162,337	–	–
Financial liabilities					
Unsecured term loan:					
RM floating rate loan	3.60	50,000	50,000	–	–
Bonds	6.60	200,000	–	–	200,000

Fair values

Recognised financial instruments

The fair value of quoted shares is their quoted bid price at the balance sheet date. In respect of cash and cash equivalents, trade and other receivables, trade and other payables and short term borrowings, the carrying amounts approximate fair value due to the relatively short term nature of these financial instruments.

The carrying amounts of the other financial assets and liabilities of the Group and the Company as at 31 December approximate their fair values except as set out below:

Group	2003 Carrying amount RM'000	2002 Fair value RM'000	2003 Carrying amount RM'000	2002 Fair value RM'000
Financial assets				
Investments in quoted shares	81,049	339,286	103,271	131,810
Financial liabilities				
Secured term loans:				
RM fixed rate loan	–	–	18,231	18,231
Bonds	200,000	170,138	200,000	200,000
	200,000	170,138	218,231	218,231

Notes to the Financial Statements

30. Financial instruments (Cont'd)

Company	2003 Carrying amount RM'000	2002 Fair value RM'000	2003 Carrying amount RM'000	2002 Fair value RM'000
Financial assets				
Investments in quoted shares	35,896	154,873	39,382	44,427
Financial liabilities				
Bonds	200,000	170,138	200,000	200,000

31. Disposal of subsidiaries

On 22 April 2003, the Company entered into an agreement with an individual to dispose 32% of its interest in Columbia Pacific Healthcare Sdn Bhd and its subsidiaries ("CPH Group") for a consideration of RM14.5 million. The buyer has paid RM4.1 million. The balance of the proceeds are receivable in two tranches: RM5 million by April 2004 and RM5.4 million for the remaining 19% via call and put options which can be exercised at any time before April 2005.

The results of the CPH Group were consolidated up to 30 June 2003, which was the effective date that the Company ceased to have control over the CPH Group. The profit for the six months period was RM0.8 million (2002 – RM4.3 million of profit for the year). The disposal contributed a gain of RM17.3 million to the consolidated net profits for the year ended 31 December 2003.

During the year, the Company also completed the sale of another subsidiary, Danau Insas Sdn. Bhd., for a sales consideration of RM3.2 million. The sale resulted in a profit of RM190,000 to the Group. The profit for the six months period was RM3.1 million (2002 – RM72,000 of loss for the year).

Effect of disposals

The disposals had the following effect on the Group's assets and liabilities as at 31 December 2003.

	2003
Non current assets	
Property, plant and equipment	45,348
Investments	1,397
	<u>46,745</u>
Current assets	7,161
Current liabilities	(40,239)
Long term liabilities	(18,231)
Minority interests	4,798
	<u>234</u>
Net assets	234
Gain on disposal	17,481
	<u>17,715</u>
Other investments (Note 10)	(5,415)
Other receivables (Note 13)	(5,000)
	<u>7,300</u>
Consideration received, satisfied in cash	7,300
Cash disposed of	(454)
Net cash inflow	<u>6,846</u>

31. Disposal of subsidiaries (Cont'd)

Included in the current liabilities of the subsidiaries are the amounts due to the Company of RM27.2 million from CPH and RM6.0 million from Danau Insas Sdn Bhd, respectively. Subsequent to the disposal, Danau Insas Sdn Bhd has fully paid the outstanding inter-company debt.

32. Changes in Accounting Policies and Prior Year Adjustments

Changes in accounting policies

In the current financial year, the Group and the Company adopted the following new MASB Standards. The adoption of these new standards resulted in changes in accounting policies as follows:

- (a) MASB 25, Income Taxes which has been adopted retrospectively. Comparative figures have been adjusted to reflect the change in this accounting policy;
- (b) MASB 29, Employee Benefits which has been adopted retrospectively. The adoption of this standard had no material impact on the financials statements; and
- (c) MASB 27, Borrowing Costs which is applied retrospectively. Comparative figures have not been restated as the previous accounting policy was in line with the accounting standard.

The adoption of MASB 25 has resulted in the recognition in full of all taxable temporary differences. Previously, deferred tax liabilities on revaluation surplus were provided at Real Property Gains Tax rates; it is now provided at income tax rates on the revaluation surplus arising from the revaluation of leasehold land and buildings resulting in a reduction of RM24.9 million in the revaluation reserve of the Group at 1 January 2002. Deferred tax assets are now recognised when it is probable that taxable profits will be available against which the deferred tax asset can be utilised (previously only recognised where there was a reasonable expectation of realisation in the near future). Deferred tax assets recognised at 1 January 2002 amounted to RM2.8 million.

Prior year adjustments

Change in accounting policies

The change in accounting policies due to the adoption of MASB 25 has been accounted for by restating comparatives as disclosed in Note 33 and the statement of changes in equity respectively.

Notes to the Financial Statements

33. Comparative Figures

The following comparatives have been restated to reflect the change in accounting policies as explained in Note 32.

	Group		Company	
	As restated	As previously stated	As restated	As previously stated
Income Statements				
Taxation	(4,282)	(4,376)	(791)	(885)
Profit after tax	53,999	53,905	33,999	33,905
Minority shareholders' interests	(4,641)	(5,289)	–	–
Net profit for the year	49,358	48,616	33,999	33,905
Balance sheets				
Deferred tax assets	2,800	–	–	–
Deferred tax liabilities	34,752	9,964	21,546	–
Reserves	128,304	149,644	155,977	177,523
Minority shareholders' interests	43,083	43,731	–	–
Statement of changes in equity				
Retained profits at 1 January 2002	58,235	55,435	110,179	110,179
Retained profits at 31 December 2002	85,795	82,347	122,380	122,380
Revaluation reserve at 1 January 2002	41,330	66,212	35,311	56,951
Revaluation reserve at 31 December 2002	39,543	64,331	33,524	55,070
Notes to the financial statements				
Note 18 – Reserves				
Revaluation reserves	39,543	64,331	33,524	55,070
Retained profits	85,795	82,347	122,380	122,380
Note 27 – Segmental information				
Note 27 – Segmental information				
Tax expense	–	–	(4,282)	(4,376)
Minority interests	–	–	(4,641)	(5,289)
Net profit for the year	–	–	49,358	48,616
Segment assets	175,266	172,466	974,852	972,052
Total assets	–	–	976,802	974,002
Unallocated liabilities	–	–	376,996	352,208
Total liabilities	–	–	457,938	433,150

penyata kewangan

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Laporan dan Penyata Para Pengarah

Jumlah dalam RM'000 kecuali dinyatakan sebaliknya

Para Pengarah Chemical Company of Malaysia Berhad membentangkan laporan tahunan ke empat puluh dua mereka berserta dengan penyata kewangan Kumpulan dan Syarikat beraudit bagi tahun berakhir 31 Disember 2003. Laporan dan penyata kewangan ini akan dibentangkan kepada para pemegang saham di Mesyuarat Agung Tahunan yang akan diadakan pada 22 April 2004.

Aktiviti Utama

Aktiviti-aktiviti utama Syarikat adalah sebagai sebuah syarikat pemegang pelaburan dan pengurusan dengan syarikat-syarikat subsidiari dan bersekutu yang terlibat dengan pengilangan dan pemasaran baja, produk kloro-alkali, produk farmaseutikal dan penjagaan kesihatan, serta pemasaran pelbagai jenis barangan kimia. Tiada perubahan ketara berlaku pada bentuk aktiviti-aktiviti tersebut sepanjang tahun kewangan kecuali penjualan Columbia Pacific Healthcare Sdn Bhd, sebuah syarikat yang terlibat dalam pembangunan dan operasi pusat-pusat perubatan serta perkhidmatan dan pusat perubatan yang berkaitan.

Keputusan

	Kumpulan	Syarikat
Keuntungan bersih bagi tahun	43,528	16,793

Rizab dan Peruntukan

Tiada pindahan penting kepada atau daripada rizab dan peruntukan pada tahun ini selain daripada yang dinyatakan dalam penyata kewangan.

Dividen

Dividen yang telah dibayar oleh Syarikat sejak 31 Disember 2002 adalah seperti berikut:

Berhubung tahun berakhir 31 Disember 2002 seperti yang dinyatakan dalam Laporan Pengarah bagi tahun tersebut:

Dividen akhir sebanyak 5.0 sen sesaham, dikecualikan cukai berjumlah RM17,521,000 dibayar pada 13 Mei 2003.

Berhubung tahun berakhir 31 Disember 2003:

Dividen interim sebanyak 5.0 sen sesaham, ditolak cukai berjumlah RM12,633,000 dan 5.0 sen sesaham, dikecualikan cukai berjumlah RM17,545,000 dibayar pada 12 September 2003.

Para Pengarah kini mengesyorkan dividen akhir sebanyak 5.0 sen sesaham, ditolak cukai dan dividen khas sebanyak 5.0 sen sesaham, ditolak cukai, yang jika diluluskan akan dibayar pada 11 Mei 2004 kepada para pemegang saham yang berdaftar pada penutup perniagaan pada 29 April 2004.

Para Pengarah Syarikat

Para Pengarah yang memegang jawatan sejak tarikh laporan yang lepas adalah:

Dato' Mohd. Ibrahim bin Mohd Zain, Pengerusi
 Dato' Lim Say Chong, Pengarah Urusan
 Tan Sri Dato' Dr Mohamed Yusof bin Hashim
 Dato' N. Sadasivan
 Dato' Tan Kay Hock
 Dato' David Chiu
 Mr Hiu Woong Choong
 En Paisol bin Ahmad
 En Khet Kok Yin
 En Ooi Boon Leong @ Law Weng Leun
 Cik Hui Yin Fun, Eva (Pengarah gantian kepada Dato' David Chiu)
 Dato' Mohd Hussaini bin Haji Abdul Jamil (dilantik pada 29.8.2003)
 En Sreesanthan a/l Eliathamby (dilantik pada 11.9.2003)
 En Oh Kim Sun (tidak dipilih semula pada 24.4.2003)
 Tuan Haji Hassan Jaafar (meletak jawatan pada 11.9.2003)

Kepentingan Saham Para Pengarah

Kepentingan saham para Pengarah yang memegang jawatan pada akhir tahun ini seperti yang dicatatkan dalam Daftar Pegangan Saham Pengarah adalah seperti berikut:-

	Baki pada 1.1.2003	Bilangan Saham		Baki pada 31.12.2003
		Dibeli	Dijual	
Pegangan dalam saham Syarikat				
Kepentingan langsung				
Dato' N. Sadasivan	200,000	–	–	200,000
En Hiu Woong Choong	486,000	–	(103,000)	383,000
Dato' Lim Say Chong	–	8,719,400	–	8,719,400
Kepentingan tidak langsung				
Dato' Lim Say Chong	17,369,400	–	(17,369,400)	–
Dato' David Chiu	36,000,000	–	–	36,000,000
En Ooi Boon Leong	20,000	–	(20,000)	–
En Hiu Woong Choong	48,000	–	(40,000)	8,000

Berdasarkan pegangan mereka dalam saham Syarikat, para Pengarah juga dianggap mempunyai kepentingan dalam saham syarikat-syarikat subsidiari pada tahun kewangan ini setakat mana Chemical Company of Malaysia Berhad mempunyai kepentingan.

Laporan dan Penyata Para Pengarah

Kepentingan Saham Para Pengarah (Samb.)

	Baki pada 1.1.2003	Bilangan saham		Baki pada 31.12.2003
		Dibeli	Dijual	
Pegangan saham di dalam CCM Chemicals Sdn Bhd				
Kepentingan tidak langsung				
Dato' Lim Say Chong	2,000,000	–	–	2,000,000
En Hiu Woong Choong	2,000,000	–	–	2,000,000

	Baki pada 1.1.2003	Bilangan Waran		Baki pada 31.12.2003
		Dibeli	Dijual	
Waran dalam Syarikat				
Kepentingan langsung/tidak langsung				
<i>Waran A</i>				
Dato' Lim Say Chong	31,626,096	16,026,096	(31,626,096)	16,026,096
En Hiu Woong Choong	429,000	34,000	–	463,000
<i>Waran B</i>				
Dato' Lim Say Chong	–	2,350,000	–	2,350,000
En Hiu Woong Choong	–	450,000	–	450,000
Dato' N. Sadasivan	–	50,000	–	50,000
Dato' David Chiu	–	9,000,000	–	9,000,000

Tiada Pengarah lain yang memegang jawatan pada akhir tahun ini memegang sebarang kepentingan dalam saham Syarikat dan syarikat-syarikat berkaitannya.

Manfaat Para Pengarah

Sejak akhir tahun kewangan sebelumnya, tiada Pengarah Syarikat yang menerima atau layak untuk menerima sebarang manfaat (selain manfaat yang terkandung dalam jumlah agregat emolumen yang diterima atau tiba masanya dan akan diterima oleh Pengarah seperti yang dinyatakan dalam penyata kewangan) disebabkan oleh kontrak yang dibuat oleh Syarikat atau sebuah syarikat berkaitan dengan Pengarah atau dengan sebuah firma yang mana beliau menjadi seorang ahli atau dengan sebuah syarikat di mana beliau mempunyai kepentingan kewangan yang besar, kecuali bagi para Pengarah tertentu yang boleh dianggap memperoleh manfaat daripada urusan tersebut dalam transaksi biasa perniagaan antara Syarikat dan syarikat-syarikat berkaitannya atau syarikat di mana para Pengarah dianggap mempunyai kepentingan.

Selain terbitan waran, tiada sebarang persetujuan sepanjang atau pada akhir tahun kewangan yang bertujuan membolehkan para Pengarah mendapat manfaat melalui pengambilalihan saham atau debentur Syarikat atau mana-mana badan korporat lain.

Terbitan Saham dan Debentur

Sepanjang tahun kewangan, Syarikat menerbitkan 7,026,000 saham biasa berharga RM1.00 pada nilai nominal untuk tunai yang timbul daripada:

- (i) pertukaran 361,000 waran berasaskan satu saham biasa pada harga RM1.36 setiap saham biasa untuk setiap waran yang dipegang; dan
- (ii) langganan sebanyak of 6,665,000 saham biasa pada harga RM1.36 sesaham biasa melalui Skim Opsyen Saham Kakitangan ("ESOS").

Tiada perubahan lain pada modal diterbitkan dan modal berbayar Syarikat sepanjang tahun kewangan ini.

Opsyen Diberi ke atas Saham/Waran Belum Diterbitkan

Tiada opsiyen diberikan kepada sesiapa untuk melanggan saham atau waran Syarikat yang belum diterbitkan pada tahun ini selain terbitan saham atau waran menurut Skim Opsyen Saham Kakitangan, Bon Tidak Bercagar Tanpa Jaminan Boleh Tebus 3% 1996/2001 dan Bon Berkadar Tetap 3% dengan terbitan waran 2002/2009.

1. Skim Opsyen Saham Kakitangan

Menurut ESOS yang berkuatkuasa pada 18 Disember 2002, opsiyen untuk melanggan sehingga 17,608,000 saham biasa Syarikat ditawarkan kepada Pengarah dan kakitangan Kumpulan yang layak. Pengarah-pengarah Eksekutif telah memilih untuk tidak menyertai ESOS.

Ciri-ciri penting Skim tersebut adalah seperti berikut:

- (i) Kakitangan yang layak adalah mereka yang telah disahkan secara bertulis sebagai kakitangan Kumpulan yang tetap sebelum tarikh tawaran.
- (ii) Opsyen ini adalah hak peribadi penerima dan tidak boleh dipindah milik.
- (iii) Harga opsiyen ditentukan oleh purata sebut harga pasaran bagi saham biasa Syarikat seperti yang ditunjukkan dalam Senarai Rasmi Harian yang dikeluarkan oleh Bursa Saham Kuala Lumpur bagi tempoh lima (5) hari dagangan sebelum tarikh tawaran secara bertulis kepada penerima opsiyen atau pada nilai nominal saham biasa Syarikat, yang mana lebih tinggi.
- (v) Opsyen yang diberi boleh dilaksanakan pada sebarang masa sepanjang tempoh lima tahun dari tarikh tawaran opsiyen tersebut.
- (v) Opsyen yang diberi boleh dilaksanakan secara maksimum mengikut skala berikut:

Tempoh berkhidmat	Peratus opsiyen yang boleh dilaksanakan
3 tahun	50%
4 tahun	75%
5 tahun	100%

Opsiyen ditawarkan yang belum dilaksanakan bagi melanggan saham biasa yang diterbitkan berharga RM1.00 sesaham dan harga opsiyen adalah seperti berikut:

Tarikh Tawaran	Opsyen ke atas bilangan saham biasa berharga RM1			
	Harga Opsyen (RM)	Baki pada 1.1.2003	Ditawarkan	Baki pada 31.12.2003
18.12.2003	1.36	17,608,000	6,665,000	10,242,000

2. Waran

Pada 8 Februari 1996, Syarikat menerbitkan Bon Tidak Bercagar Tanpa Jaminan Boleh Tebus 3% 1996/2001 bernilai nominal RM150,000,000 berserta dengan 44,539,350 (dilaraskan kepada 89,078,700 selepas terbitan bonus) waran boleh asing (kemudian dari ini diistilahkan sebagai "Waran -A") pada kadar 100% nilai nominal bon tersebut kepada Bumiputra Merchant Bankers Berhad sebagai pelanggan utama.

Pada 26 April 1996, pelanggan utama tersebut telah menawarkan 44,539,350 (dilaraskan kepada 89,078,700 selepas terbitan bonus pada tahun 2000) Waran-A untuk dijual pada harga tawaran RM0.426 setiap waran atas dasar tidak boleh batal kepada para pemegang saham Syarikat berasaskan satu (1) waran bagi setiap empat (4) saham biasa sedia ada yang dipegang.

Waran-A ini memberikan hak kepada pemegang berdaftar untuk melanggan satu saham biasa ("Saham Baru") berharga RM1.00 sesaham dalam Syarikat pada harga pelaksanaan sebanyak RM5.90 (dilaraskan kepada RM2.95 selepas terbitan bonus) bagi setiap Saham Baru, tertakluk kepada pelarasan di bawah keadaan tertentu menurut Surat Ikatan Pol bertarikh 5 Februari 1996, pada bila-bila masa sepanjang tempoh tiga (3) tahun dan sembilan (9) bulan bermula dari tarikh ulang tahun pertama penerbitan waran tersebut.

Syarikat telah mendapat kelulusan daripada para pemegang saham dan pemegang Waran-A di mesyuarat agung luar biasa dan mesyuarat pemegang waran yang diadakan pada 22 April 1999 untuk melanjutkan jangka masa dan tempoh pelaksanaan waran Syarikat kepada sepuluh (10) tahun, sehingga dan termasuk 7 Februari 2006.

Pada 27 Disember 2002, Syarikat menerbitkan Bon Kadar Tetap 7 tahun 3% ("Bon") bernilai nominal RM200,000,000 berserta dengan 88,040,592 waran boleh asing (kemudian dari ini diistilahkan sebagai "Waran-B") pada kadar 100% nilai nominal Bon kepada AmMerchant Bank Berhad sebagai pelanggan utama.

Pada 13 Januari 2003, pelanggan utama telah menawarkan 88,040,592 Waran-B pada harga tawaran RM0.4522 setiap waran atas dasar tidak boleh batal kepada pemegang saham Syarikat berasaskan satu (1) waran bagi setiap empat (4) saham biasa sedia ada yang dipegang.

Menurut Surat Ikatan Pol bagi 88,982,134 Waran-A 1996/2006, harga pelaksanaan bagi waran ditawarkan yang belum dilaksanakan telah dilaraskan daripada RM2.95 kepada RM2.86.

Maklumat Berkanun Lain

Sebelum penyata kewangan Kumpulan dan Syarikat disediakan, para Pengarah telah mengambil langkah-langkah yang berpatutan untuk memastikan:

- (i) bahawa semua hutang lapuk yang diketahui telah dilupuskan dan peruntukan secukupnya telah dibuat bagi hutang ragu, dan
- (ii) semua aset semasa telah dinyatakan pada harga yang mana lebih rendah antara kos dan nilai yang boleh direalisasikan.

Pada tarikh laporan ini, para Pengarah tidak menyedari sebarang keadaan:

- (i) yang boleh menyebabkan jumlah hutang lapuk yang dilupuskan atau jumlah peruntukan hutang ragu dalam penyata kewangan Kumpulan dan Syarikat tidak mencukupi dengan ketara, atau
- (ii) yang boleh menyebabkan nilai aset semasa dalam penyata kewangan Kumpulan dan Syarikat mengelirukan, atau
- (iii) yang telah timbul yang boleh menyebabkan kepatuhan kepada kaedah semasa bagi penilaian aset dan liabiliti Kumpulan dan Syarikat mengelirukan atau tidak sesuai, atau
- (iv) yang tidak diambil kira dalam laporan atau penyata kewangan ini, yang boleh menyebabkan mana-mana jumlah yang dinyatakan dalam penyata kewangan Kumpulan dan Syarikat mengelirukan.

Maklumat Berkanun Lain

Pada tarikh laporan ini, tidak wujud:

- (i) sebarang cagaran terhadap aset Kumpulan atau Syarikat yang telah timbul sejak akhir tahun kewangan ini dan menjamin liabiliti sebarang pihak-pihak lain, atau
- (ii) sebarang liabiliti kontingen luar jangka dalam Kumpulan dan Syarikat yang telah timbul sejak akhir tahun kewangan ini.

Tiada liabiliti kontingen atau liabiliti lain dari mana-mana syarikat dalam Kumpulan telah berkuatkuasa, atau berkemungkinan akan berkuatkuasa dalam tempoh dua belas bulan selepas akhir tahun kewangan ini yang, pada pendapat para Pengarah, akan atau boleh menjejaskan dengan ketara kemampuan Kumpulan dan Syarikat untuk memenuhi kewajipan mereka apabila tiba masanya.

Pada pendapat para Pengarah, selain seperti yang dinyatakan dalam penyata kewangan, keputusan operasi Kumpulan dan Syarikat bagi tahun kewangan berakhir 31 Disember 2003 tidak terjejas dengan ketara oleh sebarang perkara, urusanniaga atau peristiwa penting dan berbentuk luar biasa, begitu juga tiada sebarang perkara, urusanniaga atau peristiwa sebegini yang terjadi dalam tempoh antara akhir tahun kewangan dan tarikh laporan ini.

Para Pengarah Chemical Company of Malaysia Berhad berpendapat bahawa penyata kewangan yang dibentangkan di muka surat 11 hingga 58, disediakan menurut peruntukan Akta Syarikat, 1965 dan piawaian perakaunan diluluskan yang digunakan di Malaysia agar dapat memberi gambaran yang benar dan saksama tentang hal ehwal Kumpulan dan Syarikat pada 31 Disember 2003 serta keputusan dan aliran tunainya bagi tahun yang berakhir pada tarikh tersebut.

Juruaudit

Juruaudit, Tetuan KPMG, telah menyatakan kesanggupan mereka untuk dilantik semula.

Ditandatangani menurut satu resolusi Lembaga Pengarah:

Dato' Mohd Ibrahim bin Mohd Zain

Pengerusi

Dato' Lim Say Chong

Pengarah Urusan

Kuala Lumpur,
26 Februari 2004

Akuan Berkanun

SEKSYEN 169(16) AKTA SYARIKAT, 1965

Saya, **Rama Devi Nair**, pegawai yang terutamanya bertanggungjawab terhadap pengurusan kewangan Chemical Company of Malaysia Berhad, dengan sesungguhnya dan seikhlasnya mengesahkan bahawa penyata kewangan yang dibentangkan di muka surat 118 hingga 154, sepanjang pengetahuan dan kepercayaan saya, adalah betul, dan saya membuat pengakuan ini dengan penuh kepercayaan dan kebenarannya, dan selaras dengan peruntukan Akta Akuan Berkanun, 1960.

Ditandatangani dan diakui oleh penama di atas di Kuala Lumpur pada 26 Februari 2004.

Rama Devi Nair

Di hadapan saya:

Barathan a/l Sinniah @ Chinniah

Pesuruhjaya Sumpah

W202

Laporan Juruaudit

KEPADA AHLI-AHLI CHEMICAL COMPANY OF MALAYSIA BERHAD

Kami telah mengaudit penyata kewangan yang dibentangkan di muka surat 118 hingga 154. Penyediaan penyata kewangan ini adalah di bawah tanggungjawab para Pengarah Syarikat. Tanggungjawab kami adalah untuk menyatakan pendapat mengenai penyata kewangan ini berdasarkan audit kami.

Kami telah menjalankan audit selaras dengan Piawaian Pengauditan yang diluluskan di Malaysia. Piawaian-piawaian tersebut memerlukan kami merancang dan menjalankan audit untuk mendapatkan semua maklumat dan penjelasan yang kami anggap perlu bagi memberi kami maklumat yang memberi jaminan yang berpatutan bahawa penyata kewangan ini bebas daripada salah penyataan yang ketara. Sesebuah audit meliputi pemeriksaan, secara ujian, maklumat yang berkaitan dengan jumlah dan pembentangan dalam penyata kewangan. Sesebuah audit juga meliputi penilaian prinsip-prinsip perakaunan yang digunakan dan anggaran penting yang dibuat oleh para Pengarah serta penilaian kecukupan keseluruhan pembentangan maklumat dalam penyata kewangan ini. Kami percaya bahawa audit kami memberi asas yang munasabah bagi pendapat kami.

Pada pendapat kami:

- (a) penyata kewangan ini telah disediakan dengan sempurna mengikut peruntukan Akta Syarikat, 1965 dan piawaian perakaunan diluluskan yang digunakan di Malaysia agar memberi gambaran yang benar dan saksama tentang:
 - (i) hal ehwal Kumpulan dan Syarikat pada 31 Disember 2003 dan keputusan operasi dan aliran tunai bagi tahun berakhir pada tarikh tersebut; dan
 - (ii) perkara-perkara yang perlu diuruskan dalam penyata kewangan Kumpulan dan Syarikat menurut Seksyen 169 Akta Syarikat, 1965; dan
- (b) rekod perakaunan dan rekod-rekod lain dan daftar-daftar yang perlu disimpan menurut Akta Syarikat, 1965 oleh Syarikat dan syarikat-syarikat subsidiarinya yang mana kami bertindak sebagai juruaudit telah disimpan dengan sempurna selaras dengan peruntukan Akta tersebut.

Syarikat-syarikat subsidiari yang mana kami tidak bertindak sebagai juruaudit telah dikenal pasti pada Nota 8 dalam penyata kewangan dan penyata kewangan dan laporan juruaudit mereka telah dipertimbangkan. Kami juga telah mempertimbangkan penyata kewangan CCM Investment Limited dan PT CCM Indonesia.

Kami berpuashati bahawa penyata kewangan syarikat-syarikat subsidiarinya yang telah disatukan adalah dalam bentuk dan kandungan yang sesuai dan wajar bagi tujuan penyediaan penyata kewangan yang disatukan dan kami telah menerima maklumat serta penjelasan yang kami perlukan untuk tujuan tersebut.

Laporan juruaudit mengenai penyata kewangan syarikat-syarikat subsidiarinya tidak tertakluk kepada sebarang pengecualian dan tidak mengandungi sebarang ulasan yang dibuat di bawah seksyen kecil (3) Seksyen 174 Akta tersebut.

KPMG

Nombor Firma: AF 0758
Akauntan Berkanun

Kuala Lumpur,
26 Februari 2004

Hew Lee Lam Sang

Rakan dalam firma
Nombor kelulusan: 1862/10/05(J)

Penyata Pendapatan

BAGI TAHUN BERAKHIR 31 DISEMBER 2003

Jumlah dalam RM'000 kecuali dinyatakan sebaliknya

	Nota	Kumpulan		Syarikat	
		2003	2002	2003	2002
Perolehan		576,713	518,359	5,976	5,762
Keuntungan operasi	2	61,150	61,303	20,944	37,294
Pendapatan faedah	3	6,008	5,478	7,594	1,539
Perbelanjaan faedah	4	(10,451)	(8,596)	(6,226)	(4,043)
		56,707	58,185	22,312	34,790
Bahagian keuntungan dalam syarikat-syarikat bersekutu		1,535	96	–	–
Keuntungan sebelum cukai		58,242	58,281	22,312	34,790
Cukai	5	(10,332)	(4,282)	(5,519)	(791)
Keuntungan selepas cukai		47,910	53,999	16,793	33,999
Kepentingan pemegang saham minoriti		(4,382)	(4,641)	–	–
Keuntungan bersih bagi tahun		43,528	49,358	16,793	33,999
Pendapatan asas sesaham (sen)	6	12.4	14.0		
Pendapatan dicairkan sesaham (sen)	6	9.8	12.6		
Dividen kasar sesaham (sen)					
Interim dibayar 5.0 sen sesaham, dikecualikan cukai dan 5.0 sen sesaham, tolak 28% cukai (2002 – 3.0 sen sesaham, tolak 28% cukai)		10.0	3.0	10.0	3.0
Akhir dicadangkan dan tidak dimasukkan dalam penyata kewangan, 5.0 sen sesaham, tolak 28% cukai (2002 – 5.0 sen sesaham, dikecualikan cukai)		5.0	5.0	5.0	5.0
Khas dicadangkan dan tidak dimasukkan dalam penyata kewangan, 5.0 sen sesaham, tolak 28% cukai (2002 – tiada)		5.0	–	5.0	–
		20.0	8.0	20.0	8.0

Nota-nota di muka surat 124 hingga 154 merupakan sebahagian penting, dan perlu dibaca bersama penyata kewangan ini.

Kunci Kira-kira

PADA 31 DISEMBER 2003

Jumlah dalam RM'000 kecuali dinyatakan sebaliknya

	Nota	Kumpulan		Syarikat	
		2003	2002	2003	2002
Hartanah, loji dan peralatan	7	341,267	417,794	169,036	169,710
Syarikat-syarikat subsidiari	8	–	–	162,793	180,329
Syarikat-syarikat bersekutu	9	1,731	1,950	119	119
Pelaburan	10	86,464	103,271	41,311	39,382
Perbelanjaan penyelidikan dan pembangunan	11	6,793	6,793	–	–
Cukai aset tertunda	23	2,532	2,800	–	–
Aset Semasa					
Inventori	12	114,675	102,144	–	–
Pembayaran perdagangan dan lain-lain	13	157,454	155,880	172,847	245,151
Tunai dan baki bank	14	230,164	186,170	203,667	162,337
		502,293	444,194	376,514	407,488
Liabiliti Semasa					
Pembayaran perdagangan dan lain-lain	15	91,995	80,942	47,774	22,028
Pinjaman jangka pendek (tidak bercagar)	16	72,471	55,101	–	–
Pinjaman	20	16,340	67,252	–	50,000
Pemiutang sewa beli		–	201	–	–
Cukai		2,670	1,921	–	–
		183,476	205,417	47,774	72,028
Aset Semasa Bersih		318,817	238,777	328,740	335,460
		757,604	771,385	701,999	725,000
Dibiayai oleh:-					
Modal Saham	17	363,291	356,265	363,291	356,265
Saham perbendaharan	17	(11,443)	(8,788)	(11,443)	(8,788)
Rizab	18	126,747	128,304	127,600	155,977
		478,595	475,781	479,448	503,454
Dana pemegang saham		478,595	475,781	479,448	503,454
Kepentingan pemegang saham minoriti	19	45,969	43,083	–	–
Liabiliti jangka panjang dan tertunda					
Pinjaman	20	–	17,319	–	–
Bon (tidak bercagar)	21	200,000	200,000	200,000	200,000
Pemiutang sewa beli		–	450	–	–
Ganjaran persaraan	22	–	–	–	–
Cukai tertunda	23	33,040	34,752	22,551	21,546
		233,040	252,521	222,551	221,546
		757,604	771,385	701,999	725,000

Penyata kewangan telah diluluskan dan dibenarkan untuk pengumuman oleh Lembaga Pengarah pada 26 Februari 2004.

Nota-nota di muka surat 124 hingga 154 merupakan sebahagian penting, dan perlu dibaca bersama penyata kewangan ini.

Penyata Perubahan Ekuiti yang Disatukan

BAGI TAHUN BERAKHIR 31 DISEMBER 2003

Jumlah dalam RM'000 kecuali dinyatakan sebaliknya

Kumpulan	← Tidak boleh diagihkan →						Boleh diagihkan	
	Modal saham	Premium saham	Rizab penebusan modal	Rizab penilaian semula	Rizab modal lain	Rizab pertukaran asing	Keuntungan tersimpan	Jumlah
Pada 1 Januari 2002	356,265	–	73	66,212	2,982	(291)	55,435	480,676
Kesan daripada mengguna pakai MASB 25	–	–	–	(24,882)	–	–	2,800	(22,082)
Baki dinyatakan semula	356,265	–	73	41,330	2,982	(291)	58,235	458,594
Keuntungan dan kerugian bersih tidak diiktiraf dalam penyata pendapatan – perbezaan pertukaran matawang	–	–	–	–	–	202	–	202
Keuntungan bersih bagi tahun	–	–	–	–	–	–	48,616	48,616
Kesan daripada mengguna pakai MASB 25	–	–	–	–	–	–	742	742
Baki dinyatakan semula	–	–	–	–	–	–	49,358	49,358
Realisasi rizab penilaian semula	–	–	–	(1,787)	–	–	1,787	–
Dividen akhir bagi tahun 2001 (6.3 sen sesaham, tolak cukai)	–	–	–	–	–	–	(15,977)	(15,977)
Dividen interim bagi tahun 2002 (3.0 sen sesaham, tolak cukai)	–	–	–	–	–	–	(7,608)	(7,608)
Pada 31 Disember 2002	356,265	–	73	39,543	2,982	(89)	85,795	484,569
	Nota 17		Nota 18	Nota 18	Nota 18	Nota 18	Nota 18	
Pada 1 Januari 2003	356,265	–	73	39,543	2,982	(89)	85,795	484,569
Saham diterbitkan								
Opsyen saham dilaksanakan	6,665	2,399	–	–	–	–	–	9,064
Pertukaran waran	361	130	–	–	–	–	–	491
Keuntungan dan kerugian bersih tidak diiktiraf dalam penyata pendapatan – perbezaan pertukaran matawang	–	–	–	–	–	85	–	85
Keuntungan bersih bagi tahun	–	–	–	–	–	–	43,528	43,528
Dividen akhir bagi tahun 2002 (6.3 sen sesaham, tolak cukai)	–	–	–	–	–	–	(17,521)	(17,521)
Dividen interim bagi tahun 2003 (3.0 sen sesaham, tolak cukai)	–	–	–	–	–	–	(30,178)	(30,178)
Pada 31 Disember 2003	363,291	2,529	73	39,543	2,982	(4)	81,624	490,038
	Nota 17	Nota 18	Nota 18	Nota 18	Nota 18	Nota 18	Nota 18	

Nota-nota di muka surat 124 hingga 154 merupakan sebahagian penting, dan perlu dibaca bersama penyata kewangan ini.

Penyata Perubahan Ekuiti

BAGI TAHUN BERAKHIR 31 DISEMBER 2003

Jumlah dalam RM'000 kecuali dinyatakan sebaliknya

Syarikat	← Tidak boleh diagihkan →				Boleh diagihkan	
	Modal saham	Premium saham	Rizab penebusan modal	Rizab penilaian semula	Keuntungan tersimpan	JUmlah
Pada 1 Januari 2002	356,265	–	73	56,951	110,179	523,468
Kesan daripada mengguna pakai MASB 25	–	–	–	(21,640)	–	(21,640)
Baki dinyatakan semula	356,265	–	73	35,311	110,179	501,828
Keuntungan bersih bagi tahun	–	–	–	–	33,905	33,905
Kesan daripada mengguna pakai MASB 25	–	–	–	–	94	94
Baki dinyatakan semula	–	–	–	–	33,999	33,999
Realisasi rizab penilaian semula	–	–	–	(1,787)	1,787	–
Dividen akhir bagi tahun 2001 (6.3 sen sesaham, tolak cukai)	–	–	–	–	(15,977)	(15,977)
Dividen interim bagi tahun 2002 (3.0 sen sesaham, tolak cukai)	–	–	–	–	(7,608)	(7,608)
Pada 31 Disember 2002	356,265	–	73	33,524	122,380	512,242
Saham diterbitkan:						
Opsyen saham dilaksanakan	6,665	2,399	–	–	–	9,064
Pertukaran waran	361	130	–	–	–	491
Keuntungan bersih bagi tahun	–	–	–	–	16,793	16,793
Dividen akhir bagi tahun 2002 (5.0 sen sesaham, dikecualikan cukai)	–	–	–	–	(17,521)	(17,521)
Dividen interim bagi tahun 2003 (5 sen sesaham, dikecualikan cukai dan 5 sen sesaham, tolak cukai)	–	–	–	–	(30,178)	(30,178)
Pada 31 Disember 2003	363,291	2,529	73	33,524	91,474	490,891
	Nota 17	Nota 18	Nota 18	Nota 18	Nota 18	

Nota-nota di muka surat 124 hingga 154 merupakan sebahagian penting, dan perlu dibaca bersama penyata kewangan ini.

Penyata Aliran Tunai

BAGI TAHUN BERAKHIR 31 DISEMBER 2003

Jumlah dalam RM'000 kecuali dinyatakan sebaliknya

Nota	Kumpulan		Syarikat	
	2003	2002	2003	2002
Aliran Tunai daripada aktiviti operasi				
Keuntungan sebelum cukai	58,242	58,281	22,312	34,790
Pelarasan bagi:				
Kerosakan pelaburan syarikat subsidiari	–	–	3,000	–
Perlunasan perbelanjaan penyelidikan dan pembangunan	772	1,420	–	–
Susutnilai dan perlunasan hartanah, loji dan peralatan	29,529	30,688	862	914
(Keuntungan)/Kerugian daripada penjualan pelaburan	(18,988)	(43,125)	337	(27,012)
Keuntungan daripada penjualan syarikat-syarikat subsidiari	(17,481)	–	(3,179)	–
Muhibah dilupuskan	–	45	–	–
Kerugian/(Keuntungan) daripada penjualan hartanah, loji dan peralatan	870	(375)	(80)	(535)
Hartanah, loji dan peralatan dihapuskira	176	16	–	–
Caj ganjaran persaraan	–	359	–	205
Ganjaran persaraan dimasuk kira semula	(2,000)	(7,418)	(2,000)	(4,162)
Bahagian keuntungan dalam syarikat-syarikat bersekutu	(1,535)	(96)	–	–
Pelarasan pertukaran matawang	85	(202)	–	–
Dividen diterima	(510)	(200)	(27,187)	(4,600)
Pelepasan hutang antara syarikat	–	–	5,995	–
Keuntungan/(kerugian) operasi sebelum perubahan modal kerja	49,160	39,393	60	(400)
Perubahan modal kerja:				
Inventori	(12,531)	5,897	–	–
Penerimaan perdagangan dan lain-lain	(1,904)	18,124	85,661	(41,855)
Pembayaran perdagangan dan lain-lain	51,590	(7,627)	25,746	18,778
Tunai dijana daripada/(digunakan untuk) operasi	86,315	55,787	111,467	(23,477)
Pembayaran untuk ganjaran persaraan	–	(1,075)	–	–
Cukai dibayar	(9,691)	(13,513)	(1,797)	(3,937)
Tunai bersih dijana daripada/(digunakan untuk) aktiviti operasi	76,624	41,199	109,670	(27,414)

Penyata Aliran Tunai

BAGI TAHUN BERAKHIR 31 DISEMBER 2003

Jumlah dalam RM'000 kecuali dinyatakan sebaliknya

	Nota	Kumpulan		Syarikat	
		2003	2002	2003	2002
Aliran tunai daripada aktiviti pelaburan					
Kutipan daripada penjualan hartanah, loji dan peralatan		12,088	3,488	154	3,041
Kutipan daripada penjualan pelaburan		41,210	62,658	3,149	33,879
Kutipan daripada penjualan syarikat-syarikat subsidiari	31	6,846	–	7,300	–
Pembelian pelaburan		–	(5,052)	–	–
Pembelian hartanah, loji dan peralatan		(11,484)	(20,015)	(262)	(215)
Perbelanjaan pembangunan		(772)	(1,415)	–	–
Dividend diterima		53	146	12,118	3,314
Pengambilalihan syarikat subsidiari, selepas tunai yang diambilalih		–	5	–	–
Tunai bersih dijana daripada aktiviti pelaburan		47,941	39,815	22,459	40,019
Aliran tunai daripada aktiviti pembiayaan					
Dividen dibayar kepada pemegang saham Syarikat		(47,699)	(23,585)	(47,699)	(23,585)
Dividen dibayar kepada pemegang saham minoriti		(6,491)	(4,665)	–	–
Kutipan daripada pelaksanaan ESOS		9,064	–	9,064	–
Kutipan daripada pelaksanaan waran		491	–	491	–
Pembelian semula saham		(2,655)	(120)	(2,655)	(120)
Kutipan daripada pemiutang sewa beli		–	460	–	–
Kutipan daripada bon		–	160,190	–	160,190
Kutipan daripada pinjaman		18,063	3,392	–	–
Pembayaran semula pinjaman		(50,000)	(79,693)	(50,000)	–
Pembayaran pemiutang sewa beli		(651)	(96)	–	–
Tunai bersih dijana (digunakan oleh)/dijana daripada aktiviti pembiayaan		(79,878)	55,883	(90,799)	136,485
Tambahan bersih dalam tunai dan bersamaan tunai		44,687	136,897	41,330	149,090
Tunai dan bersamaan tunai pada awal tahun		182,663	45,766	162,337	13,247
Tunai dan bersamaan tunai pada akhir tahun	(i)	227,350	182,663	203,667	162,337

(i) Tunai dan bersamaan tunai

Tunai dan bersamaan tunai termasuk dalam penyata aliran tunai terdiri daripada baki kunci kira-kira berikut:

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Tunai dan baki bank	23,648	24,434	893	5,007
Deposit jangka pendek	206,516	161,736	202,774	157,330
Overdraft bank	(2,814)	(3,507)	–	–
	227,350	182,663	203,667	162,337

Nota-nota di muka surat 124 hingga 154 merupakan sebahagian penting, dan perlu dibaca bersama penyata kewangan ini.

Nota-nota kepada Penyata Kewangan

Jumlah dalam RM'000 kecuali dinyatakan sebaliknya

1. Ringkasan Dasar Perakaunan Penting

Dasar-dasar perakaunan berikut telah digunakan oleh Kumpulan dan Syarikat dan ianya seragam dengan dasar yang digunakan pada tahun-tahun sebelumnya kecuali penggunaan yang berikut:

- (i) MASB 25, Cukai Pendapatan;
- (ii) MASB 27, Kos Pinjaman; dan
- (iii) MASB 29, Ganjaran Kakitangan.

Tambahan kepada dasar-dasar baru dan pendedahan lanjut seperti yang diperlukan oleh piawaian-piawaian baru, kesan daripada perubahan pada dasar-dasar perakaunan di atas dinyatakan pada Nota 32 dalam penyata kewangan.

(a) Asas perakaunan

Penyata kewangan Kumpulan dan Syarikat telah disediakan berasaskan kos sejarah kecuali yang dinyatakan pada nota-nota dalam penyata kewangan dan selaras dengan peruntukan Akta Syarikat, 1965 serta piawaian perakaunan diluluskan yang digunakan di Malaysia.

(b) Asas penyatuan

Syarikat subsidiari adalah sebuah syarikat yang dikawal oleh Syarikat. Kawalan wujud apabila Syarikat mempunyai kuasa, secara langsung atau tidak langsung, untuk mentadbir dasar-dasar kewangan dan operasi sesebuah syarikat bagi mendapatkan manfaat daripada aktivitiinya. Penyata kewangan syarikat-syarikat subsidiari disertakan dalam penyata kewangan yang disatukan dari tarikh kawalan bermula sehingga ke tarikh kawalan berakhir secara efektif. Syarikat-syarikat subsidiari disatukan menggunakan kaedah perakaunan pengambilalihan.

Sesebuah syarikat subsidiari dikecualikan daripada penyatuan apabila kawalan hanya untuk sementara jika subsidiari tersebut diperolehi dan dipegang dengan hasrat khusus untuk menjualnya dalam tempoh terdekat dan tidak pernah disatukan atau ia beroperasi di bawah dana pindahan kepada Syarikat. Syarikat-syarikat subsidiari yang dikecualikan atas dasar ini diambilkira sebagai pelaburan.

Di bawah kaedah perakaunan pengambilalihan, keputusan syarikat-syarikat subsidiari yang diambilalih atau dijual pada tahun ini dimasukkan dari tarikh pengambilalihan atau sehingga tarikh penjualan. Pada tarikh pengambilalihan, nilai saksama aset syarikat subsidiari berkenaan ditentukan dan nilai-nilai tersebut ditunjukkan dalam penyata kewangan Kumpulan. Perbezaan antara kos pengambilalihan dan nilai saksama aset bersih syarikat subsidiari adalah muhibah atau rizab semasa penyatuan. Sehubungan dengan pendapat para Pengarah, kunci kira-kira bagi Kumpulan dan Syarikat hendaklah hanya memaparkan aset nyata dan muhibah semasa penyatuan yang dilupuskan ke penyata pendapatan.

Semua urusaniaga dan baki dengan anak-anak syarikat dan keuntungan tidak diperolehi daripada urusaniaga dihapuskan, kerugian tidak diperolehi juga dihapuskan melainkan kos tidak boleh dikutip semula.

(c) Syarikat-syarikat bersekutu

Syarikat bersekutu adalah syarikat di mana Kumpulan mempunyai pengaruh besar, tetapi bukan kawalan, terhadap dasar-dasar kewangan dan operasinya.

Penyata kewangan yang disatukan mengandungi jumlah keuntungan dan kerugian syarikat bersekutu berasaskan perkiraan ekuiti dari tarikh pengaruh besar tersebut bermula dengan efektif sehingga pengaruh besar tersebut berakhir secara efektif.

Keuntungan yang tidak direalisasi yang timbul daripada urusaniaga antara Kumpulan dan syarikat-syarikat bersekutunya yang dimasukkan dalam jumlah bawa aset dan liabiliti berkaitan, dihapuskan sebahagiannya hingga setakat kepentingan Kumpulan dalam syarikat-syarikat bersekutu tersebut. Kerugian tidak direalisasi daripada urusaniaga sedemikian juga dihapuskan sebahagiannya kecuali kos bagi yang tidak boleh dikutip semula.

1. Ringkasan Dasar Perakaunan Penting (Samb.)

(d) Hartanah, loji dan peralatan

Tanah dan bangunan dinyatakan pada kos atau penilaian para Pengarah berdasarkan penilaian pasaran terbuka oleh firma jurunilai profesional tolak susutnilai terkumpul. Tambahan tanah dan bangunan selepas penilaian dan loji dan peralatan lain dinyatakan pada kos dalam penyata kewangan.

Kumpulan menilai semula hartanahnya pada tempoh yang tetap yang tidak kurang daripada lima tahun. Lebih daripada penilaian semula dikreditkan kepada rizab penilaian semula hartanah. Sebarang kurangan yang timbul diimbangi oleh rizab penilaian semula setakat peningkatan sebelumnya bagi hartanah yang sama. Dalam semua kes, penurunan dalam nilai bawa akan dicaj kepada penyata pendapatan.

Loji dan peralatan dinyatakan pada kos tolak susutnilai terkumpul.

Susutnilai

Tiada susutnilai diperuntukan ke atas tanah pegangan pajakan dengan tempoh pajakan belum luput lebih daripada lima puluh tahun. Kesan tiada perlunasan ini tidak ketara dalam konteks penyata kewangan Kumpulan dan Syarikat.

Tanah pegangan pajakan dengan tempoh pajakan belum luput kurang daripada lima puluh tahun dilunaskan dengan ansuran sama banyak sepanjang baki tempoh pajakannya.

Hartanah, loji dan peralatan lain disusutnilai berdasarkan kaedah garis lurus untuk menghapuskan kos aset berkenaan sepanjang tempoh jangkaan hayat kegunaannya pada kadar tahunan utama berikut:

Bangunan dan kelengkapan tapak	2% hingga 10%
Loji, jentera dan peralatan	7 $\frac{1}{2}$ % hingga 25%
Kenderaan bermotor	25%

(e) Perbelanjaan penyelidikan dan pembangunan

Perbelanjaan bagi aktiviti penyelidikan, yang ditanggung dengan prospek untuk memperolehi pengetahuan dan pemahaman teknikal atau saintifik yang baru, diiktiraf dalam penyata pendapatan sebagai perbelanjaan apabila ditanggung.

Perbelanjaan bagi aktiviti pembangunan, yang mana penemuan penyelidikan digunakan bagi rancangan atau reka bentuk untuk pengeluaran barangan dan proses yang baru atau jauh lebih baik, dipermodalkan jika barangan atau proses tersebut sesuai untuk dilaksanakan dan Kumpulan dan Syarikat mempunyai sumber yang mencukupi untuk menyempurnakan pembangunannya. Perbelanjaan yang dipermodalkan termasuk kos bahan mentah, buruh langsung dan bahagian perbelanjaan yang sesuai. Perbelanjaan pembangunan lain diiktiraf dalam penyata pendapatan apabila ditanggung.

Perbelanjaan pembangunan yang dipermodalkan dilunaskan dan diiktiraf sebagai perbelanjaan secara sistematik agar dapat mencerminkan corak di mana manfaat ekonomi berkaitan diiktiraf sepanjang 5 hingga 10 tahun.

(f) Pelaburan

Pelaburan jangka panjang dinyatakan pada kos. Peruntukan dibuat apabila para Pengarah berpendapat bahawa terdapat penurunan nilai yang bukan sementara.

(g) Penerimaan perdagangan dan lain-lain

Penerimaan perdagangan dan lain-lain dinyatakan pada kos tolak peruntukan bagi hutang ragu.

1. Ringkasan Dasar Perakaunan Penting (Samb.)

(h) Ganjaran kakitangan

(i) Pelan sumbangan yang ditentukan

Sumbangan obligasi kepada pelan sumbangan yang ditentukan diiktiraf sebagai perbelanjaan dalam penyata pendapatan apabila ditanggung.

(ii) Ganjaran ganti rugi ekuiti

Skim Opsyen Saham Kakitangan (“ESOS”) membenarkan kakitangan Kumpulan memiliki saham Syarikat. Apabila opsyen dilaksanakan, ekuiti akan bertambah mengikut jumlah kutipan yang diterima.

(i) Ganjaran persaraan

Kumpulan dan Syarikat menyumbang kepada skim ganjaran persaraan yang diluluskan berhubung kewajipan berkontraknya kepada kakitangan pengurusan. Sebarang kurangan/lebih yang timbul daripada penilaian aktuari akan dicaj/dikreditkan kepada keuntungan sepanjang baki tempoh perkhidmatan kakitangan.

Jumlah yang dicaj terhadap keuntungan dikira mengikut nasihat aktuari dan mewakili caj yang betul bagi merangkumi liabiliti perkhidmatan dan bahagian kurangan/lebih yang berpatutan.

Skim ganjaran persaraan dibubarkan pada 31 Disember 2002.

(j) Peruntukan

Sesuatu peruntukan diiktiraf apabila terdapat kemungkinan aliran keluar sumber yang melambangkan manfaat ekonomi yang diperlukan bagi menyelesaikan obligasi (undang-undang atau binaan) yang berpunca daripada peristiwa yang lepas dan anggaran yang baik bagi jumlahnya boleh ditaksirkan.

(k) Liabiliti

Pinjaman dan perdagangan serta pembayaran lain-lain dinyatakan pada kos.

(l) Inventori

Inventori dinyatakan pada harga yang mana lebih rendah antara kos dan nilai jualan bersih. Kos ditentukan berdasarkan purata berwajaran dan terdiri daripada kos bahan mentah, dan di mana sesuai, kos buruh dan bahagian perbelanjaan pengeluaran tetap dan berubah yang sesuai.

(m) Tunai dan bersamaan tunai

Tunai dan bersamaan tunai termasuk tunai di tangan, baki dan deposit dengan bank dan pelaburan jangka pendek dan berkecairan tinggi dengan tempoh matang tiga bulan atau kurang dari tarikh pengambilalihan, yang sedia ditukar kepada jumlah tunai yang diketahui dan tertakluk kepada risiko perubahan nilai yang tidak ketara. Bagi tujuan penyata aliran tunai, tunai dan bersamaan tunai dibentangkan selepas overdraf bank dan jaminan deposit, (jika ada).

1. Ringkasan Dasar Perakaunan Penting (Samb.)

(n) Kerosakan

Nilai bawa aset, selain daripada inventori, cukai aset tertunda dan aset kewangan (selain daripada pelaburan dalam syarikat-syarikat subsidiari dan bersekutu), dikaji semula pada setiap tarikh kunci kira-kira untuk menentukan sama ada terdapat sebarang tanda kerosakan. Jika sebarang tanda sedemikian wujud, jumlah yang boleh diperolehi semula bagi aset tersebut dianggarkan. Kerugian dari kerosakan diiktiraf apabila jumlah bawa sesebuah aset atau unit yang menjana tunai di mana ia dimiliki melebihi jumlah yang boleh diperolehi semula. Kerugian kerosakan diiktiraf dalam penyata pendapatan, kecuali apabila aset tersebut dibawa pada jumlah yang dinilai semula. Dalam situasi ini kerugian kerosakan dicaj kepada ekuiti.

Jumlah yang boleh diperolehi semula adalah harga jualan bersih aset dan nilai diguna, yang mana lebih tinggi. Bagi menganggarkan nilai diguna, anggaran aliran tunai akan datang didiskaunkan kepada nilai sekarang menggunakan kadar diskaun sebelum cukai yang menunjukkan penilaian wang masa pasaran semasa dan risiko khusus aset tersebut. Bagi aset yang tidak menjana aliran masuk tunai bebas yang banyak, jumlah yang boleh diperolehi semula bagi unit penjana tunai di mana ia dimiliki akan ditentukan.

Kerugian kerosakan dibalikkan semula jika terdapat perubahan pada anggaran yang digunakan untuk menetapkan jumlah yang boleh dibalik semula.

Kerugian kerosakan dibalikkan semula setakat mana jumlah bawa aset tersebut tidak melebihi nilai bawa yang ditentukan, selepas susutnilai atau pelunasan, sekiranya tiada kerugian kerosakan diiktiraf. Pembalikan semula ini diiktiraf dalam penyata pendapatan, kecuali apabila ia membalikkan semula kerugian kerosakan atas aset yang dinilai semula, di mana ia akan dibawa kepada ekuiti.

(o) Pembelian semula saham

Apabila saham-saham dibeli semula, jumlah yang dibayar, termasuk kos langsung, diiktiraf sebagai perubahan dalam ekuiti. Saham-saham yang dibeli semula dikelaskan sebagai saham perbendaharaan dan dinyatakan sebagai penolakan daripada jumlah ekuiti.

(p) Permodalan kos pinjaman

Kos pinjaman ke atas perbelanjaan yang dikenakan pada hartanah, loji dan peralatan yang memerlukan tempoh yang panjang untuk sedia bagi kegunaan yang dikehendaki dipermodalkan.

Permodalan kos pinjaman akan berakhir apabila aset tersebut sedia digunakan untuk kegunaan yang dirancang.

Kadar permodalan yang digunakan untuk menentukan jumlah kos pinjaman yang layak untuk dipermodalkan adalah purata berwajaran kos pinjaman yang berkaitan dengan pinjaman kumpulan yang belum dijelaskan sepanjang tahun, melainkan pinjaman-pinjaman yang dibuat khusus untuk tujuan pembiayaan kerja dalam pelaksanaan yang spesifik atau hartanah dalam pembangunan, di mana kos pinjaman sebenar yang ditanggung atas pinjaman tersebut tolak sebarang pendapatan pelaburan daripada pelaburan sementara pinjaman tersebut akan dipermodalkan.

Permodalan kos pinjaman digantung sepanjang tempoh lanjut di mana pembangunan aktif telah terganggu.

1. Ringkasan Dasar Perakaunan Penting (Samb.)

(q) Cukai pendapatan

Cukai ke atas keuntungan dan kerugian bagi tahun kewangan termasuk cukai semasa and tertunda. Cukai pendapatan diiktiraf dalam penyata pendapatan kecuali pada tahap di mana ia berkaitan dengan perkara yang diiktiraf secara langsung kepada ekuiti, yang mana akan diiktiraf pada ekuiti.

Perbelanjaan cukai semasa adalah cukai perlu bayar yang boleh dijangka atas cukai pendapatan perlu bayar bagi tahun semasa, menggunakan kadar cukai yang digubal atau akan digubal pada tarikh kunci kira-kira, dan sebarang pelarasan pada cukai perlu bayar berhubung tahun-tahun sebelumnya.

Cukai tertunda adalah diiktiraf, menggunakan kaedah liabiliti, bagi perbezaan sementara yang timbul antara jumlah yang diagihkan kepada aset dan liabiliti untuk tujuan cukai dan jumlah bawanya dalam penyata kewangan. Jumlah cukai tertunda adalah berasaskan cara realisasi atau penyelesaian nilai bawa aset dan liabiliti yang dijangkakan, menggunakan kadar cukai yang digubal atau akan digubal pada tarikh kunci kira-kira.

Cukai aset tertunda adalah diiktiraf sehingga tahap di mana terdapat kemungkinan bahawa keuntungan akan datang yang boleh dikenakan cukai menjadi sedia ada terhadap aset yang boleh digunakan.

(r) Matawang asing

(i) Urusniaga matawang asing

Urusniaga dalam matawang asing ditukar kepada Ringgit Malaysia pada kadar pertukaran yang berkuatkuasa pada tarikh urusniaga. Aset dan liabiliti kewangan dalam matawang asing pada tarikh kunci kira-kira ditukar kepada Ringgit Malaysia pada kadar pertukaran yang berkuatkuasa pada tarikh tersebut. Perbezaan pertukaran matawang asing diiktiraf dalam penyata pendapatan.

(ii) Penyata kewangan dan operasi asing

Operasi asing Kumpulan tidak dianggap sebagai bahagian penting operasi Syarikat. Sehubungan itu, aset dan liabiliti syarikat-syarikat subsidiari asing telah ditukar kepada Ringgit Malaysia pada kadar pertukaran yang berkuatkuasa pada tarikh kunci kira-kira. Pendapatan dan perbelanjaan syarikat-syarikat subsidiari asing diambilkira berdasarkan purata kadar pertukaran yang digunakan pada tahun tersebut. Semasa penyatuan, perbezaan pertukaran yang timbul daripada penyataan semula pelaburan bersih permulaan syarikat subsidiari asing pada kadar akhir tahun dimasukkan ke rizab.

Kadar penutup yang digunakan bagi menukar aset dan liabiliti matawang asing dan penyata kewangan operasi luar negeri adalah seperti berikut:

1USD	RM3.80	(2002 : 1USD	RM3.80)
1SGD	RM2.22	(2002 : 1SGD	RM2.19)
1CAD	RM2.90	(2002 : 1CAD	RM2.41)

(s) Peralatan kewangan derivatif

Kumpulan menggunakan peralatan kewangan derivatif, termasuk kontrak pertukaran asing hadapan, untuk melindungi nilai pendedahannya kepada pertukaran asing yang timbul daripada aktiviti operasi.

Peralatan kewangan derivatif yang digunakan untuk tujuan melindungi nilai diambilkira sebagaimana aset, liabiliti atau kedudukan bersih yang dilindungi nilai diambilkira. Sebarang keuntungan atau kerugian yang terhasil diiktiraf sebagaimana yang terhasil daripada aset, liabiliti atau kedudukan bersih yang berkaitan.

Derivatif yang tidak layak untuk tujuan perakaunan lindung nilai diambilkira sebagai peralatan perdagangan dan ditentukan mengikut harga pasaran pada tarikh kunci kira-kira. Sebarang keuntungan atau kerugian yang terhasil diiktiraf di dalam penyata pendapatan.

1. Ringkasan Dasar Perakaunan Penting (Samb.)

(t) Pengiktirafan perolehan

- (i) Barangan dijual
Perolehan daripada penjualan barangan ditentukan pada nilai saksama pembayaran yang akan diterima dan diiktiraf dalam penyata pendapatan apabila risiko dan ganjaran penting pemilikan telah dipindahkan kepada pembeli.
- (ii) Perkhidmatan
Perolehan daripada perkhidmatan diiktiraf apabila perkhidmatan selesai dilaksanakan.
- (iii) Pendapatan sewa/faedah
Pendapatan sewa dan faedah diiktiraf dalam penyata pendapatan secara akruan.
- (iv) Pendapatan dividen
Pendapatan dividen diiktiraf apabila wujudnya hak untuk menerima bayaran.

(u) Perbelanjaan

- (i) Pembayaran pajakan operasi
Pembayaran yang dibuat di bawah pajakan operasi diiktiraf dalam penyata pendapatan berdasarkan garis lurus sepanjang tempoh pajakan.
- (ii) Kos pembiayaan
Semua kos faedah dan kos lain yang dikenakan berhubung dengan pinjaman, selain daripada yang dipermodalkan selaras dengan Nota 1(p), diambilkira apabila ditanggung.

2. Keuntungan Operasi

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Perolehan				
Penjualan barangan	562,862	495,005	–	–
Perkhidmatan	11,462	21,252	–	–
Pendapatan sewa	2,389	2,102	5,976	5,762
	576,713	518,359	5,976	5,762
Kos jualan	(486,872)	(433,130)	(1,532)	(1,207)
Keuntungan kasar	89,841	85,229	4,444	4,555
Pendapatan operasi lain	48,451	53,926	32,885	43,909
Kos pengedaran	(7,063)	(6,889)	–	–
Perbelanjaan pentadbiran	(46,372)	(43,772)	(7,390)	(4,462)
Perbelanjaan operasi lain	(23,707)	(27,191)	(8,995)	(6,708)
Keuntungan operasi	61,150	61,303	20,944	37,294

Nota-nota kepada Penyata Kewangan

2. Keuntungan Operasi (Samb.)

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Keuntungan operasi diperolehi setelah mengecaj (mengkredit):				
Pendahuluan ke atas skim ganjaran persaraan dilupuskan	–	8,234	–	8,234
Peruntukan bagi hutang ragu	182	1,144	–	–
Perlunasan perbelanjaan penyelidikan dan pembangunan	772	1,420	–	–
Bayaran juruaudit	147	167	20	17
Susutnilai dan pelunasan hartanah, loji dan peralatan	29,529	30,688	862	914
Bayaran para Pengarah				
– yuran	285	271	233	231
– emolumen	4,242	1,904	2,264	499
Muhibah dilupuskan	–	45	–	–
Inventori dikurangkan nilai	378	198	–	–
Inventori dilupuskan	1,738	473	–	–
Sewa premis	6,001	3,521	649	859
Sewa peralatan	25	59	–	–
Hartanah, loji dan peralatan dihapuskira	176	16	–	–
Kerugian/(Keuntungan) daripada penjualan hartanah, loji dan peralatan	870	(375)	(80)	(535)
Pelepasan hutang antara syarikat	–	–	5,995	–
(Keuntungan)/Kerugian daripada penjualan syarikat-syarikat subsidiari	(17,481)	–	(3,179)	–
Hutang lapuk dimasukkan semula	(22)	(720)	–	–
Peruntukan bagi ganjaran persaraan dimasukkan semula	(2,000)	(7,418)	(2,000)	(4,162)
Kerosakan pelaburan syarikat subsidiari	–	–	3,000	–
Dividen diterima (kasar) daripada:				
– Syarikat subsidiari yang tidak tersenarai	–	–	(27,114)	(11,588)
– Saham-saham dibewitharga di Malaysia	(504)	(1,367)	(67)	(111)
– Syarikat bersekutu tidak dibewitharga	(6)	–	(6)	(6)
Keuntungan pertukaran asing – direalisasi	219	(761)	–	–
(Keuntungan)/Kerugian daripada penjualan pelaburan	(18,988)	(43,125)	337	(27,012)
Pendapatan royalti	(277)	(174)	(277)	(174)

Manfaat yang diberi kepada para Pengarah:

Anggaran nilai kewangan bagi manfaat yang diberi kepada para Pengarah ialah RM190,000 (2002 – RM192,000) bagi Kumpulan dan RM50,000 (2002 – RM53,000) bagi Syarikat.

3. Pendapatan Faedah

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Faedah diterima daripada syarikat subsidiari	–	–	3,636	522
Faedah diterima daripada syarikat bersekutu	92	92	–	–
Pelepasan pembayaran faedah yang dihutang kepada pemegang saham minoriti	–	4,021	–	–
Pendapatan faedah lain	5,916	1,365	3,958	1,017
	6,008	5,478	7,594	1,539

Pada tahun 2002, pemegang saham minoriti dalam sebuah syarikat subsidiari memberi pelepasan faedah sebanyak RM4.021 juta.

4. Perbelanjaan Faedah

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Perbelanjaan faedah	10,451	8,596	6,191	2,019
Pelepasan pembayaran faedah yang dihutang oleh syarikat subsidiari	–	–	–	2,024
Faedah perlu dibayar kepada syarikat subsidiari	–	–	35	–
	10,451	8,596	6,226	4,043

Pada tahun 2002, Syarikat memberi pelepasan atas faedah yang dihutang oleh sebuah syarikat subsidiari.

5. Perbelanjaan Cukai

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Cukai semasa atas keuntungan bagi tahun semas	9,637	4,128	2,799	753
Kurangan peruntukan berhubung tahun-tahun sebelumnya	822	1,098	755	–
Cukai keuntungan hartanah benar	960	132	960	132
Cukai tertunda (pendapatan)/perbelanjaan				
Pengwujudan dan pembalikan semula perbezaan sementara	(1,444)	(1,194)	1,005	–
Kurangan peruntukan berhubung tahun-tahun sebelumnya	–	118	–	(94)
Pembiayaan cukai atas bahagian keuntungan syarikat-syarikat bersekutu	357	–	–	–
	10,332	4,282	5,519	791

Nota-nota kepada Penyata Kewangan

5. Perbelanjaan Cukai (Samb.)

Keberkesanan penyetaraan kadar cukai

	2003 %	2002 %
Kumpulan		
Keuntungan sebelum cukai	100	100
Cukai pendapatan menggunakan kadar cukai Malaysia	28	28
Kesan daripada kadar cukai yang berlainan dalam bidang kuasa asing	–	1
Perbelanjaan tidak boleh ditolak	5	6
Pendapatan dikecualikan cukai	(20)	(29)
Kesan ke atas manfaat cukai tertunda tidak diiktiraf	3	–
Cukai keuntungan hartanah benar	2	–
Lain-lain	(1)	–
	17	6
Kurangan peruntukan bagi tahun-tahun sebelumnya	1	1
Perbelanjaan cukai	18	7

Syarikat

Keuntungan sebelum cukai	100	100
Cukai pendapatan menggunakan kadar cukai Malaysia	28	28
Perbelanjaan tidak boleh ditolak	14	8
Pendapatan dikecualikan cukai	(24)	(34)
Cukai keuntungan hartanah benar	4	–
	22	2
Kurangan peruntukan bagi tahun-tahun sebelumnya	3	–
Perbelanjaan cukai	25	2

6. Pendapatan Sesaham

	Kumpulan	
	2003	2002
Pendapatan asas sesaham:		
Keuntungan selepas cukai dan kepentingan pemegang saham minoriti	43,528	49,358
Saham terbitan biasa pada awal tahun semasa ('000)	352,219	352,237
Kesan saham dibeli ('000)	(88)	(18)
Bilangan purata berwajaran saham ('000)	352,131	352,219
Pendapatan asas sesaham (sen)	12.4	14.0

Nota-nota kepada Penyata Kewangan

6. Pendapatan Sesaham (Samb.)

Pendapatan dicairkan sesaham bagi tahun berakhir 31 Disember 2003 dinyatakan seperti berikut:

	Kumpulan	
	2003	2002
Keuntungan selepas cukai dan kepentingan pemegang saham minoriti	43,528	49,358
Kesan selepas cukai bagi penjimatan faedah anggapan	9,138	6,264
	52,666	55,622
Bilangan purata berwajaran saham seperti di atas	352,131	352,219
Kesan ke atas waran – A	88,982	88,982
Kesan ke atas waran – B	87,680	–
Kesan ke atas ESOS	10,898	–
	539,691	441,201
Pendapatan dicairkan sesaham (sen)	9.8	12.6

7. Hartanah, Loji dan Peralatan

Kumpulan	Tanah dan bangunan milik bebas	Tanah dan bangunan pegangan pajakan jangka panjang	Tanah dan bangunan pegangan pajakan jangka pendek	Loji jentera dan peralatan	Jumlah
Kos atau penilaian					
Pada 1 Januari 2003	61,799	250,798	1,840	376,825	691,262
Penambahan	–	5	–	11,479	11,484
Penjualan syarikat-syarikat subsidiari	(2,510)	(35,385)	(1,620)	(21,794)	(61,309)
Penjualan	(9,763)	(245)	–	(7,460)	(17,468)
Hapuskira	–	–	–	(428)	(428)
Pada 31 Disember 2003	49,526	215,173	220	358,622	623,541
Mewakili perkara-perkara daripada:					
Kos	686	38,530	220	358,622	398,058
Penilaian para Pengarah – 2000	48,840	176,643	–	–	225,483
	49,526	215,173	220	358,622	623,541
Susutnilai terkumpul					
Pada 1 Januari 2003	820	29,526	605	242,517	273,468
Caj bagi tahun	58	2,390	22	27,059	29,529
Penjualan syarikat-syarikat subsidiari	–	(2,859)	(496)	(12,606)	(15,961)
Penjualan	–	(62)	–	(4,448)	(4,510)
Hapuskira	–	–	–	(252)	(252)
Pada 31 Disember 2003	878	28,995	131	252,270	282,274

Nota-nota kepada Penyata Kewangan

7. Hartanah, Loji dan Peralatan (Samb.)

Kumpulan	Tanah dan bangunan milik bebas	Tanah dan bangunan pegangan pajakan jangka panjang	Tanah dan bangunan pegangan pajakan jangka pendek	Loji jentera dan peralatan	Jumlah
Nilai buku bersih					
Pada 31 Disember 2003	48,648	186,178	89	106,352	341,267
Pada 31 Disember 2002	60,977	221,274	1,235	134,308	417,794
Caj susutnilai bagi tahun berakhir 31 Disember 2002	65	3,156	107	27,360	30,688
Kumpulan		Tanah dan bangunan pegangan pajakan jangka panjang	Tanah dan bangunan pegangan pajakan jangka pendek	Loji jentera dan peralatan	Jumlah
Kos atau penilaian					
Pada 1 Januari 2003		49,062	132,505	5,262	186,829
Penambahan		–	–	262	262
Penjualan		–	–	(964)	(964)
Pada 31 Disember 2003		49,062	132,505	4,560	186,127
Mewakili perkara-perkara pada:					
Kos		222	–	4,560	4,782
Penilaian para Pengarah – 2000		48,840	132,505	–	181,345
		49,062	132,505	4,560	186,127
Susutnilai terkumpul					
Pada 1 Januari 2003		806	12,387	3,926	17,119
Caj bagi tahun		53	411	398	862
Penjualan		–	–	(890)	(890)
Pada 31 Disember 2003		859	12,798	3,434	17,091
Nilai buku bersih					
Pada 31 Disember 2003	48,203	119,707	1,126	1,126	169,036
Pada 31 Disember 2002	48,257	120,118	1,335	1,335	169,710
Caj susutnilai bagi tahun berakhir 31 Disember 2002	55	413	446	446	914

Tanah dan bangunan dinyatakan pada penilaian para Pengarah berdasarkan penilaian jurunilai profesional bebas secara pasaran terbuka yang dijalankan pada bulan November 2000.

7. Hartanah, Loji dan Peralatan (Samb.)

Jika tanah dan bangunan telah dibawa pada kos sejarah tolak susutnilai terkumpul, jumlah bawa aset yang dinilai semula yang diambilkira dalam penyata kewangan pada akhir tahun kewangan adalah seperti berikut:

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Tanah dan bangunan milik bebas	14,023	14,076	14,023	14,076
Tanah dan bangunan pegangan pajakan jangka panjang	65,583	72,253	54,637	55,049
	79,606	86,329	68,660	69,125

Hartanah, loji dan peralatan Kumpulan yang tidak mempunyai nilai bawa (2002 – RM35.8 juta) dicagarkan kepada bank sebagai jaminan kepada pinjaman.

8. Syarikat-syarikat Subsidiari

	Syarikat	
	2003	2002
Saham tidak disebutbarga	165,793	180,329
Tolak: Kerugian kerosakan	(3,000)	–
	162,793	180,329

Butir-butir syarikat-syarikat subsidiari adalah seperti berikut:

Syarikat subsidiari	Aktiviti utama	Negara diperbadankan	Kepentingan pemilikan efektif	
			2003 %	2002 %
CCM Fertilizers Sdn. Bhd. dan syarikat-syarikat subsidiarinya:	Pengeluar dan pemasaran baja	Malaysia	50.1	50.1
Max Agriculture Sdn. Bhd.	Tidak aktif	Malaysia	50.1	50.1
CCMF Agronomic and Technical Services Sdn. Bhd.*	Tidak aktif	Malaysia	50.1	50.1
CCM Chemicals Sdn. Bhd. dan syarikat-syarikat subsidiarinya:	Pengeluar dan pemasaran barangan kloro-alkali dan pemasaran bahan kimia	Malaysia	80.0	80.0
CCM Watercare Sdn. Bhd.	Pemasaran barangan rawatan air	Malaysia	80.0	80.0
CCM Singapore Pte. Ltd.*	Pemasaran barangan kloro-alkali dan bahan kimia	Singapore	80.0	80.0

Nota-nota kepada Penyata Kewangan

8. Syarikat-syarikat Subsidiari (Samb.)

Syarikat subsidiari	Aktiviti utama	Negara diperbadankan	Kepentingan pemilikan efektif	
			2003 %	2002 %
CCM Chemtrans Sdn. Bhd.	Tidak aktif	Malaysia	80.0	80.0
PT CCM Indonesia**	Pemasaran bahan kimia	Indonesia	80.0	80.0
CCM Chemtrade Sdn. Bhd.	Tidak aktif	Malaysia	80.0	80.0
CCM Pharma Sdn. Bhd.	Pengeluar barangan farmaseutikal dan penjagaan kesihatan	Malaysia	100.0	100.0
Columbia Pacific Healthcare Sdn. Bhd. dan syarikat-syarikat subsidiarinya:***	Pembangunan dan operasi pusat perubatan dan perkhidmatan dan pusat perubatan berkaitan	Malaysia	–	51.0
Columbia Pacific Healthcare Management Sdn. Bhd.	Pengurusan kemudahan penjagaan kesihatan	Malaysia	–	51.0
CPH Extended Care Sdn. Bhd.	Operasi kemudahan penjagaan kesihatan	Malaysia	–	51.0
CPH Imaging Sdn. Bhd.	Operasi pusat 'magnetic resonance imaging'	Malaysia	–	51.0
CPH Mont Kiara Internal Care Sdn. Bhd.	Tidak aktif	Malaysia	–	75.5
CPH Seremban Acute Care Sdn. Bhd.	Operasi kemudahan penjagaan kesihatan	Malaysia	–	49.6
Pelangi Atlantik Sdn. Bhd.	Tidak aktif	Malaysia	–	75.5
Tunas Idaman Sdn. Bhd.	Tidak aktif	Malaysia	–	51.0
Prima Health Pharmacy (Retail) Sdn. Bhd.	Pemasaran dan menjual secara runcit barangan farmaseutikal dan barangan penjagaan kesihatan	Malaysia	100.0	100.0
Tekan Maju Sdn. Bhd. dan syarikat-syarikat subsidiarinya:	Pegangan pelaburan	Malaysia	100.0	100.0
Euphorex Corporation Sdn. Bhd.	Pegangan pelaburan	Malaysia	100.0	100.0

8. Syarikat-syarikat Subsidiari (Samb.)

Syarikat subsidiari	Aktiviti utama	Negara diperbadankan	Kepentingan pemilikan efektif	
			2003 %	2002 %
Kibaran Kemas Sdn. Bhd.	Pegangan pelaburan	Malaysia	100.0	100.0
Liberal Wira Sdn. Bhd.	Pegangan pelaburan	Malaysia	100.0	100.0
Orineum Corporation Sdn. Bhd.	Pegangan pelaburan	Malaysia	100.0	100.0
Perconic Resources Sdn. Bhd.	Pegangan pelaburan	Malaysia	100.0	100.0
Usaha Progresif Sdn. Bhd.	Pegangan pelaburan	Malaysia	100.0	100.0
Upha Pharmaceutical Manufacturing (M) Sdn. Bhd.	Pengeluar barangan farmaseutikal dan penjagaan kesihatan	Malaysia	100.0	100.0
Upha Corporation (M) Sdn. Bhd. dan syarikat-syarikat subsidiarinya:	Pemasaran barangan farmaseutikal dan penjagaan kesihatan	Malaysia	100.0	100.0
Ho Han Medical Company Sdn. Bhd.	Pengeluar dan pemasaran barangan farmaseutikal dan penjagaan kesihatan	Malaysia	100.0	100.0
Sentosa Pharmacy Sdn. Bhd.	Pemasaran barangan farmaseutikal dan penjagaan kesihatan	Malaysia	61.7	61.7
Unique Pharmacy (Ipoh) Sdn. Bhd.	Pemasaran barangan farmaseutikal dan penjagaan kesihatan	Malaysia	73.3	73.3
Unique Pharmacy (Penang) Sdn. Bhd.	Pemasaran barangan farmaseutikal dan penjagaan kesihatan	Malaysia	72.0	72.0
Negeri Pharmacy Sdn. Bhd.	Pemasaran barangan farmaseutikal dan penjagaan kesihatan	Malaysia	100.0	100.0
Envirochem Consultants Sdn. Bhd.	Tidak aktif	Malaysia	100.0	100.0
Danau Insas Sdn. Bhd.	Pegangan pelaburan	Malaysia	–	100.0
Innovax Sdn. Bhd.	Penyelidikan dan pembangunan barangan farmaseutikal	Malaysia	100.0	100.0
CCM Investments Limited**	Pegangan pelaburan	Kepulauan British Virgin	100.0	100.0

* Tidak diaudit oleh KPMG

** Disatukan berdasarkan penyata kewangan pengurusan

*** Columbia Pacific Healthcare Sdn Bhd dan syarikat-syarikat subsidiarinya telah dijual bermula 30 Jun 2003 (sila rujuk Nota 31).

Nota-nota kepada Penyata Kewangan

9. Syarikat Bersekutu

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Saham biasa tidak disebut harga di Malaysia, pada kos Bahagian Kumpulan dalam keuntungan tolak kerugian selepas pengambilalihan	1,598	4,927	119	119
	133	(2,977)	–	–
	1,731	1,950	119	119
Bahagian Kumpulan dalam aset bersih	1,731	1,950		

Syarikat-syarikat bersekutu adalah seperti berikut:

Syarikat bersekutu	Aktiviti utama	Negara diperbadankan	Kepentingan pemilikan efektif	
			2003 %	2002 %
CPH (Sarawak) Sdn. Bhd.	Operasi kemudahan barangan penjagaan	Malaysia	–	40.0
Orica-CCM Energy Systems Sdn. Bhd.	Pemasaran bahan letupan	Malaysia	36.0	36.0
Usaha Kimia (Malaysia) Sdn. Bhd.	Pemasaran barangan kloro-alkali dan bahan kimia	Malaysia	36.0	30.0

10. Pelaburan

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Pada kos				
Saham disebut harga				
– di Malaysia	18,321	40,543	10,959	14,445
– di luar Malaysia	62,728	62,728	24,937	24,937
	81,049	103,271	35,896	39,382
Saham tidak disebut harga	5,415	–	5,415	–
	86,464	103,271	41,311	39,382
Nilai pasaran saham yang disebut harga:				
– di Malaysia	23,628	40,933	17,269	5,260
– di luar Malaysia	315,658	90,972	137,662	39,167

11. Perbelanjaan Pembangunan

	Kumpulan	
	2003	2002
Kos		
Baki pada 1 Januari	9,639	8,224
Ditanggung pada tahun semasa	772	1,415
Baki pada 31 Disember	10,411	9,639
Perlunasan terkumpul		
Baki pada 1 Januari	2,846	1,426
Caj perlunasan bagi tahun semasa	772	1,420
Baki pada 31 Disember	3,618	2,846
Nilai buku bersih		
Pada 31 Disember	6,793	6,793

12. Inventori

	Kumpulan	
	2003	2002
Bahan mentah		
Pada kos	26,749	23,486
Pada nilai boleh direalisasi bersih	–	173
Kerja dalam perlaksanaan – pada kos	2,760	3,099
Barangan siap		
Pada kos	62,529	53,209
Pada nilai boleh direalisasi bersih	7,058	6,535
Alat ganti dan barangan gunaan – pada kos	15,579	15,642
	114,675	102,144

13. Penerimaan Perdagangan dan Lain-lain

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Penerimaan perdagangan	110,128	93,051	–	–
Lain-lain penerimaan	42,036	58,147	33,559	43,286
Jumlah dihutang oleh syarikat-syarikat subsidiari	–	–	137,527	201,147
Jumlah dihutang oleh syarikat-syarikat bersekutu	2,437	2,599	92	91
Cukai boleh didapatkan kembali	2,853	2,083	1,669	627
	157,454	155,880	172,847	245,151

Nota-nota kepada Penyata Kewangan

13. Penerimaan Perdagangan dan Lain-lain (Samb.)

Lain-lain penerimaan termasuk:

(a) satu jumlah yang dihutang oleh Skim Persaraan Kumpulan Chemical Company of Malaysia sebanyak RM0.1 juta (2002 – RM4.5 juta) kepada Kumpulan dan sebanyak RM0.1 juta (2002 - RM1.6 juta) kepada Syarikat.

(b) kutipan daripada penyenaaran waran boleh pisah, berikutan terbitan Bon dengan waran, berjumlah tiada (2002 – RM39.8 juta).

(c) satu jumlah hutang daripada syarikat subsidiari dahulu, Columbia Pacific Healthcare Sdn Bhd (“CPH”), berjumlah RM27.2 juta. Pemegang-pemegang saham baru CPH telah menandatangani satu perjanjian untuk menyelesaikan jumlah hutang daripada CPH (pada asalnya RM35.1 juta) sebelum bulan April 2005 bersama dengan faedah pada kadar 6.8% setahun dari tarikh perjanjian tersebut; diskaun sebanyak RM3 juta telah dipersetujui sekiranya jumlah belum dijelaskan dibayar sepenuhnya sebelum bulan April 2004.

(d) baki sebanyak RM5 juta akan diterima daripada penjualan Kumpulan CPH (lihat Nota 31).

Jumlah yang dihutang oleh syarikat-syarikat subsidiari adalah tidak bercagar, dikenakan faedah pada kadar sehingga 6.75% (2002 – sehingga 10%) setahun dan tidak mempunyai tempoh pembayaran balik yang tetap.

Jumlah yang dihutang oleh syarikat-syarikat bersekutu mewakili baki-baki yang terhasil daripada urusan-urusan perdagangan.

14. Tunai dan Baki Bank

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Deposit jangka pendek dengan				
– bank berlesen	65,580	17,206	61,838	12,800
– syarikat kewangan berlesen	130,836	136,130	130,836	136,130
– rumah diskaun	10,100	8,400	10,100	8,400
Tunai dan baki bank	23,648	24,434	893	5,007
	230,164	186,170	203,667	162,337

15. Pembayaran Perdagangan dan Lain-lain

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Pembayaran perdagangan	73,156	55,254	–	–
Pembayaran lain dan akruan	18,839	25,688	2,535	3,348
Jumlah yang dihutang kepada syarikat-syarikat subsidiari	–	–	45,239	18,680
	91,995	80,942	47,774	22,028

Jumlah yang dihutang kepada syarikat-syarikat subsidiari adalah tidak bercagar, tanpa faedah dan tidak mempunyai tempoh pembayaran balik yang tetap.

16. Pinjaman Jangka Pendek (Tidak Bercagar)

	Kumpulan	
	2003	2002
Overdraf bank	2,814	3,507
Penerimaan jurubank	25,978	51,594
Kredit pusingan	20,000	–
Pinjaman matawang asing dalam Dolar AS (USD)	23,679	–
	72,471	55,101

Overdraf bank dikenakan faedah pada kadar antara 7.4% hingga 7.7% (2002 – 6.65% hingga 8.40%) setahun.

Penerimaan jurubank dikenakan faedah pada kadar antara 2.90% hingga 3.03% (2002 – 2.90% hingga 3.80%) setahun.

Kredit pusingan dikenakan faedah pada kadar 3.60% setahun.

Pinjaman matawang asing dikenakan faedah pada kadar 1.98% setahun.

17. Modal Saham

	Kumpulan dan Syarikat	
	2003	2002
Dibenarkan:		
Saham biasa berharga RM1 sesaham		
Baki pembukaan	800,000	500,000
Peningkatan sepanjang tahun	–	300,000
Baki penutup	800,000	800,000
Diterbitkan dan berbayar penuh:		
Saham biasa berharga RM1 sesaham		
Baki pembukaan	356,265	356,265
Terbitan saham di bawah ESOS	6,665	–
Penukaran sebanyak 361,000 (2002 – Tiada) waran kepada saham biasa baru berharga RM1 sesaham sepanjang tahun	361	–
Baki penutup	363,291	356,265

17. Modal Saham (Samb.)

Pada 8 Februari 1996, Syarikat telah menerbitkan Bon Tidak Bercagar Tanpa Jaminan Boleh Tebus 3% berjumlah RM150,000,000 pada nilai nominal dengan 44,539,350 (dilaraskan kepada 89,078,700 selepas terbitan bonus) Waran-A boleh dipisahkan pada 100% nilai nominal Bon kepada Bumiputra Merchant Bankers Berhad sebagai pelanggan utama.

Pada 26 April 1996, pelanggan utama tersebut telah menawarkan 44,539,350 (dilaraskan kepada 89,078,700 selepas terbitan bonus) Waran-A untuk dijual pada harga RM0.851 (dilaraskan kepada RM0.426 selepas terbitan bonus) setiap waran atas dasar tidak boleh batal kepada para pemegang saham Syarikat berasaskan (1) waran bagi setiap (4) saham biasa sedia ada yang dipegang.

Waran-A ini memberi hak kepada pemegang berdaftar untuk melanggan satu saham biasa ("Saham baru") berharga RM1.00 sesaham dalam Syarikat pada harga pelaksanaan sebanyak RM5.90 (dilaraskan kepada RM2.95 selepas terbitan bonus) bagi setiap Saham baru, tertakluk kepada pelarasan di bawah keadaan tertentu menurut Surat Ikatan Pol bertarikh 5 Februari 1996, pada bila-bila masa sepanjang tempoh tiga (3) tahun dan sembilan (9) bulan bermula dari tarikh ulang tahun pertama penerbitan waran tersebut.

Syarikat telah mendapat kelulusan daripada para pemegang saham dan Waran-A di mesyuarat agung tahunan yang diadakan pada 22 April 1999 untuk melanjutkan jangka masa dan tempoh pelaksanaan waran Syarikat kepada sepuluh (10) tahun, sehingga dan termasuk 7 Februari 2006.

Pada 27 Disember 2002, Syarikat menerbitkan Bon Kadar Tetap 7 Tahun 3% ("Bon") bernilai nominal RM200,000,000 bersama dengan 88,040,592 Waran-B boleh asing pada kadar 100% nilai nominal Bon kepada AmMerchant Bank Berhad sebagai pelanggan utama.

Pada 13 Januari 2003, pelanggan utama tersebut telah menawarkan 88,040,592 Waran-B pada harga RM0.4522 setiap waran atas dasar tidak boleh batal kepada para pemegang saham Syarikat berasaskan satu (1) waran bagi setiap empat saham biasa sedia ada yang dipegang.

Sepanjang tahun kewangan, Syarikat membeli 1,785,000 (2002 – 75,000) modal terbitan sahamnya yang berbayar di pasaran terbuka. Harga purata yang dibayar bagi saham-saham yang dibeli adalah sebanyak RM1.49 (2002 – RM1.59) sesaham. Urusniaga pembelian semula dibiayai melalui dana yang dijana secara dalaman. Saham yang dibeli dipegang sebagai saham perbendaharaan menurut Seksyen 67A Akta Syarikat 1965 dan dibawa pada kos. Selepas ditolak saham perbendaharaan yang dipegang, bilangan saham dalam terbitan yang masih dipegang adalah 357,403,000 (2002 – 352,162,000) saham biasa berharga RM1 sesaham. Saham perbendaharaan tidak mempunyai hak untuk mengundi, menerima dividen dan mengambil bahagian dalam pengagihan yang lain. Tiada (2002 – Tiada) saham perbendaharaan dijual pada tahun ini.

18. Rizab

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Tidak boleh diagihkan				
Premium saham	2,529	–	2,529	–
Rizab penebusan modal	73	73	73	73
Rizab penilaian semula	39,543	39,543	33,524	33,524
Rizab modal lain	2,982	2,982	–	–
Rizab tukaran asing	(4)	(89)	–	–
Boleh diagihkan				
Keuntungan tersimpan	81,624	85,795	91,474	122,380
	126,747	128,304	127,600	155,977

Tertakluk kepada persetujuan Lembaga Hasil Dalam Negeri, Syarikat mempunyai kredit cukai yang mencukupi di bawah Seksyen 108 Akta Cukai Pendapatan, 1967 ('Akta') untuk menjelaskan pembayaran dividen daripada keuntungan tersimpan pada 31 Disember 2003, selepas cukai, pada anggaran sehingga RM98 juta (2002 – RM113 juta). Di samping itu, Syarikat mempunyai pendapatan dikecualikan cukai lebih kurang RM10 juta (2002 – RM20 juta) yang timbul akibat pelepasan pendapatan tahun 1999 menurut Akta Cukai Pendapatan (Pindaan), 1999 yang diwartakan pada 8 Julai 1999.

19. Kepentingan Pemegang Saham Minoriti

Ini terdiri daripada bahagian para pemegang saham minoriti terhadap modal saham dan rizab syarikat-syarikat subsidiari.

20. Pinjaman

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Akan dibayar balik dalam tempoh dua belas bulan				
Pinjaman berjangka dalam Dolar AS (USD)	16,340	16,340	–	–
Pinjaman berjangka dalam Ringgit Malaysia (RM)	–	50,912	–	50,000
	16,340	67,252	–	50,000
Akan dibayar balik selepas tempoh dua belas bulan				
Pinjaman berjangka dalam Ringgit Malaysia	–	17,319	–	–

20. Pinjaman (Samb.)

Butir-butir pinjaman berjangka yang diperolehi oleh Kumpulan adalah seperti berikut:

Jumlah Prinsipal	Kadar faedah	Tempoh Bayaran Balik
USD4.3 juta tidak bercagar	SIBOR+0.9%	Pinjaman pada asalnya harus dibayar balik pada tahun 2003 dan telah di pusing ganti untuk selama setahun. Pinjaman tidak bercagar dalam USD ini diambil oleh sebuah syarikat subsidiari dijamin oleh Syarikat.
RM50 juta tidak bercagar	Kos dana +0.5%	Pinjaman Syarikat telah dibayar balik pada tahun 2003.
RM12 juta bercagar*	8.75%	Pinjaman ini akan dibayar balik dalam seratus lapan puluh ansuran bulanan bermula April 2000.
RM3.4 juta bercagar*	8.75%	Pinjaman ini akan dibayar balik dalam seratus lapan puluh ansuran bulanan bermula Jun 2000.
RM5 juta bercagar*	10%	Pinjaman ini akan dibayar balik dalam dua puluh lima ansuran separuh tahun bermula Oktober 2000. Pinjaman bercagar RM di atas yang diambil oleh sebuah syarikat subsidiari dicagar dengan hartanah, loji dan peralatan dan dijamin oleh sebuah syarikat subsidiari yang lain.

* Pinjaman-pinjaman ini berkaitan dengan Columbia Pacific Healthcare Sdn Bhd dan syarikat-syarikat subsidiarinya yang mana telah dijual pada tahun ini.

21. Bon (Tidak Bercagar)

Pada 27 Disember 2003, Syarikat menerbitkan Bon Kadar Tetap 7 tahun 3% ("Bon") bernilai nominal RM200,000,000 dengan 88,040,592 waran boleh asing ("waran") pada kadar 100% nilai nominal Bon tersebut.

22. Ganjaran Persaraan

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Pada 1 Januari	-	8,134	-	3,957
Caj bagi tahun semasa	-	359	-	205
Pindahan	-	-	-	-
Bayaran	-	(1,075)	-	-
Masuk semula	-	(7,418)	-	(4,162)
Pada 31 Disember	-	-	-	-

Syarikat dan syarikat-syarikat subsidiarinya telah menyertai Skim Ganjaran Persaraan Kumpulan CCM ("Skim") yang merupakan skim ganjaran diluluskan yang diwujudkan di bawah Seksyen 150 Akta Cukai Pendapatan, 1967.

Skim ini telah luput pada 31 Disember 2002 dan Lembaga Pengarah telah meluluskan pembubarannya.

23. Cukai Tertunda

Jumlah yang ditentukan selepas pengimbangan sewajarnya, adalah seperti berikut:

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Liabiliti cukai tertunda	33,040	34,752	22,551	21,546
Aset cukai tertunda	(2,532)	(2,800)	–	–
	30,508	31,952	22,551	21,546

Aset dan liabiliti cukai tertunda diimbangi apabila terdapat hak boleh dikuatkuasa untuk mengimbangi aset cukai semasa dengan liabiliti cukai semasa, dan apabila cukai tertunda ada kaitan dengan kuasa yang serupa.

Aset dan liabiliti cukai yang diiktiraf (sebelum pengimbangan) adalah seperti berikut:

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Hartanah, loji dan peralatan				
– elaun modal	7,944	10,012	–	–
– penilaian semula	24,785	24,788	21,546	21,546
Peruntukan	(696)	(438)	–	–
Kerugian cukai yang tidak digunakan	(2,530)	(2,410)	–	–
Lain-lain	1,005	–	1,005	–
	30,508	31,952	22,551	21,546

Tiada cukai tertunda diiktiraf bagi perkara berikut:

	Kumpulan	
	2003	2002
Perbezaan sementara boleh ditolak	39	140
Elaun modal tidak diserap	1,032	859
Kerugian cukai tidak digunakan	5,465	3,674
	6,536	4,673

Kerugian cukai yang tidak digunakan, elaun modal tidak diserap dan perbezaan sementara yang boleh ditolak tidak mempunyai tempoh matang di bawah undang-undang cukai semasa. Aset cukai tertunda tidak diiktiraf berhubung dengan perkara-perkara ini kerana tiada kemungkinan bahawa keuntungan yang dikenakan cukai akan datang menjadi sedia ada untuk kegunaan Kumpulan.

26. Pihak-pihak Berkaitan

Hubungan pihak berkaitan berbentuk kawalan adalah seperti berikut:

- (a) Syarikat-syarikat subsidiarinya seperti yang dinyatakan dalam Nota 8.
- (b) Syarikat-syarikat bersekutunya seperti yang dinyatakan dalam Nota 9.

Urusniaga pihak berkaitan penting selain daripada yang dinyatakan di bahagian lain penyata kewangan ini adalah seperti berikut:

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Kos kongsi bersama diterima daripada syarikat-syarikat subsidiari	–	–	4,746	5,343
Pendapatan sewa daripada tanah dan bangunan diteirma daripada syarikat-syarikat subsidiari	–	–	3,587	3,660
Penjualan barangan kepada syarikat bersekutu, Usaha Kimia (Malaysia) Sdn. Bhd.	4,192	4,988	–	–

Para Pengarah Syarikat berpendapat bahawa urusniaga dengan syarikat-syarikat subsidiari/bersekutu telah dijalankan dalam perjalanan perniagaan yang biasa menurut syarat yang dirundingkan.

27. Maklumat Segmen

Maklumat segmen dibentangkan berhubung dengan segmen-segmen perniagaan Kumpulan.

Penentuan harga antara segmen ditentukan berdasarkan syarat-syarat yang dirundingkan.

Keputusan segmen, aset dan liabiliti termasuk perkara-perkara yang berpunca secara langsung pada satu segmen serta perkara-perkara yang boleh diperuntukan sewajarnya.

Semua segmen geografi adalah bertempat di Malaysia.

Segmen perniagaan

Kumpulan terdiri daripada segmen perniagaan utama seperti berikut:

Baja	Pengeluar dan pemasaran baja
Bahan kimia	Pengeluar dan pemasaran kloro-alkali dan bahan penggumpal, bahan kimia dan rawatan air.
Penjagaan kesihatan	Pembuatan dan pemasaran produk farmaseutikal dan kesihatan
Lain-lain	Pegangan pelaburan

27. Maklumat Segmen (Samb.)

	Baja		Bahan kimia		Penjagaan		Lain-lain		Penghapusan		Penyatuan	
	2003	2002	2003	2002	2003	2002	2003	2002	2003	2002	2003	2002
Segmen Perniagaan												
Perolehan daripada pelanggan luar	271,979	203,997	206,719	207,742	95,626	111,072	2,389	2,102	-	(6,554)	576,713	518,359
Perolehan antara-segmen	3,160	3,190	39,148	17,227	1,373	-	3,587	3,660	(47,268)	(24,077)	-	-
Jumlah perolehan	275,139	207,187	245,867	224,969	96,999	111,072	5,976	5,762	(47,268)	(30,631)	576,713	518,359
Keputusan segmen	11,304	9,691	7,626	3,020	5,446	5,368	40,591	54,580	(3,817)	(11,356)	61,150	61,303
Perbelanjaan yang tidak diperuntukan	-	-	1,535	262	-	(166)	-	-	-	-	-	-
Keuntungan operasi											61,150	61,303
Perbelanjaan faedah											(10,451)	(8,596)
Pendapatan faedah											6,008	5,478
Bahagian keuntungan/ (kerugian) syarikat bersekutu											1,535	96
Keuntungan sebelum cukai											58,242	58,281
Perbelanjaan cukai											(10,332)	(4,282)
Kepentingan pemegang saham minoriti											(4,382)	(4,641)
Keuntungan bersih bagi tahun											43,528	49,358
Aset Pelaburan dalam syarikat bersekutu	114,364	104,200	205,115	209,378	122,988	175,266	850,426	715,585	(353,544)	(229,577)	939,349	974,852
Jumlah aset											941,080	976,802
Liabiliti segmen Liabiliti yang tidak diperuntukkan	43,165	22,457	33,192	33,837	10,279	18,032	2,609	3,422	2,750	3,194	91,995	80,942
Jumlah liabiliti											324,521	376,996
Perbelanjaan modal Susutnilai dan pelunasan	2,160	1,619	3,307	9,871	5,755	8,310	262	215	-	-	11,484	20,015
Perkara bukan tunai selain susutnilai	2,084	1,943	19,755	18,807	6,828	10,376	862	982	-	-	29,529	32,108
											(2,000)	(7,418)

28. Komitmen

	Kumpulan		Syarikat	
	2003	2002	2003	2002
Komitmen modal yang tidak diperuntukan dalam penyata kewangan:				
Diluluskan dan diberi kontrak	158	1,829	–	1,242
Diluluskan dan belum diberi kontrak	6,709	3,969	–	–
	6,867	5,798	–	1,242

29. Liabiliti luar jangka

	Syarikat	
	2003	2002
Jaminan pinjaman yang diberi untuk sebuah syarikat subsidiari	16,340	16,340

Dalam perjalanan perniagaan yang biasa, satu tuntutan telah dibuat terhadap sebuah syarikat subsidiari berikutan dakwaan salah laku dalam penamatan sebuah kontrak. Para Pengarah berpendapat bahawa tuntutan tersebut tidak mempunyai merit dan tidak menjangka sebarang kerugian besar dan tiada peruntukan dibuat dalam penyata kewangan.

30. Peralatan Kewangan

Objektif dan dasar pengurusan risiko kewangan

Dalam perjalanan biasa perniagaan, Kumpulan terdedah kepada risiko kredit, kadar faedah dan matawang. Kumpulan mempunyai dasar dan garis panduan bertulis bagi pengurusan risiko yang menggariskan strategi perniagaan, toleransi terhadap risiko dan falsafah pengurusan risiko secara am. Dasar-dasar bertulis sebegini dikaji semula secara berkala oleh Lembaga Pengarah.

Dasar-dasar perakaunan Kumpulan dan Syarikat berhubung instrumen kewangan derivatif digariskan pada Nota 1(w).

Risiko kredit

Kumpulan mempunyai dasar kreditnya dan pendedahan terhadap risiko credit kerap dipantau. Penilaian kredit dijalankan ke atas pelanggan perdagangan.

Pada tarikh kunci kira-kira, tidak terdapat penumpuan risiko kredit melainkan hutang daripada satu pelanggan perdagangan berjumlah RM15.2 juta (2002 – RM6.4 juta) dan hutang daripada Columbia Pacific Healthcare Sdn Bhd, berjumlah RM27.2 juta (2002 – RM38.3 juta). Pendedahan maksimum terhadap risiko kredit bagi Kumpulan adalah nilai bawa setiap aset kewangan.

Risiko kadar faedah

Kumpulan dan Syarikat mengamalkan dasar cermat dalam meminimumkan risiko terhadap perubahan pada kadar faedah selaras dengan dasar pengurusan risiko tersebut.

30. Peralatan Kewangan (Samb.)

Risiko Matawang Asing

Kumpulan dan Syarikat menghadapi risiko matawang asing atas penjualan, pembelian dan pinjaman yang dicatatkan dalam matawang lain selain daripada Ringgit Malaysia. Dolar AS merupakan matawang utama yang menimbulkan risiko ini.

Tiada perlindungan nilai dibuat bagi urusniaga dalam dolar AS sekarang memandangkan nilainya telah ditetapkan oleh kerajaan. Namun, dasar ini masih dikaji semula oleh pihak pengurusan.

Risiko kecairan

Kumpulan mengawasi dan mengekalkan tahap tunai dan bersamaan tunai yang dianggap mencukupi oleh pengurusan untuk membiayai operasi-operasi Kumpulan dan mengurangkan kesan daripada perubahan aliran tunai.

Kadar faedah efektif dan analisa penentuan harga semula

Berhubung aset kewangan yang mempunyai pendapatan faedah dan liabiliti kewangan yang dikenakan faedah, jadual berikut menunjukkan kadar faedah efektif pada tarikh kunci kira-kira dan tempoh di mana kadar tersebut dinilai semula atau matang, yang mana lebih awal.

2003	Kadar faedah efektif %	Jumlah RM	Sebelum 1 tahun RM	1 - 5 tahun RM	Selepas 5 tahun RM
Kumpulan					
Aset kewangan					
Tunai dan bersamaan tunai	2.91	230,164	230,164	–	–
Liabiliti kewangan					
Overdraif tidak bercagar	7.50	2,814	2,814	–	–
Penerimaan jurubank tidak bercagar	3.00	25,978	25,978	–	–
Kredit pusingan tidak bercagar	3.60	20,000	20,000	–	–
Pinjaman matawang asing (USD)	1.98	23,679	23,679	–	–
Pinjaman kadar terapung (USD) tidak bercagar	2.27	16,340	16,340	–	–
Bon	6.00	200,000	–	–	200,000
2002					
Aset kewangan					
Tunai dan bersamaan tunai	3.07	186,170	186,170	–	–
Liabiliti kewangan					
Overdraif tidak bercagar	7.53	3,507	3,507	–	–
Penerimaan jurubank tidak bercagar	3.35	51,594	51,594	–	–
Pinjaman berjangka bercagar:					
Pinjaman kadar tetap RM	9.49	18,231	912	5,482	11,837
Pinjaman berjangka tidak bercagar:					
Pinjaman kadar terapung RM	3.60	50,000	50,000	–	–
Pinjaman kadar terapung USD	2.74	16,340	16,340	–	–
Bon	6.60	200,000	–	–	200,000

30. Peralatan Kewangan (Samb.)

2003	Kadar faedah efektif %	Jumlah RM	Sebelum 1 tahun RM	1 - 5 tahun RM	Selepas 5 tahun RM
Syarikat					
Aset kewangan					
Tunai dan bersamaan tunai	2.91	203,667	203,667	–	–
Liabiliti kewangan					
Bon	6.00	200,000	–	–	200,000
2002					
Aset kewangan					
Tunai dan bersamaan tunai	3.07	162,337	162,337	–	–
Liabiliti kewangan					
Pinjaman berjangka tidak bercagar:					
Pinjaman kadar terapung RM	3.60	50,000	50,000	–	–
Bon	6.60	200,000	–	–	200,000

Nilai saksama

Peralatan kewangan diiktiraf

Nilai saksama saham yang disebut harga adalah sebut harga belian pada tarikh kunci kira-kira. Bagi tunai dan bersamaan tunai, penerimaan perdagangan dan penerimaan lain, pembayaran perdagangan dan pembayaran lain serta pinjaman jangka pendek, nilai bawa menyerupai nilai saksama disebabkan oleh sifat jangka pendek peralatan kewangan tersebut.

Nilai bawa aset dan liabiliti kewangan lain Kumpulan dan Syarikat pada 31 Disember menyerupai nilai saksama masing-masing kecuali seperti yang dinyatakan di bawah:

	2003 Nilai bawa RM'000	2002 Nilai saksama RM'000	2003 Nilai bawa RM'000	2002 Nilai saksama RM'000
Kumpulan				
Aset kewangan				
Pelaburan dalam saham disebut harga	81,049	339,286	103,271	131,810
Liabiliti kewangan				
Pinjaman berjangka bercagar:				
Pinjaman kadar tetap RM	–	–	18,231	18,231
Bon	200,000	170,138	200,000	200,000
	200,000	170,138	218,231	218,231

Nota-nota kepada Penyata Kewangan

30. Peralatan Kewangan (Samb.)

Syarikat	2003 Nilai bawa RM'000	2002 Nilai saksama RM'000	2003 Nilai bawa RM'000	2002 Nilai saksama RM'000
Aset kewangan				
Pelaburan dalam saham disebut harga	35,896	154,873	39,382	44,427
Liabiliti kewangan				
Bon	200,000	170,138	200,000	200,000

31. Penjualan Syarikat-syarikat Subsidiari

Pada 22 April 2003, Syarikat menandatangani satu perjanjian dengan seorang individu untuk menjual kepentingannya sebanyak 32% dalam syarikat Columbia Pacific Healthcare Sdn Bhd dan syarikat-syarikat subsidiarinya ("Kumpulan CPH") untuk bayaran pertimbangan sebanyak RM14.5 juta. Pembeli tersebut telah membuat bayaran sebanyak RM4.1 juta dan baki sebanyak RM5.0 juta dijangka akan diterima pada suku kedua tahun 2004.

Keputusan Kumpulan CPH telah disatukan sehingga 30 Jun 2003, iaitu tarikh efektif Syarikat tersebut berhenti mempunyai kawalan ke atas Kumpulan CPH dan menyumbangkan keuntungan sebanyak RM17.3 juta kepada keuntungan bersih yang disatukan bagi tahun berakhir 31 Disember 2003.

Pada tahun ini, Syarikat juga telah menyempurnakan penjualan sebuah syarikat subsidiary, Danau Insas Sdn Bhd untuk harga pertimbangan sebanyak RM9.2 juta. Penjualan ini merekodkan keuntungan sebanyak RM190,000 kepada Kumpulan.

Kesan daripada penjualan

Kesan daripada penjualan ke atas aset dan liabiliti Kumpulan pada 31 Disember 2003.

	2003
Aset bukan semasa	
Hartanah, loji dan peralatan	45,348
Pelaburan	1,397
	<hr/>
	46,745
Aset semasa	7,161
Liabiliti semasa	(40,239)
Liabiliti jangka panjang	(18,231)
Kepentingan pemegang saham minoriti	4,798
	<hr/>
Liabiliti bersih	234
Keuntungan daripada penjualan	17,481
	<hr/>
	17,715
Pelaburan lain (Nota 10)	(5,415)
Penerimaan lain (Nota 13)	(5,000)
	<hr/>
Bayaran diterima secara tunai	7,300
Tunai dilupuskan	(454)
	<hr/>
Aliran tunai masuk bersih	6,846

31. Penjualan Syarikat-syarikat Subsidiari (Samb.)

Liabiliti semasa syarikat-syarikat subsidiari termasuk jumlah hutang kepada Syarikat sebanyak RM27.2 juta daripada CPH dan RM6.0 juta daripada Danau Insas Sdn Bhd, masing-masing. Berikutan penjualan tersebut, Danau Insas Sdn Bhd telah menyelesaikan hutang antara syarikat yang belum dijelaskan dengan sepenuhnya.

32. Perubahan pada Dasar-dasar Perakaunan dan Pelarasan bagi Tahun Sebelumnya

Perubahan pada dasar-dasar perakaunan

Pada tahun kewangan semasa, Kumpulan dan Syarikat mengguna pakai piawaian-piawaian MASB baru berikut. Penggunaan piawaian-piawaian baru tersebut telah mengakibatkan perubahan-perubahan dalam dasar-dasar perakaunan seperti berikut:

- (a) MASB 25, Cukai Pendapatan yang telah diguna pakai secara kebelakangan. Perbandingan telah diselaraskan untuk menunjukkan perubahan pada dasar perakaunan;
- (b) MASB 29, Ganjaran kakitangan telah diguna pakai secara kebelakangan. Penggunaan piawaian ini tidak mempunyai kesan ketara kepada penyata kewangan; dan
- (c) MASB 27, Kos Pinjaman yang diguna pakai secara kebelakangan. Perbandingan belum dinyatakan semula disebabkan dasar perakaunan sebelumnya adalah selaras dengan piawaian perakaunan.

Penggunaan MASB 25 telah mengakibatkan semua perbezaan sementara yang dikenakan cukai diiktiraf sepenuhnya. Sebelum ini, liabiliti cukai tertunda tidak diperuntukan sekiranya tidak terdapat tanda-tanda perbezaan masa yang akan dibalik semula kemudian. Aset cukai tertunda kini diiktiraf apabila terdapat kemungkinan bahawa keuntungan yang dikenakan cukai akan menjadi sedia ada terhadap aset cukai tertunda yang boleh digunakan (yang sebelum ini diiktiraf apabila terdapat jangkaan munasabah bahawa ia boleh direalisasikan pada masa akan datang).

Pelarasan bagi tahun sebelumnya

Perubahan pada dasar perakaunan

Perubahan pada dasar-dasar perakaunan akibat penggunaan MASB 25 telah diambil kira dengan menyatakan semula perbandingan-perbandingan seperti yang dinyatakan dalam Nota 33 dan penyata perubahan ekuiti masing-masing.

Nota-nota kepada Penyata Kewangan

33. Perbandingan

Perbandingan berikut telah dinyatakan semula untuk menunjukkan perubahan pada dasar-dasar perakaunan seperti yang diterangkan dalam Nota 32.

	Kumpulan		Syarikat	
	Seperti yang dinyatakan semula	Seperti yang dinyatakan sebelumnya	Seperti yang dinyatakan semula	Seperti yang dinyatakan sebelumnya
Penyata pendapatan				
Cukai	(4,282)	(4,376)	(791)	(885)
Keuntungan selepas cukai	53,999	53,905	33,999	33,905
Kepentingan pemegang saham minoriti	(4,641)	(5,289)	–	–
Keuntungan bersih bagi tahun	49,358	48,616	33,999	33,905
Kunci kira-kira				
Aset cukai tertunda	2,800	–	–	–
Liabiliti cukai tertunda	34,752	9,964	21,546	–
Rizab	128,304	149,644	155,977	177,523
Kepentingan pemegang saham minoriti	43,083	43,731	–	–
Penyata perubahan pada ekuiti				
Keuntungan tersimpan pada 1 Januari 2002	58,235	55,435	110,179	110,179
Keuntungan tersimpan pada 31 Disember 2002	85,795	82,347	122,380	122,380
Rizab penilaian semula pada 1 Januari 2002	41,330	66,212	35,311	56,951
Rizab penilaian semula pada 31 Disember 2002	39,543	64,331	33,524	55,070
Nota-nota kepada penyata kewangan				
Nota 18 – Rizab				
Rizab penilaian semula	39,543	64,331	33,524	55,070
Keuntungan tersimpan	85,795	82,347	122,380	122,380
Penjagaan kesihatan				
Penyatuan				
	Seperti yang dinyatakan semula	Seperti yang dinyatakan sebelumnya	Seperti yang dinyatakan semula	Seperti yang dinyatakan sebelumnya
Nota 27 – Maklumat segmen				
Perbelanjaan cukai	–	–	(4,282)	(4,376)
Kepentingan pemegang saham minoriti	–	–	(4,641)	(5,289)
Keuntungan bersih bagi tahun	–	–	49,358	48,616
Aset segmen	175,266	172,466	974,852	972,052
Jumlah aset	–	–	976,802	974,002
Liabiliti yang tidak diperuntukan	–	–	376,996	352,208
Jumlah liabiliti	–	–	457,938	433,150