

**APPENDIX I – CERTIFIED TRUE EXTRACT OF THE ORDINARY RESOLUTIONS IN RESPECT OF THE FUND-RAISING EXERCISE PASSED AT THE EGM OF CCM HELD ON 21 NOVEMBER 2002**

The following ordinary resolutions were passed at the Extraordinary General Meeting of Chemical Company of Malaysia Berhad (“CCM” or “Company”) held at Ballroom 1, Corus Hotel, Jalan Ampang, 50450 Kuala Lumpur on Thursday, 21 November 2002 at 2.30pm :-

**ORDINARY RESOLUTION 1  
PROPOSED BONDS WITH WARRANTS ISSUE AND PROPOSED OFFER FOR SALE**

“**THAT**, contingent upon the passing of Ordinary Resolutions 2 and subject to the approval of the relevant authorities, approval be and is hereby given for the Company to issue, on such terms and conditions as the Directors may determine, RM200,000,000 nominal amount of 7-year 3% p.a. Fixed Rate Bonds together with up to 115,765,192 detachable Warrants structured on a “Bought Deal” basis (“Proposed Bonds With Warrants Issue”), whereby AmMerchant Bank Berhad (“AmMerchant Bank”) and OCBC Bank (Malaysia) Berhad (“OCBC”) as the Co-Primary Subscribers will purchase the entire issue of the Bonds with Warrants pursuant to the subscription agreement to be entered into between AmMerchant Bank, OCBC and the Company (“Subscription Agreement”) at 100% of the nominal amount of the Bonds and subsequently will undertake the following :-

- (a) the private placement of the entire RM200,000,000 nominal amount of the Bonds (without the Warrants) with institutions and/or others who fall under the ambit of Schedule 2 of the Securities Commission Act 1993 (as amended) subject to the selling restrictions set out in the Trust Deed to be executed by the Company at a price to be determined by the Co-Primary Subscribers and the Bonds constitute direct, unconditional and secured obligations of the Company and must at all times rank *pari passu*, without discrimination, preference or priority between themselves and must rank above all present and future unsecured and unsubordinated debts and obligations of the Company to the extent of the security under the Security Documents as set out in the Trust Deed, and thereafter at least *pari passu* with all present and future unsecured and unsubordinated debts and obligations of the Company except those which are preferred solely by law and not by reason of any encumbrance, notarization, registration or any other act; and
- (b) the offer for sale of the provisional rights to allotment of the Warrants to the shareholders of the Company by AmMerchant Bank (“Offeror”) on a renounceable basis of one (1) Warrant for every four (4) existing ordinary shares of RM1.00 each held as at a date to be determined (“Proposed Offer for Sale”) at an offer price to be determined on the entitlement date of the Proposed Offer For Sale, wherein each Warrant will carry the right to subscribe for one (1) new ordinary share of the Company at an exercise price to be fixed at a discount of not more than 10% from the weighted average market price of CCM’s shares for a period of five (5) market days prior to pricing date to be determined later after receipt of the approval from and in accordance with the requirements of the Securities Commission which exercise price and the number of Warrants outstanding shall be subject to the provisions and adjustments contained in the Deed Poll to be executed by the Company constituting the Warrants and that the Warrants to be offered pursuant to the aforementioned Proposed Offer for Sale shall be dealt with in such manner as the Offeror and the Directors of the Company may in their absolute discretion think expedient in the interest of the Company and upon such terms and conditions as the Directors of the Company may decide and the Directors of the Company be and are hereby authorised to give effect to the aforesaid subscription arrangement and the Proposed Offer for Sale.

AND THAT the Directors be and are hereby authorised to give effect to the Proposed Bonds With Warrants Issue and Proposed Offer for Sale with full power to :-

- (i) execute the Trust Deed, Deed Poll, Subscription Agreement and any other documents pertaining to the Proposed Bonds With Warrants Issue and Proposed Offer for Sale by affixing the Common Seal in accordance with Articles of Association of the Company;
- (ii) assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities; and
- (iii) assent any conditions, modifications, variations and/or amendments as may be permitted by the relevant authorities in respect of any conditions imposed.”

**ORDINARY RESOLUTION 2**

**AUTHORITY TO ISSUE AND ALLOT NEW WARRANTS PURSUANT TO THE ADJUSTMENTS UNDER THE PROVISIONS IN THE DEED POLL AND TO ALLOT AND ISSUE NEW SHARES TO WARRANT HOLDERS ON EXERCISING THEIR RIGHTS**

“THAT, contingent upon the passing of Ordinary Resolution 1 above, the Directors be and are hereby authorised:-

- (a) subject to approvals of the relevant authorities for the listing of and quotation for the relevant Warrants, to allot and issue such further Warrants as may be required or permitted to be issued (and/or to assent to any modifications or amendments to the exercise price of the Warrants) as a consequence of any adjustments under the provisions in the Deed Poll to be executed by the Company constituting the Warrants; and
- (b) to allot and issue such appropriate number of new ordinary shares of RM1.00 each arising from the exercise by the holders of the Warrants of their rights to subscribe for new ordinary shares under the Warrants held by them and such appropriate number of new ordinary shares arising from the exercise of subscription rights represented by such further Warrants referred to in paragraph (a) above (“the New Shares”) in accordance with the terms of the Deed Poll to be executed by the Company constituting the Warrants. The satisfaction of the subscription price pursuant to the exercise of the Warrants and further Warrants will be by way of cash. The New Shares arising from the exercise of the Warrants and further Warrants shall, upon issue and allotment, rank *pari passu* in all respects with the then existing issued ordinary shares of the Company, save that they shall not be entitled for any dividends, rights, allotments and / or other distribution, the Book Closure Date of which is on or before the date of allotment and issue of the new CCM shares pursuant to the exercise of the Warrants and further Warrants. For the purpose hereof, Book Closure Date means the date as at the close of business on which shareholders must be registered as members of the Company in order to participate in any dividends, rights, allotments or any other distributions.”

**CERTIFIED TRUE & CORRECT**



**YAGAMBARAM S/O ELLAPPAN**  
Company Secretary

Dated: 21 November 2002

**APPENDIX II – INFORMATION ON CCM****1. HISTORY AND BUSINESS**

The Company was incorporated in Malaysia on 7 August 1963 under the Companies Ordinances 1940-1946 as Chemical Company of Malaysia Limited. It was listed on the Main Board of the KLSE on 24 March 1966 and on 15 April 1966, the Company changed its name to Chemical Company of Malaysia Berhad (“CCM”). It underwent a successful restructuring in June 1987, resulting in CCM becoming an investment holding and management company with its subsidiaries engaged in activities elaborated below. In September 1994, the Company had divested its entire paints business and the three executive directors of the Company entered into an agreement with the then majority shareholder, ICI (Malaysia) Holdings Sdn Bhd for a Management Buy-Out. In 1995, the Company ventured into the pharmaceutical business via the acquisitions of the UPIIA group of companies and CCM Pharma. The Company has also ventured into the hospital business with Columbia Asia Nursing and Rehabilitation Centre in Shah Alam, Columbia Asia Medical Centre in Seremban and Columbia Asia Medical Centre in Miri.

CCM owns and operates 16 pharmacy retail outlets under Prima Health Pharmacy of which 9 outlets are located throughout the Klang Valley, 3 in Penang, 2 in Johor and 1 each in Kedah and Kuantan.

Presently CCM is an investment holding company. Its subsidiaries and associated companies are engaged in the following activities:-

- i. Manufacture and marketing of chlor-alkali products, pharmaceutical and healthcare products and fertilizers
- ii. Marketing of a wide range of chemicals
- iii. Development and operation of medical centres and a rehabilitation centre

Further information on the principal activities of the subsidiary and associated companies are described in Section 5 of this Appendix.

**2. SHARE CAPITAL**

The authorised and issued and paid-up ordinary share capital as at 7 January 2003 are as follows:-

	<b>No. of shares</b>	<b>Par Value (RM)</b>	<b>Amount (RM)</b>
Authorised	800,000,000	RM1.00	800,000,000
Issued and paid-up	356,265,366	RM1.00	356,265,366

### 3. CHANGES IN THE ISSUED AND PAID-UP SHARE CAPITAL

Details of the changes in the issued and paid-up share capital of CCM since the date of incorporation are as follows :-

Date of Change	No. of Shares Allotted / Bought Back	Par Value	Consideration	Total issued and Paid-up Share Capital
15/08/63	7	RM1.00	Cash (subscriber stock)	7
14/10/63	93	RM1.00	Cash	100
10/02/66	14,999,900	RM1.00	Cash (RM11,314,186) Other than cash (RM3,685,714)	15,000,000
10/03/66 – 07/04/66	15,000,000	RM1.00	Bonus Issue 1 for 1	30,000,000
17/04/87	20,000,000	RM1.00	Bonus Issue 2 for 3	50,000,000
11/06/87	39,078,700	RM1.00	Restructuring exercise	89,078,700
04/08/95	89,078,700	RM1.00	Bonus Issue 1 for 1	178,157,400
13/02/97 – 20/02/97	3,000	RM1.00	Cash (warrants conversion)	178,160,400
06/03/97 – 13/03/97	2,000	RM1.00	Cash (warrants conversion)	178,162,400
14/04/97 – 30/04/97	3,166	RM1.00	Cash (warrants conversion)	178,165,566
12/05/97 – 22/05/97	11,416	RM1.00	Cash (warrants conversion)	178,176,982
02/06/97 – 16/06/97	3,900	RM1.00	Cash (warrants conversion)	178,180,882
30/06/97	20,666	RM1.00	Cash (warrants conversion)	178,201,548
07/08/97	166	RM1.00	Cash (warrants conversion)	178,201,714
21/08/97	668	RM1.00	Cash (warrants conversion)	178,202,382
27/08/98	(3,000)	RM1.00	Cancellation (share buy back)	178,199,382
01/09/98	(5,000)	RM1.00	Cancellation (share buy back)	178,194,382
02/09/98	(1,000)	RM1.00	Cancellation (share buy back)	178,193,382
08/09/98	(32,000)	RM1.00	Cancellation (share buy back)	178,161,382
09/09/98	(10,000)	RM1.00	Cancellation (share buy back)	178,151,382
10/09/98	(8,000)	RM1.00	Cancellation (share buy back)	178,143,382
11/09/98	(4,000)	RM1.00	Cancellation (share buy back)	178,139,382
14/09/98	(2,000)	RM1.00	Cancellation (share buy back)	178,137,382
15/09/98	(3,000)	RM1.00	Cancellation (share buy back)	178,134,382
21/09/98	(1,000)	RM1.00	Cancellation (share buy back)	178,133,382
23/09/98	(1,000)	RM1.00	Cancellation (share buy back)	178,132,382
30/09/98	(1,000)	RM1.00	Cancellation (share buy back)	178,131,382
05/10/98	(1,000)	RM1.00	Cancellation (share buy back)	178,130,382
06/10/98	(1,000)	RM1.00	Cancellation (share buy back)	178,129,382
28/10/99	583	RM1.00	Cash (warrants conversion)	178,129,965
18/02/00	333	RM1.00	Cash (warrants conversion)	178,130,298
04/05/00	668	RM1.00	Cash (warrants conversion)	178,130,966
13/06/00	384	RM1.00	Cash (warrants conversion)	178,131,350
14/07/00	1,333	RM1.00	Cash (warrants conversion)	178,132,683
17/07/00	178,132,683	RM1.00	Bonus Issue 1 for 1	356,265,366

#### 4. SHAREHOLDINGS OF DIRECTORS OF CCM

Based on the record of the Company and MCD, the particulars of the Directors of CCM and their interests in CCM as at 7 January 2003 are as follows :-

Name	Interests in the Company							
	No. of Shares				No. of Outstanding Warrants			
	Direct	%	Indirect	%	Direct	%	Indirect	%
Dato' Mohd Ibrahim bin Mohd Zain	-	-	-	-	-	-	-	-
Dato' Lim Say Chong	-	-	(a) 17,369,400	4.93	-	-	(a) 31,626,096	35.54
Oh Kim Sun	-	-	(a) 17,369,400	4.93	-	-	(a) 31,626,096	35.54
Iliu Woong Choong	486,000	0.14	(b) 48,000	0.01	399,000	0.45	(c) 30,000	0.03
Dato' N. Sadasivan	200,000	0.06	-	-	-	-	-	-
Haji Hassan bin Jaafar	-	-	-	-	60,000	0.07	-	-
Paisol bin Ahmad	-	-	-	-	-	-	-	-
Dato' Tan Kay Hock	-	-	-	-	-	-	-	-
Khet Kok Yin	-	-	-	-	-	-	-	-
Dato' David Chiu	-	-	(d) 36,000,000	10.22	-	-	-	-
Ooi Boon Leong	-	-	(e) 20,000	0.01	-	-	-	-
Eva Hui Yin Fun (alternate to Dato' David Chiu)	-	-	-	-	-	-	-	-
Tan Sri Dato' Dr. Mohamed Yusof bin Hashim	-	-	-	-	-	-	-	-

Notes: -

(a) Deemed interested by virtue of interest in Tekun Sepadu Sdn Bhd

(b) Deemed interested by virtue of interest held by

- i. Affin-UOB Nominees (Tempatan) Sdn Bhd on behalf of his spouse, Choy Yook Chee
- ii. His spouse, Choy Yook Chee
- iii. His son, Hiu Chii Ren

(c) Deemed interested by virtue of interest held by

- i. Affin-UOB Nominees (Tempatan) Sdn Bhd on behalf of his spouse, Choy Yook Chee
- ii. His spouse, Choy Yook Chee

(d) Deemed interested by virtue of interest in Billion Victory Sdn Bhd

(e) Deemed interested by virtue of interest in L&Q Holdings Sdn Bhd

The Offer For Sale will not have any effect on the shareholdings of the Directors of CCM while their total warrant holdings will increase in proportion to the number of Warrants purchased.

## 5. SUBSIDIARY AND ASSOCIATE COMPANIES

The Company's subsidiary and associated companies as at 7 January 2003 are as follows :-

Name of company	Date/place of incorporation	Issued and paid-up share capital (RM)	Effective equity interest (%)	Principal activities
<b>SUBSIDIARIES</b>				
CCM Fertilizers Sdn Bhd	04.03.72 / Malaysia	32,000,000	50.1	Manufacture and marketing of fertilizers
Max Agriculture Sdn Bhd	06.11.75 / Malaysia	1,694,715	50.1	Rental of land and building
CCMF Agronomic and Technical Services Sdn Bhd	22.05.82 / Malaysia	10,000	50.1	Dormant
CCM Chemicals Sdn Bhd	12.02.87 / Malaysia	20,000,000	80.0	Manufacture and marketing of chlor-alkali products and marketing of chemicals
CCM Chemtrans Sdn Bhd	03.04.97 / Malaysia	500,000	80.0	Dormant
CCM Watercare Sdn Bhd	08.11.1985 / Malaysia	125,003	80.0	Marketing of water treatment products
CCM Pharma Sdn Bhd	17.05.62 / Malaysia	3,300,000	100.0	Manufacture of pharmaceutical and healthcare products
Columbia Pacific Healthcare Sdn Bhd	23.03.94 / Malaysia	5,700,002	51.0	Development and operation of medical centres and other related medical services and centres
Columbia Pacific Healthcare Management Sdn Bhd	23.03.94 / Malaysia	2	51.0	Management of healthcare facilities
CPH Extended Care Sdn Bhd	23.05.96 / Malaysia	5,000,000	51.0	Operation of healthcare facilities
CPH Imaging Sdn Bhd	04.10.96 / Malaysia	2	51.0	Dormant
CPH Mont Kiara Internal Care Sdn Bhd	23.11.95 / Malaysia	2	75.5	Dormant
CPH Seremban Acute Care Sdn Bhd	23.05.96 / Malaysia	18,236,580	49.6	Operation of healthcare facilities
Pelangi Atlantik Sdn Bhd	02.10.96 / Malaysia	2	75.5	Dormant
Tunas Idaman Sdn Bhd	01.07.96 / Malaysia	100,000	51.0	Dormant
Prima Health Pharmacy (Retail) Sdn Bhd	17.10.95 / Malaysia	6,000,000	100.0	Marketing and retailing of pharmaceutical and healthcare products
Tekan Maju Sdn Bhd	20.11.97 / Malaysia	300,000	100.0	Investment holding
Euphorex Corporation Sdn Bhd	05.12.97 / Malaysia	300,000	100.0	Investment holding

Name of company	Date/place of incorporation	Issued and paid-up share capital (RM)	Effective equity interest (%)	Principal activities
Kibaran Kemas Sdn Bhd	18.07.95 / Malaysia	300,000	100.0	Investment holding
Liberal Wira Sdn Bhd	20.11.97 / Malaysia	300,000	100.0	Investment holding
Orincum Corporation Sdn Bhd	12.11.97 / Malaysia	300,000	100.0	Investment holding
Perconic Resources Sdn Bhd	13.11.97 / Malaysia	300,000	100.0	Investment holding
Usaha Progressif Sdn Bhd	13.04.96 / Malaysia	300,000	100.0	Investment holding
UPHA Pharmaceutical Manufacturing (M) Sdn Bhd	28.12.79 / Malaysia	15,000,000	100.0	Manufacturing of pharmaceutical and healthcare products
UPHA Corporation (M) Sdn Bhd	27.05.76 / Malaysia	8,000,000	100.0	Marketing of pharmaceutical and healthcare products
Ho Han Medical Company Sdn Bhd	18.08.82 / Malaysia	210,000	100.0	Manufacture and marketing of pharmaceutical and healthcare products
Sentosa Pharmacy Sdn Bhd	24.04.81 / Malaysia	235,002	61.7	Marketing of pharmaceutical and healthcare products
Unique Pharmacy (Ipoh) Sdn Bhd	03.10.85 / Malaysia	300,000	73.3	Marketing of pharmaceutical and healthcare products
Unique Pharmacy (Penang) Sdn Bhd	15.01.94 / Malaysia	250,000	72.0	Marketing of pharmaceutical and healthcare products
Negeri Pharmacy Sdn Bhd	31.12.81 / Malaysia	91,500	87.6	Marketing of pharmaceutical and healthcare products
Envirochem Consultants Sdn Bhd	01.07.93 / Malaysia	500,000	100.0	Dormant
Danau Insas Sdn Bhd	07.06.00 / Malaysia	1000	100.0	Investment holding
CCM Investments Ltd	06.10.97 / British Virgin Islands	USD 2	100.0	Investment holding
CCM Singapore Pte Ltd (formerly known as "CCM Holdings Pte Ltd")	08.08.97 / Singapore	Singapore Dollar 1,500,000	80.0	Marketing of chlor-alkali products and industrial chemicals
Innovax Sdn Bhd (formerly known as "Vizai Corporation Sdn Bhd")	21.11.01 / Malaysia	2	100	Research and development of pharmaceutical products
Raschig CCM (M) Sdn Bhd	10.02.00 / Malaysia	2	80.0	Dormant
PT. CCM Indonesia	16.10.02 / Indonesia	USD100,000	80.0	Production, export and import of industrial chemicals and consultation in the field of chemicals to the consumers and industry.
<b>ASSOCIATES</b>				
CPH (Sarawak) Sdn Bhd	11.01.97 / Malaysia	8,500,000	20.4	Operation of healthcare facilities
Orica-CCM Energy Systems Sdn Bhd	26.07.94 / Malaysia	3,128,000	36.0	Marketing of Explosives

Name of company	Date/place of incorporation	Issued and paid-up share capital (RM)	Effective equity interest (%)	Principal activities
Usaha Kimia (Malaysia) Sdn Bhd	18.01.89 / Malaysia	100,000	30.0	Marketing of chlor-alkali and chemical products

## 6. MAJOR SHAREHOLDERS

Based on the register of shareholders and records of the Company, the major shareholders' (holding more than 5% of Shares) interest in CCM as at 7 January 2003 are as follows:-

Shareholders	No. of Shares				No. of Outstanding Warrants			
	Direct	%	Indirect	%	Direct	%	Indirect	%
Lembaran Megah Sdn Bhd	82,303,000	23.37	-	-	2,720,000	3.06	-	-
Permodalan Nasional Berhad	58,459,400	16.60	-	-	19,008,850	21.36	-	-
Skim Amanah Saham Bumiputra	40,000,000	11.36	-	-	-	-	-	-
Billion Victory Sdn Bhd	36,000,000	10.22	-	-	-	-	-	-
Employees Provident Fund Board	28,749,000	8.16	* 859,000	0.24	-	-	-	-
Pan Malaysia Corporation Berhad	-	-	# 82,303,000	23.37	-	-	# 2,720,000	3.06
Malayan United Industries Bhd	-	-	// 82,303,000	23.37	-	-	# 2,720,000	3.06
Dato' David Chiu	-	-	^ 36,000,000	10.22	-	-	-	-
Yayasan Pelaburan Bumiputra	-	-	^^ 58,459,400	16.60	-	-	^^ 19,008,850	21.36

Notes: -

# Deemed interested through Lembaran Megah Sdn Bhd by virtue of S6A of the Companies Act 1965

\* Deemed interested by virtue of interest held by Nomura Asset Management

^ Deemed interested by virtue of interest in Billion Victory Sdn Bhd

^^ Deemed interested by virtue of interest in Permodalan Nasional Bhd

The Offer For Sale will not have any effect on the shareholdings of the major shareholders of CCM while their total warrant holdings will increase in proportion to the number of Warrants purchased. Please refer to Section 5.5 above for their shareholdings in CCM before and after the Offer for Sale

## 7. SUMMARY OF PROFIT AND DIVIDEND RECORD

The following is a summary of the audited financial information of CCM for the past five (5) financial years ended 31 December 2001 and for the six (6) months ended 30 June 2002 as well as the unaudited results for the nine (9) months ended 30 September 2002 on a consolidated basis:-

	Twelve (12) months ended 31 Dec						
	2002 ^^	2002 ^	2001	2000	1999	1998	1997
	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000	RM '000
Turnover	389,248	251,203	497,563	571,697	544,756	521,850	568,961
Operating Profit	56,927	51,367	22,172	45,048	50,371	51,824	64,835
EBITDA	80,624	67,613	54,287	79,850	101,212	90,708	92,353
Interest expense	(6,474)	(4,309)	(10,593)	(11,560)	(10,309)	(12,093)	(5,645)
Depreciation / Amortisation charge	(22,576)	(15,621)	(30,336)	(28,908)	(27,302)	(25,577)	(20,529)
Exceptional items	-	-	-	-	-	-	-
Share of profit/(loss) in associated companies	(8)	19	(539)	(250)	5,418	6,238	596
Profit/(Loss) before taxation	51,566	47,702	12,819	39,132	69,019	59,276	66,775
Taxation	(4,488)	(3,755)	(9,508)	(14,231)	(2,029)	(13,262)	(12,931)
Profit/(Loss) from ordinary activities	47,078	43,947	3,311	24,901	66,990	46,014	53,844
Extraordinary item	-	-	-	-	-	-	-
Minority Interest	(1,806)	(1,016)	2,399	(2,338)	(8,007)	(4,614)	(7,523)
Net profit/(loss)	45,272	42,931	5,710	22,563	58,983	41,400	46,321
Weighted average number of shares in issue ('000)	352,237	352,237	352,627	355,259	177,772	178,103	178,187
Basic net earnings / (loss) per share (sen)	12.85	12.19	1.62	6.35	33.18	23.24	26.00
Diluted earnings / (loss) per share (sen) #	11.33	10.60	2.70	6.60	14.30	23.24	26.00
Gross Dividend Rate (sen)*	3.0	-	9.30	9.30	9.30	11.30	13.30

Note:-

^^ Unaudited results for the nine (9) months ended 30 September 2002.

^ Audited results for the six (6) months ended 30 June 2002.

# Diluted earnings are based on adjusted profits that account for the tax effect of notional interest savings arising from the proceeds from the exercise of ESOS options and warrants.

\* No. of Shares adjusted and normalised (to 356,265 units) to improve comparability across the financial years

1. *The Group recorded a profit before tax of RM47.7 million for the six months period ended 30 June 2002 as compared to RM12.82 million in the previous financial year (full year). The significant increase is attributed to the profits arising from the disposal of investments, both locally and overseas, during the same period, which amount to approximately RM43.9 million. In addition, the considerable improvement in the performance of CCM's Fertiliser Division during the first half of 2002 as a result of steady Crude Palm Oil prices also contributed to the improvement of the Group's profitability during the same period. However, the increase was partly offset by lower profits from the chemical division due to declining caustic soda prices.*
2. *Decline in turnover and profits for 2001 was mainly from the fertilizer division as the significant decline in Crude Palm Oil ("CPO") prices resulted in many plantations reducing costs by reducing the fertilization process. The Company's profits in 2001 were also affected by the lower profits from sale of investments in the year.*
3. *Profits before Tax ("PBT") for 2000 fell by 43.3% from 1999, to RM39.1 million due to: -*
  - *Continuing losses from the hospital division arising from the startup of the Seremban hospital*
  - *CCM having recorded lower gains on disposal of its Agrochemical division following its divestment in 1999 (whereby the first stage of disposal was in 1999 and the second stage in 2000) from RM7.5 million gains in 1999 to RM3.5 million in 2000*
  - *A revaluation deficit of RM6.6 million arising from revaluation of land*
  - *Lower profits in the chemical division due to severe competitive pressures in the industry.*
4. *In 1999, the improved bottom line results came from the improvement of the agricultural sector, which was conducive to the fertilizer business resulting in a 13.3% increase in profits over 1998. 1999 was also a good year for the chemical business, which was 36.4% higher. This improvement was due to the various economic measures taken by the Government to boost the domestic economy.*
5. *In 1998, PBT recorded for the Company at RM59.3 million represented a decrease of 11% from that of the preceding year due to: -*
  - *Losses arising from the startup of the hospital and pharmaceutical retail chains*
  - *The non-recurrence of profits on sale of fixed assets and a subsidiary recorded in 1997.*

*Other operating subsidiaries performed well with the industrial chemicals division. Profits increased by 42% in the year against the preceding year.*
6. *The profits for the year 1997 include profits for disposal of fixed assets (RM12.9 million) and sale of a subsidiary (RM4.4 million).*

**8. MARKET PRICE OF CCM SHARES**

The monthly highest and lowest closing prices of CCM Shares traded on the KLSE for the last twelve (12) months from January 2002 to December 2002 are as follows :-

	<b>High</b>	<b>Low</b>
	<b>RM</b>	<b>RM</b>
<b><u>2002</u></b>		
January	1.69	1.54
February	1.63	1.53
March	1.79	1.62
April	2.49	1.74
May	2.21	1.92
June	1.98	1.75
July	1.80	1.65
August	1.84	1.65
September	1.80	1.53
October	1.80	1.53
November	1.69	1.47
December	1.52	1.46

Last transacted market price on 17 September 2002 : RM1.68  
(being the last practicable date prior to the announcement of the Fund Raising Exercise)

Last transacted market price on 13 January 2003 : RM1.45  
(being the last practicable date prior to the printing of this Abridged Prospectus)

Last transacted market price on 8 January 2003 : RM1.52  
(being the last practicable date prior to the ex-date)

(Source : *KLSE Daily Diary*)

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