Financial 2000 Report

Directors' Report

The directors hereby submit their report together with the audited accounts of the Company and of the Group for the financial year ended 30 June, 2000.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the provision of management, cash and treasury services to its subsidiaries. The principal activities of the subsidiaries are described in Note 35 to the accounts.

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

RESULTS

In RM	Group	Company
Net profit for the year	**17,664,035**	**2,815,392**

DIVIDEND

On 8 December, 1999, the Company paid a final dividend of 1% amounting to RM851,625 in respect of the financial year ended 30 June, 1999.

The directors recommend a final dividend of 3% less taxation amounting to RM1,839,510 in respect of the current financial year.

RESERVES AND PROVISIONS

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

BAD AND DOUBTFUL DEBTS

Before the income statements and balance sheets were made out, the directors took reasonable steps to ascertain that actions had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no known bad debts and that adequate provision had been made for doubtful debts.

At the date of this report, the directors are not aware of any circumstances which would require any amount to be written off as bad debts or render the amount of provision for doubtful debts in the accounts of the Company and of the Group inadequate to any substantial extent.

CURRENT ASSETS

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

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

VALUATION METHODS

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

CONTINGENT AND OTHER LIABILITIES

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

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

(b) any contingent liability of the Company or of the Group which has arisen since the end of the financial year.

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

CHANGE OF CIRCUMSTANCES

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

ITEMS OF AN UNUSUAL NATURE

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

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

SIGNIFICANT EVENTS

The significant events during the financial year are as disclosed in Note 37 to the accounts.

DIRECTORS

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

Y. Bhg. Tan Sri Dr Chen Lip Keong
Y. Bhg. Puan Sri Lee Chou Sarn
Y. Bhg. Dato' Sulaiman bin Sujak
Y. Bhg. Dato' Nik Kamaruddin bin Ismail
Y. Bhg. Dato' Dr Abdul Razak bin Abdul
Y. Bhg. Datuk Wan Kassim bin Ahmed
Y. Bhg. Tan Sri Dato' Seri Megat Junid bin Megat Ayob (appointed on 18 February, 2000)
Chua Tiam Wee (appointed on 18 February, 2000)
Megat Fairouz Junaidi bin Dato' Megat Junid (resigned on 18 February, 2000)
Chin Yit Kong (resigned on 18 February, 2000)
Maria binti Osman (appointed on 18 February, 2000; resigned on 1 June, 2000)

In accordance with Article 81 of the Company's Articles of Association, Y. Bhg. Puan Sri Lee Chou Sarn and Y. Bhg. Dato' Nik Kamaruddin bin Ismail retire at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

In accordance with Article 88 of the Company's Articles of Association, Y. Bhg. Tan Sri Dato' Seri Megat Junid bin Megat Ayob and Chua Tiam Wee retire at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

DIRECTORS' BENEFITS

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

Since the end of the previous financial year, no director has received or become entitled to receive any benefits (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors as disclosed in Note 25 to the accounts or the fixed salary of a full time employee of the Company) by reason of a contract made by the Company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

DIRECTORS' INTERESTS

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

	Number of Ordinary Shares of RM1 Each			
	1 July, 1999	Bought	Sold	**30 June, 2000**
Indirect interest				
Y. Bhg. Tan Sri Dr Chen Lip Keong	17,430,493	–	–	**17,430,493**
Y. Bhg. Puan Sri Lee Chou Sarn	17,430,493	–	–	**17,430,493**

By virtue of their interest in shares in the Company, Y. Bhg. Tan Sri Dr Chen Lip Keong and Y. Bhg. Puan Sri Lee Chou Sarn are also deemed interested in shares in all the Company's subsidiaries to the extent the Company has an interest.

Other than as stated above, the directors in office at the end of the financial year had no interest in the shares of the Company or its related corporations during the financial year.

NUMBER OF EMPLOYEES AND REGISTERED OFFICE

The average number of employees in the Group was 1,018 in 2000 and 961 in 1999. The registered office of the Group is located at MNI Twins, Tower 1, Level 13, 11 Jalan Pinang, 50450 Kuala Lumpur.

AUDITORS

Arthur Andersen & Co. retire and have indicated their willingness to accept re-appointment.

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

DATO' DR ABDUL RAZAK BIN ABDUL

CHUA TIAM WEE

Kuala Lumpur
Dated: 16 October, 2000

Statement by Directors

We, **DATO' DR ABDUL RAZAK BIN ABDUL** and **CHUA TIAM WEE**, being two of the directors of **FACB INDUSTRIES INCORPORATED BERHAD**, do hereby state that, in the opinion of the directors, the accompanying balance sheets of the Company and of the Group as at 30 June, 2000 and the statements of changes in equity, income and cash flow statements of the Company and of the Group for the year then ended, together with the notes thereto, give a true and fair view of the state of affairs of the Company and of the Group as at 30 June, 2000 and of the results and cash flows of the Company and of the Group for the year then ended, and have been properly drawn up in accordance with applicable approved accounting standards in Malaysia.

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

DATO' DR ABDUL RAZAK BIN ABDUL

CHUA TIAM WEE

Kuala Lumpur
Dated: 16 October, 2000

Statutory Declaration

I, **DATO' DR ABDUL RAZAK BIN ABDUL**, the director primarily responsible for the financial management of **FACB INDUSTRIES INCORPORATED BERHAD**, do solemnly and sincerely declare that the accompanying balance sheets of the Company and of the Group as at 30 June, 2000 and the statements of changes in equity, income and cash flow statements of the Company and of the Group for the year then ended, together with the notes thereto 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	)	
DATO' DR ABDUL RAZAK BIN ABDUL at Kuala Lumpur	)	**DATO' DR ABDUL RAZAK BIN ABDUL**
in Wilayah Persekutuan on 16 October, 2000.	)	(I/C 500318-10-5699)

Before me:

NORDIN BIN HASSAN No: W321
Commissioner for Oaths

Auditors' Report

To the Shareholders of
FACB INDUSTRIES INCORPORATED BERHAD

We have audited the accounts of **FACB INDUSTRIES INCORPORATED BERHAD** (the Company) and the consolidated accounts of **FACB INDUSTRIES INCORPORATED BERHAD AND ITS SUBSIDIARIES** (the Group) as at 30 June, 2000. These accounts are the responsibility of the Company's directors. Our responsibility is to express an opinion on these accounts based on our audit.

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

In our opinion,

(a) the accounts give a true and fair view of the state of affairs of the Company and of the Group as at 30 June, 2000 and of the results and cash flows of the Company and of the Group for the year then ended, and have been properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia; and

(b) the accounting and other records and the registers required by the Act 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 Act.

We have considered the accounts and the auditors' reports of all the subsidiaries of which we have not acted as auditors, as included in Note 35 to the accounts, being accounts that have been included in the consolidated accounts.

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

The audit reports on the accounts of the subsidiaries were not subject to any qualification or any adverse comment made under subsection (3) of Section 174 of the Act.

ARTHUR ANDERSEN & CO.
No. AF 0103
Public Accountants

WONG KANG HWEE
No. 1116/01/02(J)
Partner of the Firm

Dated: 16 October, 2000

Consolidated Balance Sheet
as at 30 June, 2000

In RM	Note	**2000**	1999
CURRENT ASSETS			
Cash and bank balances		**1,447,628**	1,815,813
Deposits with licensed financial institutions	3	**34,540,459**	33,910,116
Trade debtors	4	**50,537,730**	37,412,145
Other debtors		**5,367,902**	9,364,011
Stocks	5	**90,403,179**	57,422,272
Due from associated companies		**756,174**	563,757
Due from affiliated companies		**117,213**	93,366
		183,170,285	140,581,480
CURRENT LIABILITIES			
Short term borrowings	7	**4,643,069**	3,840,811
Trade creditors	8	**46,493,204**	32,302,277
Other creditors	9	**29,770,992**	20,074,134
Taxation		**5,420,600**	2,390,205
Proposed dividends		**1,839,510**	851,625
		88,167,375	59,459,052
NET CURRENT ASSETS		**95,002,910**	81,122,428
INVESTMENTS IN ASSOCIATED COMPANIES	11	**10,376,626**	10,218,891
OTHER INVESTMENTS	12	**60,200**	60,200
FIXED ASSETS	13	**78,268,230**	81,915,602
LAND HELD FOR DEVELOPMENT	14	**46,899,626**	57,473,040
INTANGIBLE ASSETS	15	**244,415**	250,322
LONG TERM OBLIGATION	16	**(16,980,000)**	(39,620,000)
TERM LOANS	17	**(6,309,270)**	(6,682,071)
HIRE-PURCHASE CREDITORS	18	**(88,456)**	(406,734)
DEFERRED TAXATION	19	**(1,781,585)**	(1,153,865)
MINORITY INTERESTS		**(38,153,422)**	(31,464,124)
		167,539,274	151,713,689
SHAREHOLDERS' FUNDS			
Share capital	20	**85,162,500**	85,162,500
Reserves		**82,376,774**	66,551,189
		167,539,274	151,713,689

The accompanying notes are an integral part of this balance sheet.

Consolidated Statement of Changes in Equity

for the year ended 30 June, 2000

In RM	Share capital	Share premium	Translation reserve	Reserves of subsidiaries*	Retained profits	Total
	<————	Non-distributable		————>	Distributable	
At 1 July, 1998	85,162,500	28,989,335	1,294,755	90,693	32,191,342	147,728,625
Currency translation difference	–	–	(324,074)	–	–	(324,074)
Transfer	–	–	–	2,524	(2,524)	–
Net profit for the year	–	–	–	–	5,160,763	5,160,763
Dividends (Note 29)	–	–	–	–	(851,625)	(851,625)
At 30 June, 1999	85,162,500	28,989,335	970,681	93,217	36,497,956	151,713,689
At 1 July, 1999	**85,162,500**	**28,989,335**	**970,681**	**93,217**	**36,497,956**	**151,713,689**
Currency translation difference	**–**	**–**	**1,060**	**–**	**–**	**1,060**
Transfer	**–**	**–**	**–**	**10,381**	**(10,381)**	**–**
Net profit for the year	**–**	**–**	**–**	**–**	**17,664,035**	**17,664,035**
Dividends (Note 29)	**–**	**–**	**–**	**–**	**(1,839,510)**	**(1,839,510)**
At 30 June, 2000	**85,162,500**	**28,989,335**	**971,741**	**103,598**	**52,312,100**	**167,539,274**

* The reserves of the subsidiaries incorporated in The People's Republic of China are maintained in accordance with the regulatory requirements there and are not distributable as cash dividends.

The accompanying notes are an integral part of this statement.

Consolidated Income Statement
for the year ended 30 June, 2000

In RM	Note	**2000**	1999
Revenue	21	**208,786,244**	161,589,597
Cost of sales	22	**(154,377,766)**	(140,365,844)
Gross profit		**54,408,478**	21,223,753
Other operating income	23	**3,450,596**	6,204,348
Distribution costs	24	**(6,953,025)**	(5,820,633)
Administrative expenses	25	**(12,437,542)**	(7,155,254)
Other operating expenses	26	**(7,470,738)**	(5,737,146)
Profit from operations		**30,997,769**	8,715,068
Finance costs	27	**(1,880,368)**	(3,145,984)
Share of profits of associated companies		**1,251,916**	1,350,913
Profit before taxation		**30,369,317**	6,919,997
Taxation	28	**(5,969,768)**	(244,145)
Net profit from ordinary activities		**24,399,549**	6,675,852
Minority interests		**(6,735,514)**	(1,515,089)
Net profit for the year		**17,664,035**	5,160,763
Earnings per share	30	**20.7 sen**	6.1 sen

The accompanying notes are an integral part of this statement.

Consolidated Cash Flow Statement

for the year ended 30 June, 2000

In RM	**2000**	1999
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	**30,369,317**	6,919,997
Adjustments for:		
Write back of provision for impairment in value of fixed asset	**(1,139,699)**	–
Write back of provision for stocks obsolescence	**–**	(110,519)
Share of profits of associated companies	**(1,251,916)**	(1,350,913)
Provision for doubtful debts	**787,517**	1,263,562
Provision for stocks obsolescence	**1,590,831**	296,088
Amortisation of intangible assets	**25,132**	40,811
Depreciation	**8,157,348**	8,156,655
Interest expenses	**1,880,368**	3,145,984
Interest income	**(1,441,800)**	(2,683,900)
Fixed assets written off	**29,741**	134,178
Gain on disposal of an investment	**–**	(1,293,209)
Gain on disposal of fixed assets	**(215,950)**	(97,398)
Operating profit before working capital changes	**38,790,889**	14,421,336
Increase in debtors	**(9,945,366)**	(6,738,759)
(Increase)/decrease in stocks	**(34,571,738)**	10,876,348
Increase in amount due from affiliated companies	**(23,847)**	(93,366)
Decrease in amount due from associated companies	**–**	544,049
Increase/(decrease) in creditors	**18,242,074**	(9,203,757)
Cash generated from operations	**12,492,012**	9,805,851
Tax paid	**(1,969,505)**	(2,601,267)
Interest paid	**(1,836,173)**	(3,145,984)
Net cash generated from operating activities	**8,686,334**	4,058,600
CASH FLOW FROM INVESTING ACTIVITIES		
Increase in deferred expenditure	**–**	140,104
Expenses incurred for land held for development	**(746,586)**	(873,040)
Purchase of fixed assets	**(3,627,867)**	(4,440,527)
Investment in associated company	**–**	(324,000)
Increase in intangible assets	**(19,225)**	(20,227)
Proceeds from disposal of an associated company	**–**	1,297,351
Proceeds from disposal of fixed assets	**443,799**	102,954
Proceeds from disposal of short term investment	**–**	1,980,143
Interest received	**1,470,173**	2,688,391
Dividend received from associated companies	**563,757**	773,463
Payment for acquisition of land	**(5,660,000)**	(5,660,000)
Net cash used in investing activities	**(7,575,949)**	(4,335,388)

In RM	**2000**	1999
CASH FLOW FROM FINANCING ACTIVITIES		
Dividends paid	**(851,625)**	(1,839,510)
Drawdown of term loans	**2,101,953**	5,401,934
Repayment of term loans	**(2,256,899)**	(1,713,421)
Drawdown of short term borrowings	**500,000**	400,000
Repayment of short term borrowings	**(400,000)**	–
Repayment of hire-purchase creditors	**(424,153)**	(303,977)
Subscription of shares in a subsidiary by a minority shareholder	**–**	708,750
Dividend paid to minority shareholders by subsidiaries	**(1,906)**	(256,642)
Net cash (used in)/generated from financing activities	**(1,332,630)**	2,397,134
Net (decrease)/increase in cash and cash equivalents	**(222,245)**	2,120,346
Effects of exchange rate changes on cash and cash equivalents	**–**	(272,162)
Cash and cash equivalents at beginning of the year	**34,542,016**	32,693,832
Cash and cash equivalents at end of the year	**34,319,771**	34,542,016

Cash and cash equivalents comprise:

Cash and bank balances	**1,447,628**	1,815,813
Deposits with licensed financial institutions	**34,540,459**	33,910,116
Bank overdraft	**(1,668,316)**	(1,183,913)
	34,319,771	34,542,016

Cash and cash equivalents at the end of the year include deposits of RM29,114,000 (1999: RM29,114,000) placed with financial institutions which are not freely remissible to the Group as disclosed in Note 3 to the accounts.

The accompanying notes are an integral part of this statement.

Balance Sheet
as at 30 June, 2000

In RM	Note	2000	1999
CURRENT ASSETS			
Cash and bank balances		**6,877**	6,260
Deposits with licensed financial institutions	3	**32,637,626**	32,035,729
Other debtors		**423,738**	320,694
Due from subsidiaries	6	**73,338,591**	72,498,197
		106,406,832	104,860,880
CURRENT LIABILITIES			
Other creditors	9	**506,606**	523,299
Taxation		**1,081,274**	1,740,515
Proposed dividends		**1,839,510**	851,625
Due to subsidiaries		**–**	46,404
		3,427,390	3,161,843
NET CURRENT ASSETS		**102,979,442**	101,699,037
INVESTMENTS IN SUBSIDIARIES	10	**32,735,638**	32,835,638
OTHER INVESTMENTS	12	**60,200**	60,200
FIXED ASSETS	13	**537,738**	1,031,553
HIRE-PURCHASE CREDITORS	18	**(59,500)**	(348,792)
DEFERRED TAXATION	19	**(53,500)**	(53,500)
		136,200,018	135,224,136
SHAREHOLDERS' FUNDS			
Share capital	20	**85,162,500**	85,162,500
Reserves		**51,037,518**	50,061,636
		136,200,018	135,224,136

The accompanying notes are an integral part of this balance sheet.

Statement of Changes in Equity

for the year ended 30 June, 2000

		<—— Non-distributable	——>	Distributable	
In RM	Share capital	Share premium	Revaluation reserve	Retained profits	Total
At 1 July, 1998	85,162,500	28,989,335	4,424,349	16,144,040	134,720,224
Net profit for the year	–	–	–	1,355,537	1,355,537
Dividends (Note 29)	–	–	–	(851,625)	(851,625)
At 30 June, 1999	85,162,500	28,989,335	4,424,349	16,647,952	135,224,136
At 1 July, 1999	**85,162,500**	**28,989,335**	**4,424,349**	**16,647,952**	**135,224,136**
Net profit for the year	**–**	**–**	**–**	**2,815,392**	**2,815,392**
Dividends (Note 29)	**–**	**–**	**–**	**(1,839,510)**	**(1,839,510)**
At 30 June, 2000	**85,162,500**	**28,989,335**	**4,424,349**	**17,623,834**	**136,200,018**

The accompanying notes are an integral part of this statement.

Income Statement
for the year ended 30 June, 2000

In RM	Note	**2000**	1999
Revenue	21	**180,000**	180,000
Cost of sales		**–**	–
Gross profit		**180,000**	180,000
Other operating income	23	**6,808,955**	3,606,332
Distribution costs		**–**	–
Administrative expenses	25	**(1,562,431)**	(1,151,106)
Other operating expenses	26	**(1,236,694)**	(1,150,668)
Profit from operations		**4,189,830**	1,484,558
Finance costs	27	**(74,438)**	(75,521)
Profit before taxation		**4,115,392**	1,409,037
Taxation	28	**(1,300,000)**	(53,500)
Net profit for the year		**2,815,392**	1,355,537

The accompanying notes are an integral part of this statement.

Cash Flow Statement
for the year ended 30 June, 2000

In RM	**2000**	1999
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	**4,115,392**	1,409,037
Adjustments for:		
Depreciation	**266,925**	345,549
Gain on disposal of fixed assets	**(128,500)**	–
Provision for doubtful debts	**200,000**	–
Provision for diminution in value of investment	**100,000**	–
Interest income	**(6,671,723)**	(3,571,695)
Interest expense	**74,438**	75,521
Operating loss before working capital changes	**(2,043,468)**	(1,741,588)
Decrease/(increase) in debtors	**11,156**	(5,489)
Increase/(decrease) in creditors	**89,182**	(269,807)
Increase in amount due from subsidiaries	**(75,433)**	(2,293,436)
Cash used in operations	**(2,018,563)**	(4,310,320)
Interest paid	**(74,438)**	(75,521)
Tax paid	**(1,959,241)**	(2,358,212)
Net cash used in operating activities	**(4,052,242)**	(6,744,053)
CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from disposal of short term investment	**–**	1,980,143
Purchase of investment	**–**	(1,080)
Purchase of fixed assets	**(610)**	–
Proceeds from disposal of fixed assets	**356,000**	–
Interest received	**5,546,158**	2,613,527
Net cash generated from investing activities	**5,901,548**	4,592,590
CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of hire-purchase creditors	**(395,167)**	(254,047)
Dividends paid	**(851,625)**	(1,839,510)
Net cash used in financing activities	**(1,246,792)**	(2,093,557)
Net increase/(decrease) in cash and cash equivalents	**602,514**	(4,245,020)
Cash and cash equivalents at beginning of the year	**32,041,989**	36,287,009
Cash and cash equivalents at end of the year	**32,644,503**	32,041,989
Cash and cash equivalents comprise:		
Cash and bank balances	**6,877**	6,260
Deposits with licensed financial institutions	**32,637,626**	32,035,729
	32,644,503	32,041,989

Cash and cash equivalents at the end of the year include deposits of RM29,114,000 (1999 : RM29,114,000) placed with financial institutions which are not freely remissible to the Company as disclosed in Note 3 to the accounts.

The accompanying notes are an integral part of this statement.

1. PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the provision of management, cash and treasury services to its subsidiaries. The principal activities of the subsidiaries are described in Note 35 to the accounts.

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

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Accounting

The accounts are prepared under the historical cost convention modified by the revaluation of the investments in certain subsidiaries and certain land and buildings of the Group and comply with applicable approved accounting standards in Malaysia.

(b) Basis of Consolidation

The consolidated accounts include the accounts of the Company and all its subsidiaries made up to the end of the financial year. Inter-company transactions are eliminated on consolidation and the consolidated accounts reflect external transactions only.

(c) Investments and Income from Investments

(i) Investments in subsidiaries and other investments are stated at cost or directors' valuation less provision for any permanent diminution in value.

(ii) An associated company is a company in which a long term equity interest of between 20% and 50% is held by the Group and where it exercises significant influence through management participation.

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

Investments in associated companies are stated at cost less provision for any permanent diminution in value.

(iii) Dividend income from investments are recognised on a receivable basis.

(iv) Short term investments represent investment in Private Debts Securities and are stated at cost adjusted for accretion of discount on a straight line basis to maturity.

(d) Fixed Assets and Depreciation

Fixed assets are stated at cost or valuation less accumulated depreciation.

Leasehold land is depreciated over the remaining period of the lease. Depreciation of other fixed assets is provided on a straight line basis over the following estimated useful lives:

Long term leasehold land	Over the terms of leases of above 50 years
Short term leasehold land	Over the terms of leases of less than 50 years
Buildings	2%
Plant and machinery	9% – 18%
Office equipment, furniture, fittings, renovations and motor vehicles	10% – 20%

Construction work-in-progress is not depreciated.

(e) Intangible Assets

Intangible assets represent preliminary and pre-operating expenses which are amortised over a period of five years upon commencement of operations.

(f) Stocks

Stocks are stated at the lower of cost and net realisable value.

Cost of raw materials, spare parts and consumables are determined on the weighted average basis.

Cost of finished goods and work-in-progress include the cost of raw materials, direct labour and appropriate production overheads which are determined on a first-in, first-out basis.

(g) Land Held for Development

Land held for development is stated at cost. Cost includes land cost, incidental costs of acquisition, development expenditure and capitalised interest costs relating to the development.

(h) Currency Conversion and Translation

Transactions in foreign currencies during the year are converted into Ringgit Malaysia at rates of exchange ruling at the transaction dates. Monetary assets and liabilities in foreign currencies at the balance sheet date are translated into Ringgit Malaysia at rates of exchange ruling at that date. All exchange differences are taken to the income statement.

Accounts of foreign consolidated subsidiaries are translated at year-end exchange rates with respect to the balance sheet, and at exchange rates at the dates of the transactions with respect to the income statement. All resulting translation differences are taken to reserves.

The exchange rates ruling at balance sheet date used are as follows:

	2000	1999
Renminbi	**0.45**	0.45

(i) Affiliated Company

A company which has common directors with the Company is considered as an affiliated company.

(j) Interest Capitalisation

Interest relating to land held for development is capitalised during the period of active development and until they are ready for their intended purpose.

(k) Deferred Taxation

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

(l) Cash and Cash Equivalents

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

3. DEPOSITS WITH LICENSED FINANCIAL INSTITUTIONS

In RM	Group 2000	Group 1999	Company 2000	Company 1999
Licensed banks	**10,564,724**	29,584,466	**8,661,891**	27,710,079
Licensed finance companies	**23,975,735**	4,325,650	**23,975,735**	4,325,650
	34,540,459	33,910,116	**32,637,626**	32,035,729

Included in deposits of the Company and of the Group is an amount of RM29,114,000 (1999 : RM29,114,000) being balance of unutilised right proceeds placed with financial institutions which are reserved for long term investments to be identified.

4. TRADE DEBTORS

In RM	Group 2000	Group 1999
Trade debtors	**54,315,834**	40,548,794
Provision for doubtful debts	**(3,778,104)**	(3,136,649)
	50,537,730	37,412,145

5. STOCKS

In RM	Group 2000	Group 1999
Raw materials	**50,000,195**	28,306,107
Work-in-progress	**12,619,684**	10,416,763
Finished goods	**29,231,289**	18,727,824
Spare parts and consumables	**468,930**	297,666
	92,320,098	57,748,360
Provision for stocks obsolescence	**(1,916,919)**	(326,088)
	90,403,179	57,422,272

6. DUE FROM SUBSIDIARIES

In RM	Company 2000	Company 1999
Due from subsidiaries	**73,538,591**	72,498,197
Provision for doubtful debts	**(200,000)**	–
	73,338,591	72,498,197

7. SHORT TERM BORROWINGS

In RM	Group 2000	Group 1999
Secured		
Bank overdraft	**967,757**	414,800
Term loans due within twelve months (Note 17)	**2,474,753**	2,256,898
	3,442,510	2,671,698
Unsecured		
Bank overdraft	**700,559**	769,113
Time loan	**500,000**	400,000
	1,200,559	1,169,113
	4,643,069	3,840,811

The borrowings bear interest ranging between 3.85% to 10.0% (1999 : 4.90% to 13.57%) per annum.

8. TRADE CREDITORS

In RM	Group 2000	Group 1999
Trade creditors	**10,815,204**	8,078,277
Bills payable	**35,678,000**	24,224,000
	46,493,204	32,302,277

The bills payable bear interest ranging from 2.65% to 7.25% (1999 : 2.85% to 13%) per annum.

9. OTHER CREDITORS

Included in other creditors:

In RM	Group 2000	Group 1999	Company 2000	Company 1999
Hire-purchase creditors (Note 18)	**177,158**	283,033	**148,172**	254,047
Due to vendor for acquisition of land held for development (Note 16)	**11,320,000**	5,660,000	**–**	–

10. INVESTMENTS IN SUBSIDIARIES

In RM	Company 2000	1999
Unquoted shares:		
At cost	**16,916,101**	16,916,101
At directors' valuation	**15,919,537**	15,919,537
	32,835,638	32,835,638
Provision for diminution in value	**(100,000)**	–
	32,735,638	32,835,638

Unquoted shares in certain subsidiaries were valued in May 1992 by the directors based on the net tangible asset values of these subsidiaries as approved by the relevant authorities.

The details of subsidiaries are described in Note 35 to the accounts.

11. INVESTMENTS IN ASSOCIATED COMPANIES

In RM	Group 2000	1999
Unquoted shares, at cost	**8,849,713**	8,849,713
Group's share of post acquisition reserves	**1,526,913**	1,369,178
	10,376,626	10,218,891

The details of associated companies are described in Note 36 to the accounts.

12. OTHER INVESTMENTS

In RM	Group and Company 2000	1999
At cost		
Unquoted shares	**56,500**	56,500
Quoted shares	**3,700**	3,700
	60,200	60,200
Market value of quoted shares	**1,700**	2,020

Provision for diminution in value of investment has not been made as the directors are of the opinion that the diminution is temporary in nature.

13. FIXED ASSETS

Group

In RM	Leasehold land and buildings	Plant and machinery	Office equipment, furniture, fittings, renovations and motor vehicles	Construction work-in-progress	Total
Valuation/Cost					
At 1 July, 1999	**56,833,898**	**64,310,307**	**7,863,208**	**–**	**129,007,413**
Additions	**512,870**	**1,262,714**	**278,363**	**1,573,920**	**3,627,867**
Disposals	**–**	**–**	**(818,308)**	**–**	**(818,308)**
Write-offs	**–**	**–**	**(82,706)**	**–**	**(82,706)**
Write-back	**–**	**1,139,699**	**–**	**–**	**1,139,699**
At 30 June, 2000	**57,346,768**	**66,712,720**	**7,240,557**	**1,573,920**	**132,873,965**
Representing:					
At cost	**11,206,768**	**66,712,720**	**7,240,557**	**1,573,920**	**86,733,965**
At valuation	**46,140,000**	**–**	**–**	**–**	**46,140,000**
	57,346,768	**66,712,720**	**7,240,557**	**1,573,920**	**132,873,965**
Accumulated depreciation					
At 1 July, 1999	**7,185,427**	**34,504,951**	**5,401,433**	**–**	**47,091,811**
Additions	**964,794**	**6,370,128**	**822,426**	**–**	**8,157,348**
Disposals	**–**	**–**	**(590,459)**	**–**	**(590,459)**
Write-offs	**–**	**–**	**(52,965)**	**–**	**(52,965)**
At 30 June, 2000	**8,150,221**	**40,875,079**	**5,580,435**	**–**	**54,605,735**
Net book value					
At 30 June, 2000	**49,196,547**	**25,837,641**	**1,660,122**	**1,573,920**	**78,268,230**
At 30 June, 1999	49,648,471	29,805,356	2,461,775	–	81,915,602
Depreciation charge for 1999	962,246	6,133,482	1,060,927	–	8,156,655

13. FIXED ASSETS (cont'd)

Company

In RM	Furniture and fittings	Motor vehicles	Office equipment	Renovation	Total
Cost					
At 1 July, 1999	**233,317**	**1,465,246**	**–**	**291,683**	**1,990,246**
Additions	**–**	**–**	**610**	**–**	**610**
Disposals	**(3,000)**	**(588,000)**	**–**	**–**	**(591,000)**
At 30 June, 2000	**230,317**	**877,246**	**610**	**291,683**	**1,399,856**
Accumulated depreciation					
At 1 July, 1999	**68,051**	**805,568**	**–**	**85,074**	**958,693**
Additions	**23,057**	**214,649**	**51**	**29,168**	**266,925**
Disposals	**(900)**	**(362,600)**	**–**	**–**	**(363,500)**
At 30 June, 2000	**90,208**	**657,617**	**51**	**114,242**	**862,118**
Net book value					
At 30 June, 2000	**140,109**	**219,629**	**559**	**177,441**	**537,738**
At 30 June, 1999	165,266	659,678	–	206,609	1,031,553
Depreciation charge for 1999	23,332	293,049	–	29,168	345,549

(a) Certain plant and machinery of the Group have been charged to banks for loan facilities granted as disclosed in Note 17 to the accounts.

(b) The leasehold land and buildings of the Group were separately revalued by professional valuers on an open market basis using the comparison method of valuation in the following years:

In RM	Group
June 1982	250,120
November 1991	4,739,880
March 1992	41,150,000
	46,140,000

The net book value of the revalued land and buildings of the Group as at 30 June, 2000 is RM39,646,907. Had the revalued land and buildings been carried at historical cost less accumulated depreciation, the net book value of the land and buildings that would have been included in the accounts of the Group as at 30 June, 2000 would be RM28,632,629.

13. FIXED ASSETS (cont'd)

(c) Included in fixed assets of the Group and the Company are motor vehicles with net book value of RM281,346 (1999 : RM753,595) and RM219,629 (1999 : RM659,678) held under hire-purchase arrangements.

(d) Included in fixed assets of the Group are the following costs of fully depreciated assets which are still in use:

In RM	**2000**	1999
Plant and machinery	**1,281,277**	109,373
Office equipment	**680,002**	412,042
Furniture and fittings	**92,757**	38,573
Renovations	**91,450**	19,613
Motor vehicles	**2,153,995**	1,458,775
	4,299,481	2,038,376

14. LAND HELD FOR DEVELOPMENT

This represents a portion of leasehold land measuring 127.64 acres in the District of Kota Kinabalu, Sabah which was acquired by a subsidiary for development purposes. The land title has not been sub-divided as at the end of the financial year and is still in the name of the vendor.

15. INTANGIBLE ASSETS

	Group	
In RM	**2000**	1999
At cost		
Preliminary expenses	**42,966**	42,966
Pre-operating expenses	**514,029**	516,033
Decrease due to foreign currency fluctuation	**–**	(21,229)
Deferred expenses	**55,668**	55,668
	612,663	593,438
Accumulated amortisation	**(368,248)**	(352,898)
Increase due to foreign currency fluctuation	**–**	9,782
	244,415	250,322

Included in pre-operating expenses is auditors' remuneration of RM7,400 (1999 : RM5,000).

16. LONG TERM OBLIGATION

Long term obligation is in respect of the acquisition of land held for development, referred to in Note 14, from a company in which certain directors of the Company have interest. The subsidiary, Beribu Ukiran Sdn. Bhd. obtained a reduction in the purchase consideration as per Note 37(a). The obligation is payable in accordance with the amended terms and conditions of the sale and purchase agreement as follows:

	Group	
In RM	**2000**	1999
Up to date of approval of Development Plan (Approval date)	**–**	5,660,000
Within 24 months from the Approval date	**11,320,000**	11,320,000
Within 36 months from the Approval date	**14,150,000**	14,150,000
Not later than 48 months from the Approval date	**2,830,000**	14,150,000
	28,300,000	45,280,000
Payable within 12 months included under other creditors	**(11,320,000)**	(5,660,000)
	16,980,000	39,620,000

17. TERM LOANS

	Group	
In RM	**2000**	1999
Secured*		
6.5% term loan repayable by 48 equal monthly instalments commencing 1 October, 1996	**22,841**	158,490
7% term loan repayable by 48 equal monthly instalments commencing 1 October, 1996	**33,570**	232,791
6.5% term loan repayable by 20 equal quarterly instalments commencing May 1999	**1,500,000**	1,900,000
9.5% term loan repayable by 20 equal quarterly instalments commencing May 1999	**2,498,213**	3,164,403
9.75% term loan repayable by 48 equal monthly instalments commencing 1 October, 1996	**23,824**	164,654
10% term loan repayable by 16 equal quarterly instalments commencing November 1999	**1,981,474**	2,438,738
10% term loan repayable by 20 equal quarterly instalments commencing June 2000	**622,148**	654,893
7.75% term loan repayable by 48 equal monthly instalments commencing March 2001	**1,651,953**	–
7.344% term loan repayable on 23 May, 2000	**–**	225,000
7.02% term loan repayable on 25 December, 2000	**90,000**	–
7.02% term loan repayable on 20 March, 2001	**135,000**	–
7.02% term loan repayable on 15 May, 2001	**225,000**	–
	8,784,023	8,938,969
Repayments due within twelve months included under short term borrowings (Note 7)	**(2,474,753)**	(2,256,898)
	6,309,270	6,682,071

* Secured against certain plant and machinery of the Group.

18. HIRE-PURCHASE CREDITORS

In RM	Group 2000	1999	Company 2000	1999
Analysis of hire-purchase commitments:				
Payable within one year	**229,323**	366,960	**191,931**	329,568
Payable between one and five years	**114,703**	527,482	**77,350**	452,737
	344,026	894,442	**269,281**	782,305
Less : Finance charges	**(78,412)**	(204,675)	**(61,609)**	(179,466)
	265,614	689,767	**207,672**	602,839
Representing hire-purchase:				
Due within 12 months (Note 9)	**177,158**	283,033	**148,172**	254,047
Due after 12 months	**88,456**	406,734	**59,500**	348,792
	265,614	689,767	**207,672**	602,839

19. DEFERRED TAXATION

In RM	Group 2000	1999	Company 2000	1999
At 1 July	**1,153,865**	1,261,321	**53,500**	–
Transfer from/(to) income statement (Note 28)	**627,720**	(107,456)	**–**	53,500
At 30 June	**1,781,585**	1,153,865	**53,500**	53,500

Deferred taxation is not provided on the surplus arising from the revaluation of long term leasehold land and buildings as it is not the intention of the directors to dispose of these properties.

20. SHARE CAPITAL

In RM	Company 2000	1999
Ordinary shares of RM1 each:		
Authorised	**200,000,000**	200,000,000
Issued and fully paid	**85,162,500**	85,162,500

21. REVENUE

Revenue of the Group and the Company consists of the following:

In RM	Group 2000	Group 1999	Company 2000	Company 1999
Sales of goods net of discounts, sales tax and returns	**208,786,244**	161,589,597	**–**	–
Management fees	**–**	–	**180,000**	180,000
	208,786,244	161,589,597	**180,000**	180,000

22. COST OF SALES

In RM	Group 2000	Group 1999
Included in cost of sales:		
Staff costs	**10,675,296**	8,840,091
Depreciation	**6,714,532**	6,507,688
Rental expenses	**166,577**	196,518
Provision for stocks obsolescence	**–**	41,456

23. OTHER OPERATING INCOME

In RM	Group 2000	Group 1999	Company 2000	Company 1999
Included in other operating income:				
Bad debts recovered	**32,400**	–	**–**	–
Gain on foreign exchange	**64,061**	798,185	**–**	–
Gain on disposal of an investment	**–**	1,293,209	**–**	–
Gain on disposal of fixed assets	**215,950**	97,398	**128,500**	–
Interest income				
– subsidiaries	**–**	–	**5,456,642**	961,886
– others	**1,441,800**	2,683,900	**1,215,081**	2,609,809
Rental income	**19,710**	19,710	**–**	–
Write back of provision for impairment in value of fixed asset	**1,139,699**	–	**–**	–
Write back of provision for stocks obsolescence	**–**	110,519	**–**	–

24. DISTRIBUTION COSTS

In RM	Group 2000	Group 1999
Included in distribution costs:		
Depreciation	**21,640**	23,831
Provision for doubtful debts	**47,850**	314,018
Rental expenses	**475,577**	411,442
Staff costs	**2,332,891**	1,979,468

25. ADMINISTRATIVE EXPENSES

	Group		Company	
In RM	**2000**	1999	**2000**	1999
Included in administrative expenses:				
Directors' remuneration*				
– fees	**40,000**	16,500	**40,000**	16,500
– under/(over) provision in prior year	**10,500**	(38,500)	**10,500**	(38,500)
– salaries and other emoluments	**1,179,402**	887,052	**475,368**	449,352
Management fees and computer charges payable to an affiliated company of a subsidiary	**157,177**	167,000	**–**	–
Rental expenses	**119,908**	153,954	**–**	–
Staff costs	**8,363,921**	4,689,306	**877,560**	615,499

* The estimated cash value of benefits-in-kind received by certain directors not included in the above amounted to RM69,600 (1999 : RM77,967).

26. OTHER OPERATING EXPENSES

	Group		Company	
In RM	**2000**	1999	**2000**	1999
Included in other operating expenses:				
Auditors' remuneration				
– current year	**114,550**	121,075	**11,000**	10,500
– overprovision in prior year	**–**	(4,600)	**–**	(4,500)
Amortisation of intangible assets	**25,132**	40,811	**–**	–
Depreciation	**1,421,176**	1,625,136	**266,925**	345,549
Fixed assets written off	**29,741**	134,178	**–**	–
Provision for doubtful debts	**739,667**	949,544	**200,000**	–
Provision for diminution in value of investment	**–**	–	**100,000**	–
Provision for stocks obsolescence	**1,590,831**	254,632	**–**	–
Secretarial fees paid to a subsidiary	**–**	–	**6,000**	–
Loss on foreign exchange	**28,982**	36,869	**–**	–
Rental of premises	**677,300**	740,197	**258,728**	282,072
Staff costs	**157,888**	120,549	**–**	–

27. FINANCE COSTS

In RM	Group 2000	Group 1999	Company 2000	Company 1999
Finance costs represent:				
Bank loans and overdraft interests	**1,797,524**	3,058,027	**–**	–
Hire-purchase interests	**82,844**	87,957	**74,438**	75,521
	1,880,368	3,145,984	**74,438**	75,521

28. TAXATION

In RM	Group 2000	Group 1999	Company 2000	Company 1999
Current year	**4,999,900**	–	**1,300,000**	–
Share of taxation in associated companies	**342,148**	245,191	**–**	–
	5,342,048	245,191	**1,300,000**	–
Transfer to/(from) deferred taxation (Note 19)	**627,720**	(107,456)	**–**	53,500
	5,969,768	137,735	**1,300,000**	53,500
Underprovision in prior years	**–**	106,410	**–**	–
	5,969,768	244,145	**1,300,000**	53,500

The effective tax rate of the Group is lower than the statutory rate due principally to tax savings arising from utilisation of unutilised reinvestment and capital allowances brought forward by subsidiaries.

As at 30 June, 2000, the Company has tax exempt profits available for distribution of approximately RM10,109,000 (1999 : RM10,109,000), subject to the agreement with the Inland Revenue Board.

The Company has sufficient tax credit under Section 108 of the Income Tax Act, 1967 and tax exempt income to frank the payment of dividend out of its entire retained profit as at 30 June, 2000.

29. DIVIDEND

	Group and Company 2000 RM	Group and Company 1999 RM	Dividend Per Share 2000 sen	Dividend Per Share 1999 sen
Proposed final dividend of 3% less taxation (1999 : 1%) in respect of financial year ended 30 June	**1,839,510**	851,625	**2.2**	1.0

30. EARNINGS PER SHARE

The earnings per share is calculated by dividing the Group profit after taxation and minority interests of RM17,664,035 (1999 : RM5,160,763) by the weighted average number of shares in issue during the year of 85,162,500 (1999 : 85,162,500).

31. PIONEER STATUS

(a) In March 1990, the subsidiary, Kanzen Tetsu Sdn. Bhd., was granted pioneer status under the Promotion of Investments Act, 1986 for the production of stainless steel pipes and stainless steel pipe fittings for a period of five years commencing from the date of production on 1 April, 1992. The pioneer status period of the subsidiary has expired on 31 March, 1997. As at 30 June, 2000, the subsidiary has tax exempt profits available for distribution of approximately RM28,645,000 (1999 : RM28,645,000) subject to agreement with Inland Revenue Board.

(b) In August 1991, the subsidiary, Kanzen Shindo Sdn. Bhd., was granted pioneer status under the Promotion of Investments Act, 1986 for the production of brass rods and brass forged products for a period of five years commencing from the date of production. As at 30 June, 2000, the subsidiary has not commenced operations. Accordingly, the pioneer status granted is subject to review by the relevant authority.

(c) In August 1991, the subsidiary, Kanzen Chuzoo Sdn. Bhd., was granted pioneer status under the Promotion of Investments Act, 1986 for the production of stainless steel castings for a period of five years commencing from the date of production. As at 30 June, 2000, the subsidiary has not commenced operations. Accordingly, the pioneer status granted is subject to review by the relevant authority.

32. CAPITAL COMMITMENTS

	Group	
In RM	**2000**	1999
Approved but not contracted for	**5,607,000**	3,315,000
Contracted but not provided for	**131,215**	131,215
	5,738,215	3,446,215

33. CONTINGENT LIABILITIES (unsecured)

	Company	
In RM	**2000**	1999
Contingent liabilities in respect of corporate guarantees extended in support of banking facilities of subsidiaries	**80,154,000**	37,994,000

34. SEGMENTAL REPORTING

In RM	Revenue 2000	Revenue 1999	Profit/(loss) before taxation 2000	Profit/(loss) before taxation 1999	Total assets employed 2000	Total assets employed 1999
(a) Analysis By Geographical Location						
Malaysia	**204,051,611**	157,853,272	**30,205,693**	6,359,561	**426,648,752**	396,181,546
The People's Republic of China	**5,897,499**	4,896,481	**(398,252)**	(282,597)	**10,198,380**	10,485,740
	209,949,110	162,749,753	**29,807,441**	6,076,964	**436,847,132**	406,667,286
Group's share of associated companies results	**–**	–	**1,251,916**	1,350,913	**–**	–
	209,949,110	162,749,753	**31,059,357**	7,427,877	**436,847,132**	406,667,286
Consolidation adjustments	**(1,162,866)**	(1,160,156)	**(690,040)**	(507,880)	**(117,827,750)**	(116,167,751)
	208,786,244	161,589,597	**30,369,317**	6,919,997	**319,019,382**	290,499,535
(b) Analysis By Activity						
Investment holding and management	**1,162,866**	1,160,156	**4,785,207**	2,152,418	**213,965,906**	225,917,847
Manufacturing and trading	**208,786,244**	161,589,597	**25,022,234**	3,924,546	**222,881,226**	180,749,439
	209,949,110	162,749,753	**29,807,441**	6,076,964	**436,847,132**	406,667,286
Group's share of associated companies results	**–**	–	**1,251,916**	1,350,913	**–**	–
	209,949,110	162,749,753	**31,059,357**	7,427,877	**436,847,132**	406,667,286
Consolidation adjustments	**(1,162,866)**	(1,160,156)	**(690,040)**	(507,880)	**(117,827,750)**	(116,167,751)
	208,786,244	161,589,597	**30,369,317**	6,919,997	**319,019,382**	290,499,535

35. SUBSIDIARIES

The subsidiaries, all of which are incorporated in Malaysia except as otherwise indicated, are:

Name of Company	Equity Interest		Paid-up Capital		Principal Activities
	2000	1999	**2000**	1999	
	%	%			
Kanzen Tetsu Sdn. Bhd.	**70**	70	**RM10,000,000**	RM10,000,000	Manufacture and sale of stainless steel pipes and stainless steel pipe fittings.
Held by Kanzen Tetsu Sdn. Bhd.					
Kanzen Kagu Sdn. Bhd.	**70**	70	**RM1,000,000**	RM1,000,000	Manufacture and sale of carbon steel pipes.
Kanzen Marketing Sdn. Bhd.	**70**	70	**RM2**	RM2	Intended to market and sell steel and other metal related products.
Restonic (M) Sdn. Bhd.	**50 +1***	50 +1*	****RM24,499,999**	**RM24,499,999	Investment holding.
Held by Restonic (M) Sdn. Bhd.					
Dreamland Corporation (Malaysia) Sdn. Bhd.	**50 +1***	50 +1*	**RM4,000,000**	RM4,000,000	Wholesale dealership of mattresses, furniture and related accessories.
Dreamland Spring Manufacturing Sdn. Bhd.	**50 +1***	50 +1*	**RM3,300,000**	RM3,300,000	Manufacture and wholesale dealership of mattresses.
Eurocoir Products Sdn. Bhd.	**50 +1***	50 +1*	**RM2,000,000**	RM2,000,000	Manufacture and sale of polyester fibre and polyester pillows and bolsters.
Dream Products Sdn. Bhd.	**50 +1***	50 +1*	**RM243,100**	RM243,100	Manufacture and sale of synthetic foam, bedding coordinates and related accessories.
Dream Crafts Sdn. Bhd.	**50 +1***	50 +1*	**RM100,000**	RM100,000	Marketing and sales promotion of furniture, mattresses and related accessories.
Sleepmaker Sdn. Bhd.	**50 +1***	50 +1*	**RM20**	RM20	Marketing and distributing of mattresses.

35. SUBSIDIARIES (cont'd)

Name of Company	Equity Interest 2000	1999	Paid-up Capital 2000	1999	Principal Activities
	%	%			
@ Dreamland (Singapore) Pte. Ltd.	**50 +1***	50 +1*	**S$200,000**	S$200,000	Marketing and sales promotion of furniture, mattresses and related accessories.
Dreamland Spring Sdn. Bhd.	**100**	100	**RM5,000**	RM5,000	Investment holding.
Held by Dreamland Spring Sdn. Bhd.					
*** Dreamland Qingdao Pte. Ltd.	**51**	51	**USD600,000**	USD600,000	) Manufacture and) marketing of the) Dreamland range of
*** Dreamland Xian Pte. Ltd.	**52**	52	**USD837,600**	USD837,600	) mattresses.
*** Nantong Dreamland Steel Products Co. Ltd.	**55**	55	**RMB3,500,000**	RMB3,500,000	Manufacture and sale of steel wire products.
Kanzen Ventures Sdn. Bhd.	**100**	100	**RM2**	RM2	Investment holding.
Held by Kanzen Ventures Sdn. Bhd.					
Kanzen Energy Ventures Sdn. Bhd.	**55**	55	**RM5,000,000**	RM5,000,000	Investment holding.
*** Nantong Kanzen Steel Wire Co. Ltd.	**55**	55	**USD850,000**	USD850,000	Ceased operation.
Kanzen Management Sdn. Bhd.	**100**	100	**RM100,000**	RM100,000	Providing management and secretarial services.
Beribu Ukiran Sdn. Bhd.	**60**	60	**RM100,000**	RM100,000	Property development.
Dream Tours Sdn. Bhd.	**100**	100	**RM1,000,000**	RM1,000,000	Dormant.
Kanzen Shindo Sdn. Bhd.	**70**	70	**RM10**	RM10	Intended to manufacture and sell brass rods and brass forged products.
Kanzen Chuzoo Sdn. Bhd.	**100**	100	**RM2**	RM2	Intended to manufacture and sell stainless steel castings.
Kanzen Properties Sdn. Bhd.	**100**	100	**RM2**	RM2	Intended to be a property investment company.
Creation Holdings Berhad	**100**	100	**RM2**	RM2	Intended to be an investment holding company.

35. SUBSIDIARIES (cont'd)

Name of Company	Equity Interest 2000	Equity Interest 1999	Paid-up Capital 2000	Paid-up Capital 1999	Principal Activities
	%	%			
Estasi Stainlessware Sdn. Bhd.	**100**	100	**RM2**	RM2	Intended to manufacture and sell stainless steel cutlery and kitchenware.
Kanzen Hartanah Sdn. Bhd.	**100**	100	**RM2**	RM2	Intended to be a property development company.
Kanzen Land Sdn. Bhd.	**100**	100	**RM2**	RM2	Intended to be a property development company.

(a) There were no significant changes in the subsidiaries' principal activities during the financial year.

(b) All the subsidiaries have a financial year end of 30 June except for subsidiaries incorporated in The People's Republic of China, of which the financial year end is at 31 December.

(c) The accounts of the subsidiaries incorporated in The People's Republic of China namely Dreamland Qingdao Pte. Ltd., Dreamland Xian Pte. Ltd. and Nantong Dreamland Steel Products Co. Ltd. are consolidated based on the audited accounts for the financial year ended 31 December, 1999 and management accounts for the six months ended 30 June, 2000.

* The equity interests of the Company is 50% plus one share. These companies are not audited by Arthur Andersen & Co.

** The paid-up capital of Restonic (M) Sdn. Bhd. comprises:

In RM	
Ordinary "A" shares	12,250,000
Ordinary "B" shares	5,249,999
Preference shares	7,000,000
	24,499,999

The Ordinary "A" shares and Ordinary "B" shares carry the same right with respect to each other in the equity share capital of the company.

The preference shares at a fixed non-cumulative rate of 0.001% per annum are irredeemable and rank for preferential dividend in priority to all other classes of shares in the capital of the company and can participate in any distribution of dividends by the company and in the event of the company being wound up, participate in the distribution of capital. The preference shares do not entitle the holders to vote at any general meeting of the company.

*** Incorporated in The People's Republic of China; not audited by Arthur Andersen & Co.

@ Incorporated in Singapore.

36. ASSOCIATED COMPANIES

The associated companies, all of which are incorporated in The People's Republic of China, are as follows:

Name of Company	Effective Interests 2000 %	1999 %	Paid-up Capital USD	Principal Activities
Dreamland Tianjin Pte. Ltd.	**40**	40	1,280,497	) Manufacture and
Dreamland Shanghai Pte. Ltd.	**40**	40	800,000	) marketing of spring
Dreamland Dalian Pte. Ltd.	**40**	40	860,000	) mattresses, metal
Dreamland Lianyungang Pte. Ltd.	**40**	40	700,000	) furniture and wooden
Dreamland Jiujiang Pte. Ltd.	**41.6**	41.6	350,000	) furniture.
Jiangyin Bingjiang Power Supply Co. Ltd.	**16.5**	16.5	5,911,000	Supply of electricity and steam.

The Group equity accounted for its share of post acquisition reserves of all the associated companies based on audited accounts for the financial year ended 31 December, 1999 and management accounts for the six months ended 30 June, 2000.

37. SIGNIFICANT EVENTS

During the financial year,

(a) the subsidiary, Beribu Ukiran Sdn. Bhd. entered into a supplemental agreement with the vendor to reduce the purchase consideration from RM56,600,000 to RM45,280,000 for land held for development.

(b) the subsidiary, Kanzen Shindo Sdn. Bhd. entered into a sale and purchase agreement with Kuk Il Sindong Co. Ltd. to dispose of machinery and equipment for a total consideration of USD300,000. The machinery and equipment was delivered to the buyer subsequent to the financial year.

38. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with current year's presentation.

39. CURRENCY

All amounts are stated in Ringgit Malaysia except as otherwise indicated.

Laporan Kewangan 2000

Laporan Pengarah

Para pengarah dengan ini membentangkan laporan mereka berserta akaun-akaun Syarikat dan Kumpulan yang telah diaudit bagi tahun kewangan berakhir 30 Jun, 2000.

KEGIATAN-KEGIATAN UTAMA

Kegiatan-kegiatan utama Syarikat adalah pemegangan pelaburan dan perkhidmatan pengurusan dan perbendaharaan kepada subsidiari-subsidiari. Kegiatan-kegiatan utama subsidiari-subsidiari adalah dinyatakan di dalam Nota 35 kepada akaun.

Tiada sebarang perubahan penting di dalam kegiatan-kegiatan utama ini di sepanjang tahun kewangan.

KEPUTUSAN

Dalam RM	Kumpulan	Syarikat
Keuntungan bersih untuk tahun semasa	**17,664,035**	**2,815,392**

DIVIDEN

Pada 8 Disember, 1999, Syarikat membayar dividen akhir sebanyak 1% berjumlah RM851,625 bersabit dengan tahun kewangan berakhir 30 Jun, 1999.

Para pengarah mencadangkan dividen akhir sebanyak 3% selepas ditolak cukai berjumlah RM1,839,510 bersabit dengan tahun kewangan semasa.

RIZAB DAN PERUNTUKAN

Tidak ada sebarang pemindahan yang material ke atau dari rizab atau peruntukan di sepanjang tahun kewangan selain daripada yang dinyatakan di dalam penyata perubahan dalam ekuiti.

HUTANG LAPUK DAN HUTANG RAGU

Sebelum penyata pendapatan dan lembaran imbangan disediakan, para pengarah telah mengambil langkah yang sewajarnya untuk memastikan bahawa tindakan telah diambil berkaitan dengan penghapusan hutang lapuk dan peruntukan bagi hutang ragu, dan berpuashati bahawa tiada hutang lapuk yang diketahui dan peruntukan yang memadai telah dibuat bagi hutang ragu.

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang kejadian yang boleh menyebabkan jumlah yang dihapuskirakan bagi hutang lapuk atau jumlah yang diperuntukkan bagi hutang ragu dalam akaun-akaun Syarikat dan Kumpulan tidak mencukupi ke peringkat yang menjejaskan.

ASET SEMASA

Sebelum penyata pendapatan dan lembaran imbangan disediakan, para pengarah telah mengambil langkah-langkah yang sewajarnya untuk memastikan bahawa aset semasa yang mungkin tidak dapat dijual dalam urusniaga biasa mengikut nilai yang ditunjukkan dalam rekod-rekod perakaunan Syarikat dan Kumpulan, telah dikurangkan nilainya kepada nilai yang dijangka boleh diperolehi.

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang kejadian yang mungkin menyebabkan nilai aset semasa dalam akaun-akaun Syarikat dan Kumpulan mengelirukan.

KAEDAH PENILAIAN

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang keadaan yang berbangkit yang mungkin menyebabkan kaedah penilaian aset atau liabiliti Syarikat dan Kumpulan mengelirukan atau tidak sesuai.

LIABILITI KONTINGEN DAN LIABILITI-LIABILITI LAIN

Pada tarikh laporan ini, tidak wujud:

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

(b) sebarang liabiliti luar jangka Syarikat atau Kumpulan yang timbul sejak akhir tahun kewangan.

Tidak ada liabiliti kontingen atau liabiliti-liabiliti lain yang telah dikuatkuasakan atau berkemungkinan dikuatkuasakan dalam tempoh dua belas bulan dari akhir tahun kewangan ini yang mana pada pendapat para pengarah, akan atau mungkin memberi kesan yang penting terhadap keupayaan Syarikat atau Kumpulan menunaikan kewajipannya apabila tiba masanya.

PERUBAHAN KEADAAN

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang keadaan yang tidak diambilkira dalam laporan ini atau akaun-akaun Syarikat dan Kumpulan yang boleh menyebabkan jumlah yang dinyatakan dalam akaun mengelirukan.

PERKARA-PERKARA YANG BERSIFAT LUARBIASA

Keputusan kendalian Syarikat dan Kumpulan di sepanjang tahun kewangan adalah, pada pendapat para pengarah, tidak dipengaruhi secara berkesan oleh sebarang perkara, urusniaga atau kejadian yang material dan luarbiasa.

Tiada perkara, urusniaga atau kejadian yang material dan luarbiasa telah timbul sejak akhir tahun kewangan sehingga tarikh laporan ini yang, pada pendapat para pengarah, mungkin akan mempengaruhi secara berkesan keputusan kendalian Syarikat atau Kumpulan bagi tahun kewangan yang dilaporkan.

PERISTIWA-PERISTIWA PENTING

Peristiwa-peristiwa penting di sepanjang tahun kewangan adalah seperti yang dinyatakan di dalam Nota 37 kepada akaun.

PARA PENGARAH

Para pengarah yang memegang jawatan sejak tarikh laporan yang lepas ialah:

Y. Bhg. Tan Sri Dr Chen Lip Keong
Y. Bhg. Puan Sri Lee Chou Sarn
Y. Bhg. Dato' Sulaiman bin Sujak
Y. Bhg. Dato' Nik Kamaruddin bin Ismail
Y. Bhg. Dato' Dr Abdul Razak bin Abdul
Y. Bhg. Datuk Wan Kassim bin Ahmed
Y. Bhg. Tan Sri Dato' Seri Megat Junid bin Megat Ayob (dilantik pada 18 Februari, 2000)
Chua Tiam Wee (dilantik pada 18 Februari, 2000)
Megat Fairouz Junaidi bin Dato' Megat Junid (bersara pada 18 Februari, 2000)
Chin Yit Kong (bersara pada 18 Februari, 2000)
Maria binti Osman (dilantik pada 18 Februari, 2000; bersara pada 1 Jun, 2000)

Menurut Artikel 81 Tataurusan Syarikat, Y. Bhg. Puan Sri Lee Chou Sarn dan Y. Bhg. Dato' Nik Kamaruddin bin Ismail bersara pada Mesyuarat Agung Tahunan yang akan datang dan, kerana layak, menawarkan diri mereka untuk dilantik semula.

Menurut Artikel 88 Tataurusan Syarikat, Y. Bhg. Tan Sri Dato' Seri Megat Junid bin Megat Ayob dan Chua Tiam Wee bersara pada Mesyuarat Agung Tahunan yang akan datang dan, kerana layak, menawarkan diri mereka untuk dilantik semula.

MANFAAT PARA PENGARAH

Sepanjang dan pada akhir tahun kewangan, Syarikat atau subsidiari-subsidiari tidak menjadi pihak kepada sebarang rancangan yang bertujuan membolehkan para pengarah mendapat manfaat melalui perolehan saham atau debentur Syarikat atau sebarang badan korporat lain.

Sejak akhir tahun kewangan yang lepas, tiada pengarah yang telah menerima atau berhak menerima sebarang manfaat (selain dari manfaat yang termasuk dalam jumlah ganjaran yang diterima atau akan diterima oleh para pengarah seperti yang dinyatakan di dalam Nota 25 kepada akaun atau ganjaran tetap sebagai pekerja sepenuh masa Syarikat itu) akibat daripada kontrak yang dibuat oleh Syarikat atau syarikat yang berkaitan dengan pengarah atau dengan firma di mana ianya seorang ahli atau dengan syarikat di mana ia mempunyai kepentingan kewangan yang nyata.

KEPENTINGAN PENGARAH

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

	Bilangan Saham Biasa RM1 Setiap Satu			
	1 Julai, 1999	Beli	Jual	**30 Jun, 2000**
Secara tidak langsung				
Y. Bhg. Tan Sri Dr Chen Lip Keong	17,430,493	–	–	**17,430,493**
Y. Bhg. Puan Sri Lee Chou Sarn	17,430,493	–	–	**17,430,493**

Oleh kerana Y. Bhg. Tan Sri Dr Chen Lip Keong dan Y. Bhg. Puan Sri Lee Chou Sarn mempunyai kepentingan di dalam saham Syarikat, mereka juga dianggap mempunyai kepentingan di dalam saham di dalam subsidiari-subsidiari Syarikat dalam tahun kewangan setakat mana Syarikat mempunyai kepentingan.

Selain daripada yang dinyatakan di atas, pengarah-pengarah lain yang memegang jawatan pada akhir tahun kewangan tidak mempunyai apa-apa kepentingan di dalam saham Syarikat atau syarikat-syarikat berkaitan dengannya sepanjang tahun kewangan.

BILANGAN PEKERJA DAN PEJABAT BERDAFTAR

Purata bilangan pekerja di dalam Kumpulan adalah 1,018 pada tahun 2000 dan 961 pada tahun 1999. Pejabat berdaftar Kumpulan terletak di MNI Twins, Tower 1, Level 13, 11 Jalan Pinang, 50450 Kuala Lumpur.

JURUAUDIT

Arthur Andersen & Co. bersara dan telah menyatakan kesanggupan mereka untuk dilantik semula.

Ditandatangani bagi pihak Lembaga menurut resolusi para pengarah

DATO' DR ABDUL RAZAK BIN ABDUL

CHUA TIAM WEE

Kuala Lumpur
Bertarikh: 16 Oktober, 2000

Penyata Para Pengarah

Kami, **DATO' DR ABDUL RAZAK BIN ABDUL** dan **CHUA TIAM WEE**, dua daripada para pengarah **FACB INDUSTRIES INCORPORATED BERHAD**, dengan ini menyatakan bahawa, pada pendapat para pengarah, lembaran imbangan Syarikat dan Kumpulan pada 30 Jun, 2000 dan penyata perubahan dalam ekuiti, penyata pendapatan dan penyata aliran tunai Syarikat dan Kumpulan bagi tahun berakhir pada tarikh tersebut, berserta dengan nota-nota berkenaan, telah disusun dengan wajar untuk memberi pandangan yang benar dan saksama berkenaan keadaan urusan Syarikat dan Kumpulan pada 30 Jun, 2000 dan keputusan serta aliran tunai Syarikat dan Kumpulan bagi tahun berakhir pada tarikh tersebut, dan telah disusun dengan wajarnya menurut piawaian perakaunan berkaitan yang diluluskan di Malaysia.

Ditandatangani bagi pihak Lembaga menurut resolusi para pengarah

DATO' DR ABDUL RAZAK BIN ABDUL

CHUA TIAM WEE

Kuala Lumpur
Bertarikh: 16 Oktober, 2000

Akuan Berkanun

Saya, **DATO' DR ABDUL RAZAK BIN ABDUL**, pengarah yang terutamanya bertanggungjawab atas pengurusan kewangan **FACB INDUSTRIES INCORPORATED BERHAD**, dengan sesungguh dan seikhlasnya mengaku bahawa lembaran imbangan Syarikat dan Kumpulan pada 30 Jun, 2000 dan penyata perubahan dalam ekuiti, penyata pendapatan dan penyata aliran tunai Syarikat dan Kumpulan bagi tahun berakhir pada tarikh tersebut, berserta dengan nota-nota berkenaan, adalah sebaik-baik pengetahuan dan kepercayaan saya betul dan saya membuat pengakuan ini sesungguhnya dengan mempercayai bahawa ianya benar dan menurut peruntukan Akta Akuan Berkanun, 1960.

Ditandatangani dan diakui sesungguhnya oleh penama di atas	)	
DATO' DR ABDUL RAZAK BIN ABDUL di Kuala Lumpur	)	**DATO' DR ABDUL RAZAK BIN ABDUL**
dalam Wilayah Persekutuan pada 16 Oktober, 2000.	)	(K/P 500318-10-5699)

Di hadapan saya:

NORDIN BIN HASSAN No: W321
Pesuruhjaya Sumpah

Laporan Juruaudit

Kepada Pemegang-pemegang Saham
FACB INDUSTRIES INCORPORATED BERHAD

Kami telah mengaudit akaun **FACB INDUSTRIES INCORPORATED BERHAD** (Syarikat) dan akaun disatukan bagi **FACB INDUSTRIES INCORPORATED BERHAD DAN SUBSIDIARI-SUBSIDIARINYA** (Kumpulan) pada 30 Jun, 2000. Akaun tersebut adalah tanggungjawab para pengarah Syarikat. Tanggungjawab kami adalah untuk menyatakan pendapat mengenai akaun tersebut berdasarkan audit kami.

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

Pada pendapat kami,

(a) akaun tersebut memberi gambaran yang benar dan saksama mengenai keadaan urusan Syarikat dan Kumpulan pada 30 Jun, 2000 dan keputusan serta aliran tunai Syarikat dan Kumpulan bagi tahun berakhir pada tarikh tersebut , dan telah disediakan dengan wajarnya menurut peruntukan Akta Syarikat, 1965 dan piawaian perakaunan berkenaan yang diluluskan di Malaysia; dan

(b) rekod perakaunan dan lain-lain rekod dan daftar yang dikehendaki oleh Akta untuk disimpan oleh Syarikat dan subsidiari-subsidiarinya di mana kami telah bertindak sebagai juruaudit telah disimpan dengan wajar menurut peruntukan Akta.

Kami telah mempertimbangkan akaun dan laporan juruaudit bagi kesemua subsidiari-subsidari di mana kami tidak bertindak sebagai juruaudit, seperti yang ditunjukkan dalam Nota 35 kepada akaun, sebagai akaun yang telah dimasukkan dalam akaun disatukan.

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

Laporan juruaudit bagi akaun subsidiari-subsidiari tersebut tidak tertakluk kepada sebarang syarat atau teguran di bawah seksyen kecil (3) Seksyen 174 Akta tersebut.

ARTHUR ANDERSEN & CO.
No. AF 0103
Akauntan Awam

WONG KANG HWEE
No. 1116/01/02(J)
Rakankongsi Firma

Bertarikh: 16 Oktober, 2000

Lembaran Imbangan Disatukan

pada 30 Jun, 2000

Dalam RM	Nota	2000	1999
ASET SEMASA			
Wang tunai dan baki di bank		**1,447,628**	1,815,813
Simpanan di institusi-institusi kewangan berlesen	3	**34,540,459**	33,910,116
Penghutang perdagangan	4	**50,537,730**	37,412,145
Penghutang lain		**5,367,902**	9,364,011
Stok	5	**90,403,179**	57,422,272
Terhutang oleh syarikat-syarikat bersekutu		**756,174**	563,757
Terhutang oleh syarikat-syarikat berkaitan		**117,213**	93,366
		183,170,285	140,581,480
LIABILITI SEMASA			
Pinjaman jangkapendek	7	**4,643,069**	3,840,811
Pemiutang perdagangan	8	**46,493,204**	32,302,277
Pemiutang lain	9	**29,770,992**	20,074,134
Cukai		**5,420,600**	2,390,205
Dividen dicadangkan		**1,839,510**	851,625
		88,167,375	59,459,052
ASET BERSIH SEMASA		**95,002,910**	81,122,428
PELABURAN DALAM SYARIKAT-SYARIKAT BERSEKUTU	11	**10,376,626**	10,218,891
PELABURAN LAIN	12	**60,200**	60,200
ASET TETAP	13	**78,268,230**	81,915,602
TANAH DIMILIKI UNTUK PEMBANGUNAN	14	**46,899,626**	57,473,040
ASET TAK KETARA	15	**244,415**	250,322
TUNTUTAN JANGKAPANJANG	16	**(16,980,000)**	(39,620,000)
PINJAMAN BERJANGKA	17	**(6,309,270)**	(6,682,071)
PEMIUTANG SEWABELI	18	**(88,456)**	(406,734)
CUKAI TERTUNDA	19	**(1,781,585)**	(1,153,865)
KEPENTINGAN MINORITI		**(38,153,422)**	(31,464,124)
		167,539,274	151,713,689
DANA PEMEGANG SAHAM			
Modal saham	20	**85,162,500**	85,162,500
Rizab		**82,376,774**	66,551,189
		167,539,274	151,713,689

Nota-nota yang disertakan merupakan sebahagian asasi lembaran imbangan ini.

Penyata Perubahan dalam Ekuiti Disatukan

bagi tahun berakhir 30 Jun, 2000

Dalam RM	Modal saham	Premium saham	Rizab tukaran matawang asing	Rizab subsidiari-subsidiari*	Keuntungan tertahan	Jumlah
	<—— Tidak boleh diagihkan		——>		Boleh diagihkan	
Pada 1 Julai, 1998	85,162,500	28,989,335	1,294,755	90,693	32,191,342	147,728,625
Perbezaan pertukaran matawang asing	–	–	(324,074)	–	–	(324,074)
Pindahan	–	–	–	2,524	(2,524)	–
Keuntungan bersih untuk tahun semasa	–	–	–	–	5,160,763	5,160,763
Dividen (Nota 29)	–	–	–	–	(851,625)	(851,625)
Pada 30 Jun, 1999	85,162,500	28,989,335	970,681	93,217	36,497,956	151,713,689
Pada 1 Julai, 1999	**85,162,500**	**28,989,335**	**970,681**	**93,217**	**36,497,956**	**151,713,689**
Perbezaan pertukaran matawang asing	**–**	**–**	**1,060**	**–**	**–**	**1,060**
Pindahan	**–**	**–**	**–**	**10,381**	**(10,381)**	**–**
Keuntungan bersih untuk tahun semasa	**–**	**–**	**–**	**–**	**17,664,035**	**17,664,035**
Dividen (Nota 29)	**–**	**–**	**–**	**–**	**(1,839,510)**	**(1,839,510)**
Pada 30 Jun, 2000	**85,162,500**	**28,989,335**	**971,741**	**103,598**	**52,312,100**	**167,539,274**

* Rizab subsidiari-subsidiari yang diperbadankan di Republik Rakyat China telah dikekalkan mengikut kehendak peraturan-peraturan di sana dan tidak boleh diagihkan sebagai dividen tunai.

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Penyata Pendapatan Disatukan
bagi tahun berakhir 30 Jun, 2000

Dalam RM	Nota	**2000**	1999
Hasil kendalian	21	**208,786,244**	161,589,597
Kos jualan	22	**(154,377,766)**	(140,365,844)
Keuntungan kasar		**54,408,478**	21,223,753
Lain-lain pendapatan operasi	23	**3,450,596**	6,204,348
Kos pengedaran	24	**(6,953,025)**	(5,820,633)
Kos pentadbiran	25	**(12,437,542)**	(7,155,254)
Lain-lain kos operasi	26	**(7,470,738)**	(5,737,146)
Keuntungan operasi		**30,997,769**	8,715,068
Kos kewangan	27	**(1,880,368)**	(3,145,984)
Perkongsian keuntungan dalam syarikat-syarikat bersekutu		**1,251,916**	1,350,913
Keuntungan sebelum cukai		**30,369,317**	6,919,997
Cukai	28	**(5,969,768)**	(244,145)
Keuntungan bersih operasi		**24,399,549**	6,675,852
Kepentingan minoriti		**(6,735,514)**	(1,515,089)
Keuntungan bersih untuk tahun semasa		**17,664,035**	5,160,763
Pendapatan setiap saham	30	**20.7 sen**	6.1 sen

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Penyata Aliran Tunai Disatukan

bagi tahun berakhir 30 Jun, 2000

Dalam RM	**2000**	1999
ALIRAN TUNAI DARIPADA AKTIVITI OPERASI		
Keuntungan sebelum cukai	**30,369,317**	6,919,997
Pelarasan untuk:		
Pemulihan peruntukan kesusutan nilai aset tetap	**(1,139,699)**	–
Pemulihan peruntukan stok lapuk	**–**	(110,519)
Perkongsian keuntungan dalam syarikat-syarikat bersekutu	**(1,251,916)**	(1,350,913)
Peruntukan untuk hutang ragu	**787,517**	1,263,562
Peruntukan untuk stok lapuk	**1,590,831**	296,088
Pelunasan aset tak ketara	**25,132**	40,811
Susutnilai	**8,157,348**	8,156,655
Perbelanjaan faedah	**1,880,368**	3,145,984
Pendapatan faedah	**(1,441,800)**	(2,683,900)
Aset tetap dihapuskira	**29,741**	134,178
Keuntungan daripada jualan pelaburan	**–**	(1,293,209)
Keuntungan daripada jualan aset tetap	**(215,950)**	(97,398)
Keuntungan operasi sebelum perubahan modal kerja	**38,790,889**	14,421,336
Tambahan dalam penghutang	**(9,945,366)**	(6,738,759)
(Tambahan)/kurangan dalam stok	**(34,571,738)**	10,876,348
Tambahan dalam jumlah terhutang oleh syarikat-syarikat berkaitan	**(23,847)**	(93,366)
Kurangan dalam jumlah terhutang oleh syarikat-syarikat bersekutu	**–**	544,049
Tambahan/(kurangan) dalam pemiutang	**18,242,074**	(9,203,757)
Tunai dihasilkan daripada operasi	**12,492,012**	9,805,851
Cukai dibayar	**(1,969,505)**	(2,601,267)
Faedah dibayar	**(1,836,173)**	(3,145,984)
Aliran tunai bersih dihasilkan daripada aktiviti operasi	**8,686,334**	4,058,600
ALIRAN TUNAI DARIPADA AKTIVITI PELABURAN		
Tambahan dalam perbelanjaan tertunda	**–**	140,104
Perbelanjaan ke atas tanah dimiliki untuk pembangunan	**(746,586)**	(873,040)
Pembelian aset tetap	**(3,627,867)**	(4,440,527)
Pelaburan dalam syarikat-syarikat bersekutu	**–**	(324,000)
Tambahan dalam aset tak ketara	**(19,225)**	(20,227)
Hasil daripada penjualan sebuah syarikat bersekutu	**–**	1,297,351
Hasil daripada penjualan aset tetap	**443,799**	102,954
Hasil daripada penjualan pelaburan jangkapendek	**–**	1,980,143
Faedah diterima	**1,470,173**	2,688,391
Dividen diterima daripada syarikat-syarikat bersekutu	**563,757**	773,463
Bayaran untuk pembelian tanah	**(5,660,000)**	(5,660,000)
Aliran tunai bersih digunakan dalam aktiviti pelaburan	**(7,575,949)**	(4,335,388)

Dalam RM	**2000**	1999
ALIRAN TUNAI DARIPADA AKTIVITI PEMBIAYAAN		
Dividen dibayar	**(851,625)**	(1,839,510)
Penerimaan pinjaman berjangka	**2,101,953**	5,401,934
Pembayaran pinjaman berjangka	**(2,256,899)**	(1,713,421)
Penerimaan pinjaman jangkapendek	**500,000**	400,000
Pembayaran pinjaman jangkapendek	**(400,000)**	–
Pembayaran pemiutang sewabeli	**(424,153)**	(303,977)
Penjualan saham subsidiari kepada kepentingan minoriti	**–**	708,750
Dividen dibayar kepada kepentingan minoriti oleh subsidiari	**(1,906)**	(256,642)
Aliran tunai bersih (digunakan dalam)/dihasilkan daripada aktiviti pembiayaan	**(1,332,630)**	2,397,134
(Pengurangan)/penambahan bersih dalam tunai dan kesetaraan tunai	**(222,245)**	2,120,346
Kesan daripada tukaran matawang ke atas tunai dan kesetaraan tunai	**–**	(272,162)
Tunai dan kesetaraan tunai pada awal tahun	**34,542,016**	32,693,832
Tunai dan kesetaraan tunai pada akhir tahun	**34,319,771**	34,542,016

Tunai dan kesetaraan tunai terdiri dari:

Wang tunai dan baki di bank	**1,447,628**	1,815,813
Simpanan di institusi-institusi kewangan berlesen	**34,540,459**	33,910,116
Overdraf bank	**(1,668,316)**	(1,183,913)
	34,319,771	34,542,016

Tunai dan kesetaraan tunai pada akhir tahun kewangan merangkumi simpanan berjumlah RM29,114,000 (1999 : RM29,114,000) di institusi-institusi kewangan berlesen yang tertakluk kepada penggunaan yang terhad seperti yang dinyatakan di dalam Nota 3 kepada akaun.

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Lembaran Imbangan

pada 30 Jun, 2000

Dalam RM	Nota	**2000**	1999
ASET SEMASA			
Wang tunai dan baki di bank		**6,877**	6,260
Simpanan di institusi-institusi kewangan berlesen	3	**32,637,626**	32,035,729
Penghutang lain		**423,738**	320,694
Terhutang oleh subsidiari-subsidiari	6	**73,338,591**	72,498,197
		106,406,832	104,860,880
LIABILITI SEMASA			
Pemiutang lain	9	**506,606**	523,299
Cukai		**1,081,274**	1,740,515
Dividen dicadangkan		**1,839,510**	851,625
Terhutang kepada subsidiari-subsidiari		**–**	46,404
		3,427,390	3,161,843
ASET BERSIH SEMASA		**102,979,442**	101,699,037
PELABURAN DALAM SUBSIDIARI-SUBSIDIARI	10	**32,735,638**	32,835,638
PELABURAN LAIN	12	**60,200**	60,200
ASET TETAP	13	**537,738**	1,031,553
PEMIUTANG SEWABELI	18	**(59,500)**	(348,792)
CUKAI TERTUNDA	19	**(53,500)**	(53,500)
		136,200,018	135,224,136
DANA PEMEGANG SAHAM			
Modal saham	20	**85,162,500**	85,162,500
Rizab		**51,037,518**	50,061,636
		136,200,018	135,224,136

Nota-nota yang disertakan merupakan sebahagian asasi lembaran imbangan ini.

Penyata Perubahan dalam Ekuiti
bagi tahun berakhir 30 Jun, 2000

	<– Tidak boleh diagihkan –>			Boleh diagihkan	
Dalam RM	Modal saham	Premium saham	Rizab tukaran matawang asing	Keuntungan tertahan	Jumlah
Pada 1 Julai, 1998	85,162,500	28,989,335	4,424,349	16,144,040	134,720,224
Keuntungan bersih untuk tahun semasa	–	–	–	1,355,537	1,355,537
Dividen (Nota 29)	–	–	–	(851,625)	(851,625)
Pada 30 Jun, 1999	85,162,500	28,989,335	4,424,349	16,647,952	135,224,136
Pada 1 Julai, 1999	**85,162,500**	**28,989,335**	**4,424,349**	**16,647,952**	**135,224,136**
Keuntungan bersih untuk tahun semasa	**–**	**–**	**–**	**2,815,392**	**2,815,392**
Dividen (Nota 29)	**–**	**–**	**–**	**(1,839,510)**	**(1,839,510)**
Pada 30 Jun, 2000	**85,162,500**	**28,989,335**	**4,424,349**	**17,623,834**	**136,200,018**

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Penyata Pendapatan

bagi tahun berakhir 30 Jun, 2000

Dalam RM	Nota	**2000**	1999
Hasil kendalian	21	**180,000**	180,000
Kos jualan		**–**	–
Keuntungan kasar		**180,000**	180,000
Lain-lain pendapatan operasi	23	**6,808,955**	3,606,332
Kos pengedaran		**–**	–
Kos pentadbiran	25	**(1,562,431)**	(1,151,106)
Lain-lain kos operasi	26	**(1,236,694)**	(1,150,668)
Keuntungan operasi		**4,189,830**	1,484,558
Kos kewangan	27	**(74,438)**	(75,521)
Keuntungan sebelum cukai		**4,115,392**	1,409,037
Cukai	28	**(1,300,000)**	(53,500)
Keuntungan bersih untuk tahun semasa		**2,815,392**	1,355,537

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

Penyata Aliran Tunai

bagi tahun berakhir 30 Jun, 2000

Dalam RM	**2000**	1999
ALIRAN TUNAI DARIPADA AKTIVITI OPERASI		
Keuntungan sebelum cukai	**4,115,392**	1,409,037
Pelarasan untuk:		
Susutnilai	**266,925**	345,549
Keuntungan daripada jualan aset tetap	**(128,500)**	–
Peruntukan untuk hutang ragu	**200,000**	–
Peruntukan untuk rosotnilai pelaburan	**100,000**	–
Pendapatan faedah	**(6,671,723)**	(3,571,695)
Perbelanjaan faedah	**74,438**	75,521
Kerugian operasi sebelum perubahan modal kerja	**(2,043,468)**	(1,741,588)
Kurangan/(tambahan) dalam penghutang	**11,156**	(5,489)
Tambahan/(kurangan) dalam pemiutang	**89,182**	(269,807)
Tambahan dalam jumlah terhutang oleh subsidiari-subsidiari	**(75,433)**	(2,293,436)
Tunai digunakan dalam aktiviti operasi	**(2,018,563)**	(4,310,320)
Faedah dibayar	**(74,438)**	(75,521)
Cukai dibayar	**(1,959,241)**	(2,358,212)
Aliran tunai bersih digunakan dalam aktiviti operasi	**(4,052,242)**	(6,744,053)
ALIRAN TUNAI DARIPADA AKTIVITI PELABURAN		
Hasil daripada penjualan pelaburan jangkapendek	**–**	1,980,143
Pembelian pelaburan	**–**	(1,080)
Pembelian aset tetap	**(610)**	–
Hasil daripada penjualan aset tetap	**356,000**	–
Faedah diterima	**5,546,158**	2,613,527
Aliran tunai bersih dihasilkan daripada aktiviti pelaburan	**5,901,548**	4,592,590
ALIRAN TUNAI DARIPADA AKTIVITI PEMBIAYAAN		
Pembayaran pemiutang sewabeli	**(395,167)**	(254,047)
Dividen dibayar	**(851,625)**	(1,839,510)
Aliran tunai bersih digunakan dalam aktiviti pembiayaan	**(1,246,792)**	(2,093,557)
Penambahan/(pengurangan) bersih dalam tunai dan kesetaraan tunai	**602,514**	(4,245,020)
Tunai dan kesetaraan tunai pada awal tahun	**32,041,989**	36,287,009
Tunai dan kesetaraan tunai pada akhir tahun	**32,644,503**	32,041,989
Tunai dan kesetaraan tunai terdiri dari:		
Wang tunai dan baki di bank	**6,877**	6,260
Simpanan di institusi-institusi kewangan berlesen	**32,637,626**	32,035,729
	32,644,503	32,041,989

Tunai dan kesetaraan tunai pada akhir tahun kewangan merangkumi simpanan berjumlah RM29,114,000 (1999 : RM29,114,000) di institusi-institusi kewangan berlesen yang tertakluk kepada penggunaan yang terhad seperti yang dinyatakan di dalam Nota 3 kepada akaun.

Nota-nota yang disertakan merupakan sebahagian asasi penyata ini.

1. KEGIATAN-KEGIATAN UTAMA

Kegiatan-kegiatan utama Syarikat adalah pemegangan pelaburan dan perkhidmatan pengurusan dan perbendaharaan kepada subsidiari-subsidiari. Kegiatan-kegiatan utama subsidiari-subsidiari adalah dinyatakan di dalam Nota 35 kepada akaun.

Tiada sebarang perubahan penting di dalam kegiatan-kegiatan utama ini di sepanjang tahun kewangan.

2. DASAR-DASAR PERAKAUNAN PENTING

(a) Asas Perakaunan

Akaun-akaun telah disediakan mengikut konvensyen kos sejarah yang diubahsuai dengan penilaian semula pelaburan-pelaburan dalam subsidiari-subsidiari tertentu dan tanah dan bangunan tertentu Kumpulan dan mematuhi piawaian perakaunan berkaitan yang diluluskan di Malaysia.

(b) Asas Penyatuan

Akaun-akaun yang disatukan mengandungi akaun-akaun Syarikat dan subsidiari-subsidiari yang disediakan sehingga akhir tahun kewangan. Urusniaga antara syarikat telah dihapuskan semasa penyatuan dan akaun-akaun disatukan menunjukkan urusniaga dengan pihak luar sahaja.

(c) Pelaburan dan Pendapatan daripada Pelaburan

(i) Pelaburan dalam subsidiari-subsidiari dan lain-lain pelaburan dinyatakan pada kos atau nilai yang ditetapkan oleh para pengarah tolak peruntukan bagi sebarang rosotnilai tetap.

(ii) Syarikat bersekutu merupakan syarikat di mana kepentingan ekuiti jangkapanjang adalah di antara 20% hingga 50% dipegang oleh Kumpulan dan di mana ia mempunyai pengaruh penting melalui penyertaannya di dalam pengurusan.

Bahagian Kumpulan di dalam keuntungan dan setelah ditolak kerugian syarikat-syarikat bersekutu telah diambilkira dalam penyata pendapatan disatukan dan kepentingan Kumpulan dalam syarikat-syarikat bersekutu adalah dinyatakan pada kos termasuk selepas pengambilalihan bahagian Kumpulan di dalam keuntungan tertahan dan rizab.

Pelaburan di dalam syarikat-syarikat bersekutu dinyatakan pada kos tolak peruntukan bagi sebarang rosotnilai tetap.

(iii) Pendapatan dividen daripada pelaburan telah diiktiraf mengikut dasar ianya diterima.

(iv) Pelaburan jangkapendek merupakan pelaburan Sekurities Hutang Persendirian (“Private Debts Securities”) dan ianya dinyatakan pada kos termasuk pelarasan untuk penambahan nilai diskaun mengikut kaedah garis lurus sehingga matang.

(d) Aset Tetap dan Susutnilai

Aset tetap dinyatakan pada kos atau penilaian setelah ditolak susutnilai terkumpul.

Tanah pegang pajak disusutnilai sepanjang baki tempoh pajakan. Susutnilai lain-lain aset tetap diperuntukkan mengikut kaedah garis lurus di sepanjang anggaran hayat kegunaannya seperti berikut:

Tanah pegang pajak jangkapanjang	Sepanjang tempoh pajakan melebihi 50 tahun
Tanah pegang pajak jangkapendek	Sepanjang tempoh pajakan tidak melebihi 50 tahun
Bangunan	2%
Loji dan jentera	9% – 18%
Peralatan pejabat, perabot, kelengkapan, pengubahsuaian dan kenderaan bermotor	10% – 20%

Pembinaan sedang dijalankan tidak disusutnilaikan.

(e) Aset Tak Ketara

Aset tak ketara terdiri daripada perbelanjaan pra-permulaan dan pra-kendalian yang akan dilunaskan dalam tempoh lima tahun dimulai dari tahun pertama ianya beroperasi.

(f) Stok

Stok dinyatakan pada kos atau nilai perolehan bersih, yang mana lebih rendah.

Kos bahan mentah, alatganti dan bahan kegunaan ditentukan mengikut dasar purata wajaran.

Kos barangan siap dan kerja dalam proses termasuk kos bahan mentah, tenaga buruh langsung dan kos overhed pengeluaran yang berpatutan dan adalah ditentukan mengikut asas masuk dahulu, keluar dahulu.

(g) Tanah Dimiliki untuk Pembangunan

Tanah dimiliki untuk pembangunan dinyatakan pada kos. Kos termasuk kos tanah, kos berkaitan dengan pembelian tanah, perbelanjaan pembangunan dan perbelanjaan faedah yang berkaitan dengan pembangunan hartanah yang telah dipermodalkan.

(h) Penukaran dan Terjemahan Matawang

Urusniaga matawang asing di sepanjang tahun telah ditukar kepada matawang Ringgit Malaysia pada kadar pertukaran yang berkuatkuasa pada tarikh urusniaga. Aset dan liabiliti kewangan matawang asing pada tarikh lembaran imbangan telah diterjemahkan kepada matawang Ringgit Malaysia pada kadar pertukaran yang berkuatkuasa pada tarikh tersebut. Kesemua perbezaan pertukaran telah diambilkira dalam penyata pendapatan.

Akaun subsidiari-subsidiari asing telah diterjemahkan pada kadar pertukaran yang berkuatkuasa pada akhir tahun kewangan untuk lembaran imbangan, dan pada kadar pertukaran yang berkuatkuasa pada tarikh urusniaga untuk penyata pendapatan. Semua perbezaan pertukaran telah diambilkira dalam rizab.

Kadar pertukaran yang berkuatkuasa pada tarikh lembaran imbangan dan digunakan di dalam akaun adalah seperti berikut:

	2000	1999
Renminbi	**0.45**	0.45

(i) Syarikat Berkaitan

Sebuah syarikat yang mempunyai pengarah yang sama dengan Syarikat adalah dikenali sebagai sebuah syarikat berkaitan.

(j) Permodalan Perbelanjaan Faedah

Perbelanjaan faedah atas tanah dimiliki di sepanjang masa pembangunan aktif dipermodalkan sehingga ianya sedia untuk tujuan yang ditetapkan.

(k) Cukai Tertunda

Cukai tertunda diperuntukkan dengan menggunakan kaedah liabiliti untuk semua perbezaan masa yang material kecuali bila terdapat bukti munasabah yang perbezaan masa ini tidak akan bertukar di masa hadapan.

(l) Tunai dan Kesetaraan Tunai

Tunai dan kesetaraan tunai termasuk tunai dalam tangan dan bank serta simpanan, selepas mengambilkira overdraf bank yang terhutang.

3. SIMPANAN DI INSTITUSI-INSTITUSI KEWANGAN BERLESEN

	Kumpulan		Syarikat	
Dalam RM	**2000**	1999	**2000**	1999
Bank-bank berlesen	**10,564,724**	29,584,466	**8,661,891**	27,710,079
Syarikat-syarikat kewangan berlesen	**23,975,735**	4,325,650	**23,975,735**	4,325,650
	34,540,459	33,910,116	**32,637,626**	32,035,729

Simpanan Syarikat dan Kumpulan termasuk simpanan di dalam institusi-institusi kewangan berlesen berjumlah RM29,114,000 (1999 : RM29,114,000) iaitu baki penggunaan dana daripada terbitan hak untuk tujuan pelaburan jangkapanjang yang akan dikenalpasti.

4. PENGHUTANG PERDAGANGAN

	Kumpulan	
Dalam RM	**2000**	1999
Penghutang perdagangan	**54,315,834**	40,548,794
Peruntukan untuk hutang ragu	**(3,778,104)**	(3,136,649)
	50,537,730	37,412,145

5. STOK

	Kumpulan	
Dalam RM	**2000**	1999
Bahan mentah	**50,000,195**	28,306,107
Kerja dalam proses	**12,619,684**	10,416,763
Barangan siap	**29,231,289**	18,727,824
Alatganti dan bahan kegunaan	**468,930**	297,666
	92,320,098	57,748,360
Peruntukan untuk stok lapuk	**(1,916,919)**	(326,088)
	90,403,179	57,422,272

6. TERHUTANG OLEH SUBSIDIARI-SUBSIDIARI

	Syarikat	
Dalam RM	**2000**	1999
Terhutang oleh subsidiari-subsidiari	**73,538,591**	72,498,197
Peruntukan untuk hutang ragu	**(200,000)**	–
	73,338,591	72,498,197

7. PINJAMAN JANGKAPENDEK

Dalam RM	Kumpulan 2000	1999
Bercagar		
Overdraf bank	**967,757**	414,800
Pinjaman berjangka perlu dibayarbalik dalam jangkamasa dua belas bulan (Nota 17)	**2,474,753**	2,256,898
	3,442,510	2,671,698
Tidak Bercagar		
Overdraf bank	**700,559**	769,113
Pinjaman semasa	**500,000**	400,000
	1,200,559	1,169,113
	4,643,069	3,840,811

Kadar faedah yang dikenakan ke atas pinjaman jangkapendek adalah di antara 3.85% hingga 10.0% (1999 : 4.90% hingga 13.57%) setahun.

8. PEMIUTANG PERDAGANGAN

Dalam RM	Kumpulan 2000	1999
Pemiutang perdagangan	**10,815,204**	8,078,277
Bil akan dibayar	**35,678,000**	24,224,000
	46,493,204	32,302,277

Kadar faedah yang dikenakan ke atas bil akan dibayar adalah di antara 2.65% hingga 7.25% (1999 : 2.85% hingga 13%) setahun.

9. PEMIUTANG LAIN

Termasuk dalam pemiutang lain adalah:

	Kumpulan		Syarikat	
Dalam RM	**2000**	1999	**2000**	1999
Pemiutang sewabeli (Nota 18)	**177,158**	283,033	**148,172**	254,047
Hutang kepada penjual tanah yang dimiliki untuk pembangunan (Nota 16)	**11,320,000**	5,660,000	**–**	–

10. PELABURAN DALAM SUBSIDIARI-SUBSIDIARI

	Syarikat	
Dalam RM	**2000**	1999
Saham tidak tersiarharga:		
Pada kos	**16,916,101**	16,916,101
Pada penilaian para pengarah	**15,919,537**	15,919,537
	32,835,638	32,835,638
Peruntukan rosotnilai	**(100,000)**	–
	32,735,638	32,835,638

Saham tidak tersiarharga dalam subsidiari-subsidiari tertentu telah dinilaikan pada Mei 1992 oleh para pengarah berdasarkan kepada nilai-nilai aset ketara bersih subsidiari-subsidiari ini sepertimana yang diluluskan oleh pihak-pihak berkuasa berkenaan.

Maklumat terperinci tentang subsidiari-subsidiari tersebut dijelaskan dalam Nota 35 kepada akaun.

11. PELABURAN DALAM SYARIKAT-SYARIKAT BERSEKUTU

	Kumpulan	
Dalam RM	**2000**	1999
Saham tidak tersiarharga, pada kos	**8,849,713**	8,849,713
Bahagian Kumpulan di dalam rizab selepas perolehan	**1,526,913**	1,369,178
	10,376,626	10,218,891

Maklumat terperinci tentang syarikat-syarikat bersekutu tersebut dijelaskan dalam Nota 36 kepada akaun.

12. PELABURAN LAIN

	Kumpulan dan Syarikat	
Dalam RM	**2000**	1999
Pada kos		
Saham tidak tersiarharga	**56,500**	56,500
Saham tersiarharga	**3,700**	3,700
	60,200	60,200
Nilai pasaran saham tersiarharga	**1,700**	2,020

Peruntukan rosotnilai tidak dibuat ke atas pelaburan kerana para pengarah berpendapat bahawa rosotnilai itu hanya untuk sementara waktu sahaja.

13. ASET TETAP

Kumpulan

Dalam RM	Tanah pegang pajak dan bangunan	Loji dan jentera	Peralatan pejabat, perabot, kelengkapan, pengubahsuaian dan kenderaan bermotor	Pembinaan sedang dijalankan	Jumlah
Penilaian/Kos					
Pada 1 Julai, 1999	**56,833,898**	**64,310,307**	**7,863,208**	**–**	**129,007,413**
Tambahan	**512,870**	**1,262,714**	**278,363**	**1,573,920**	**3,627,867**
Penjualan	**–**	**–**	**(818,308)**	**–**	**(818,308)**
Pelupusan	**–**	**–**	**(82,706)**	**–**	**(82,706)**
Pemulihan	**–**	**1,139,699**	**–**	**–**	**1,139,699**
Pada 30 Jun, 2000	**57,346,768**	**66,712,720**	**7,240,557**	**1,573,920**	**132,873,965**
Diwakili oleh:					
Pada kos	**11,206,768**	**66,712,720**	**7,240,557**	**1,573,920**	**86,733,965**
Pada penilaian	**46,140,000**	**–**	**–**	**–**	**46,140,000**
	57,346,768	**66,712,720**	**7,240,557**	**1,573,920**	**132,873,965**
Susutnilai terkumpul					
Pada 1 Julai, 1999	**7,185,427**	**34,504,951**	**5,401,433**	**–**	**47,091,811**
Tambahan	**964,794**	**6,370,128**	**822,426**	**–**	**8,157,348**
Penjualan	**–**	**–**	**(590,459)**	**–**	**(590,459)**
Pelupusan	**–**	**–**	**(52,965)**	**–**	**(52,965)**
Pada 30 Jun, 2000	**8,150,221**	**40,875,079**	**5,580,435**	**–**	**54,605,735**
Nilai buku bersih					
Pada 30 Jun, 2000	**49,196,547**	**25,837,641**	**1,660,122**	**1,573,920**	**78,268,230**
Pada 30 Jun, 1999	49,648,471	29,805,356	2,461,775	–	81,915,602
Susutnilai untuk 1999	962,246	6,133,482	1,060,927	–	8,156,655

13. ASET TETAP (samb.)

Syarikat

Dalam RM	Perabot dan kelengkapan	Kenderaan bermotor	Peralatan pejabat	Pengubahsuaian	Jumlah
Kos					
Pada 1 Julai, 1999	**233,317**	**1,465,246**	**–**	**291,683**	**1,990,246**
Tambahan	**–**	**–**	**610**	**–**	**610**
Penjualan	**(3,000)**	**(588,000)**	**–**	**–**	**(591,000)**
Pada 30 Jun, 2000	**230,317**	**877,246**	**610**	**291,683**	**1,399,856**
Susutnilai terkumpul					
Pada 1 Julai, 1999	**68,051**	**805,568**	**–**	**85,074**	**958,693**
Tambahan	**23,057**	**214,649**	**51**	**29,168**	**266,925**
Penjualan	**(900)**	**(362,600)**	**–**	**–**	**(363,500)**
Pada 30 Jun, 2000	**90,208**	**657,617**	**51**	**114,242**	**862,118**
Nilai buku bersih					
Pada 30 Jun, 2000	**140,109**	**219,629**	**559**	**177,441**	**537,738**
Pada 30 Jun, 1999	165,266	659,678	–	206,609	1,031,553
Susutnilai untuk 1999	23,332	293,049	–	29,168	345,549

(a) Loji dan jentera tertentu Kumpulan telah dicagarkan kepada bank bagi kemudahan pinjaman yang diluluskan seperti yang dinyatakan dalam Nota 17 kepada akaun.

(b) Tanah pegang pajak dan bangunan-bangunan Kumpulan telah dinilaikan semula secara berasingan oleh jurunilai profesional mengikut dasar pasaran terbuka dengan menggunakan dasar penilaian perbandingan seperti tahun-tahun berikut:

Dalam RM	Kumpulan
Jun 1982	250,120
November 1991	4,739,880
Mac 1992	41,150,000
	46,140,000

Nilai buku bersih tanah dan bangunan yang telah dinilaikan semula untuk Kumpulan pada 30 Jun, 2000 adalah RM39,646,907. Sekiranya tanah dan bangunan yang telah dinilaikan semula dinyatakan pada kos tolak susutnilai terkumpul, nilai buku bersih tanah dan bangunan yang akan dinyatakan di dalam akaun Kumpulan pada 30 Jun, 2000 adalah RM28,632,629.

13. ASET TETAP (samb.)

(c) Nilai buku bersih kenderaan bermotor yang termasuk di dalam aset tetap Kumpulan dan Syarikat yang dibeli di bawah penganjuran sewabeli adalah berjumlah RM281,346 (1999 : RM753,595) dan RM219,629 (1999 : RM659,678) masing-masing.

(d) Termasuk di dalam aset tetap Kumpulan adalah kos aset tetap yang telah disusutnilaikan penuh yang masih digunakan:

Dalam RM	**2000**	1999
Loji dan jentera	**1,281,277**	109,373
Peralatan pejabat	**680,002**	412,042
Perabot dan kelengkapan	**92,757**	38,573
Pengubahsuaian	**91,450**	19,613
Kenderaan bermotor	**2,153,995**	1,458,775
	4,299,481	2,038,376

14. TANAH DIMILIKI UNTUK PEMBANGUNAN

Ini merupakan tanah pegang pajak seluas 127.64 ekar di Daerah Kota Kinabalu, Sabah yang diperolehi oleh sebuah subsidiari untuk tujuan pembangunan. Surat ikatan hakmilik tanah belum dibahagikan pada akhir tahun kewangan dan masih di atas nama penjual.

15. ASET TAK KETARA

	Kumpulan	
Dalam RM	**2000**	1999
Pada kos		
Perbelanjaan pra-permulaan	**42,966**	42,966
Perbelanjaan pra-kendalian	**514,029**	516,033
Kurangan tukaran asing	**–**	(21,229)
Perbelanjaan tertunda	**55,668**	55,668
	612,663	593,438
Pelunasan terkumpul	**(368,248)**	(352,898)
Tambahan tukaran asing	**–**	9,782
	244,415	250,322

Termasuk di dalam perbelanjaan pra-kendalian ialah ganjaran juruaudit sebanyak RM7,400 (1999 : RM5,000).

16. TUNTUTAN JANGKAPANJANG

Tuntutan jangkapanjang adalah berkaitan dengan perolehan tanah untuk pembangunan seperti dinyatakan di Nota 14, dari sebuah syarikat di mana para pengarah Syarikat yang tertentu mempunyai kepentingan. Beribu Ukiran Sdn. Bhd., sebuah subsidiari telah memperolehi pengurangan harga belian tanah pembangunan seperti yang dinyatakan di dalam Nota 37(a). Pembayaran adalah tertakluk kepada pemindaan syarat-syarat perjanjian jual beli seperti berikut:

	Kumpulan	
Dalam RM	**2000**	1999
Sehingga tarikh kebenaran Pelan Pembangunan (tarikh kebenaran)	**–**	5,660,000
Dalam jangkamasa 24 bulan dari tarikh kebenaran	**11,320,000**	11,320,000
Dalam jangkamasa 36 bulan dari tarikh kebenaran	**14,150,000**	14,150,000
Tidak lebih dari 48 bulan dari tarikh kebenaran	**2,830,000**	14,150,000
	28,300,000	45,280,000
Jumlah yang perlu dibayar dalam jangkamasa 12 bulan termasuk di dalam pemiutang lain	**(11,320,000)**	(5,660,000)
	16,980,000	39,620,000

17. PINJAMAN BERJANGKA

	Kumpulan	
Dalam RM	**2000**	1999
Bercagar*		
6.5% pinjaman berjangka yang perlu dibayarbalik dalam 48 ansuran bulanan bermula 1 Oktober, 1996	**22,841**	158,490
7% pinjaman berjangka yang perlu dibayarbalik dalam 48 ansuran bulanan bermula 1 Oktober, 1996	**33,570**	232,791
6.5% pinjaman berjangka yang perlu dibayarbalik dalam 20 ansuran yang sama setiap tiga bulan bermula Mei 1999	**1,500,000**	1,900,000
9.5% pinjaman berjangka yang perlu dibayarbalik dalam 20 ansuran yang sama setiap tiga bulan bermula Mei 1999	**2,498,213**	3,164,403
9.75% pinjaman berjangka yang perlu dibayarbalik dalam 48 ansuran bulanan bermula 1 Oktober, 1996	**23,824**	164,654
10% pinjaman berjangka yang perlu dibayarbalik dalam 16 ansuran yang sama setiap tiga bulan bermula November 1999	**1,981,474**	2,438,738
10% pinjaman berjangka yang perlu dibayarbalik dalam 20 ansuran yang sama setiap tiga bulan bermula Jun 2000	**622,148**	654,893
7.75% pinjaman berjangka yang perlu dibayarbalik dalam 48 ansuran bulanan bermula Mac 2001	**1,651,953**	–
7.344% pinjaman berjangka yang perlu dibayarbalik pada 23 Mei, 2000	**–**	225,000
7.02% pinjaman berjangka yang perlu dibayarbalik pada 25 Disember, 2000	**90,000**	–
7.02% pinjaman berjangka yang perlu dibayarbalik pada 20 Mac, 2001	**135,000**	–
7.02% pinjaman berjangka yang perlu dibayarbalik pada 15 Mei, 2001	**225,000**	–
	8,784,023	8,938,969
Pembayaran balik yang perlu dibuat dalam jangkamasa duabelas bulan termasuk di bawah pinjaman jangkapendek (Nota 7)	**(2,474,753)**	(2,256,898)
	6,309,270	6,682,071

* Dicagarkan ke atas loji dan jentera tertentu yang dimiliki oleh Kumpulan.

18. PEMIUTANG SEWABELI

	Kumpulan		Syarikat	
Dalam RM	**2000**	1999	**2000**	1999
Analisa komitmen sewabeli:				
Jumlah perlu dibayar:				
– dalam tempoh satu tahun	**229,323**	366,960	**191,931**	329,568
– antara satu dan lima tahun	**114,703**	527,482	**77,350**	452,737
	344,026	894,442	**269,281**	782,305
Tolak: Faedah tertangguh	**(78,412)**	(204,675)	**(61,609)**	(179,466)
	265,614	689,767	**207,672**	602,839
Mewakili sewabeli:				
Jumlah perlu dibayar:				
– dalam tempoh 12 bulan (Nota 9)	**177,158**	283,033	**148,172**	254,047
– selepas tempoh 12 bulan	**88,456**	406,734	**59,500**	348,792
	265,614	689,767	**207,672**	602,839

19. CUKAI TERTUNDA

	Kumpulan		Syarikat	
Dalam RM	**2000**	1999	**2000**	1999
Pada 1 Julai	**1,153,865**	1,261,321	**53,500**	–
Pemindahan dari/(ke) penyata pendapatan (Nota 28)	**627,720**	(107,456)	**–**	53,500
Pada 30 Jun	**1,781,585**	1,153,865	**53,500**	53,500

Cukai tertunda tidak diperuntukkan ke atas lebihan yang timbul dari penilaian semula tanah dan bangunan pegang pajak jangkapanjang kerana para pengarah tidak berhasrat untuk menjual harta-harta ini.

20. MODAL SAHAM

	Syarikat	
Dalam RM	**2000**	1999
Saham biasa bernilai RM1 setiap satu:		
Dibenarkan	**200,000,000**	200,000,000
Diterbitkan dan dibayar penuh	**85,162,500**	85,162,500

21. HASIL KENDALIAN

Hasil kendalian Kumpulan dan Syarikat terdiri daripada:

Dalam RM	Kumpulan 2000	Kumpulan 1999	Syarikat 2000	Syarikat 1999
Penjualan barangan selepas ditolak diskaun, cukai jualan dan pulangan	**208,786,244**	161,589,597	**–**	–
Yuran pengurusan	**–**	–	**180,000**	180,000
	208,786,244	161,589,597	**180,000**	180,000

22. KOS JUALAN

Dalam RM	Kumpulan 2000	Kumpulan 1999
Termasuk dalam kos jualan adalah:		
Kos pekerja	**10,675,296**	8,840,091
Susutnilai	**6,714,532**	6,507,688
Perbelanjaan sewa	**166,577**	196,518
Peruntukan untuk stok lapuk	**–**	41,456

23. LAIN-LAIN PENDAPATAN OPERASI

Dalam RM	Kumpulan 2000	Kumpulan 1999	Syarikat 2000	Syarikat 1999
Termasuk dalam lain-lain pendapatan operasi adalah:				
Hutang lapuk diterima semula	**32,400**	–	**–**	–
Keuntungan daripada tukaran matawang asing	**64,061**	798,185	**–**	–
Keuntungan daripada jualan pelaburan	**–**	1,293,209	**–**	–
Keuntungan daripada jualan aset tetap	**215,950**	97,398	**128,500**	–
Pendapatan faedah				
– subsidiari-subsidiari	**–**	–	**5,456,642**	961,886
– lain-lain	**1,441,800**	2,683,900	**1,215,081**	2,609,809
Pendapatan sewa	**19,710**	19,710	**–**	–
Pemulihan peruntukan kesusutan nilai aset tetap	**1,139,699**	–	**–**	–
Pemulihan peruntukan stok lapuk	**–**	110,519	**–**	–

24. KOS PENGEDARAN

Dalam RM	Kumpulan 2000	Kumpulan 1999
Termasuk dalam kos pengedaran adalah:		
Susutnilai	**21,640**	23,831
Peruntukan untuk hutang ragu	**47,850**	314,018
Perbelanjaan sewa	**475,577**	411,442
Kos pekerja	**2,332,891**	1,979,468

25. KOS PENTADBIRAN

	Kumpulan		Syarikat	
Dalam RM	**2000**	1999	**2000**	1999
Termasuk dalam kos pentadbiran adalah:				
Ganjaran para pengarah*				
– yuran	**40,000**	16,500	**40,000**	16,500
– peruntukan terkurang/ (terlebih) di tahun lepas	**10,500**	(38,500)	**10,500**	(38,500)
– gaji dan ganjaran lain	**1,179,402**	887,052	**475,368**	449,352
Yuran pengurusan dan caj komputer akan dibayar kepada syarikat yang berkaitan dengan sebuah subsidiari	**157,177**	167,000	**–**	–
Perbelanjaan sewa	**119,908**	153,954	**–**	–
Kos pekerja	**8,363,921**	4,689,306	**877,560**	615,499

* Anggaran nilai tunai untuk faedah bukan tunai yang diterima oleh pengarah-pengarah tertentu yang tidak termasuk di atas adalah RM69,600 (1999 : RM77,967).

26. LAIN-LAIN KOS OPERASI

	Kumpulan		Syarikat	
Dalam RM	**2000**	1999	**2000**	1999
Termasuk dalam lain-lain kos operasi adalah:				
Ganjaran juruaudit				
– tahun semasa	**114,550**	121,075	**11,000**	10,500
– peruntukan terlebih di tahun lepas	**–**	(4,600)	**–**	(4,500)
Pelunasan aset tak ketara	**25,132**	40,811	**–**	–
Susutnilai	**1,421,176**	1,625,136	**266,925**	345,549
Aset tetap dihapuskira	**29,741**	134,178	**–**	–
Peruntukan untuk hutang ragu	**739,667**	949,544	**200,000**	–
Peruntukan untuk rosotnilai pelaburan	**–**	–	**100,000**	–
Peruntukan untuk stok lapuk	**1,590,831**	254,632	**–**	–
Yuran setiausaha dibayar kepada sebuah subsidiari	**–**	–	**6,000**	–
Kerugian daripada tukaran matawang asing	**28,982**	36,869	**–**	–
Sewa bangunan	**677,300**	740,197	**258,728**	282,072
Kos pekerja	**157,888**	120,549	**–**	–

27. KOS KEWANGAN

Dalam RM	Kumpulan 2000	Kumpulan 1999	Syarikat 2000	Syarikat 1999
Kos kewangan mewakili:				
Faedah pinjaman bank dan overdraf	**1,797,524**	3,058,027	**–**	–
Faedah sewabeli	**82,844**	87,957	**74,438**	75,521
	1,880,368	3,145,984	**74,438**	75,521

28. CUKAI

Dalam RM	Kumpulan 2000	Kumpulan 1999	Syarikat 2000	Syarikat 1999
Peruntukan tahun semasa	**4,999,900**	–	**1,300,000**	–
Bahagian cukai dalam syarikat-syarikat bersekutu	**342,148**	245,191	**–**	–
	5,342,048	245,191	**1,300,000**	–
Pemindahan ke/(dari) cukai tertunda (Nota 19)	**627,720**	(107,456)	**–**	53,500
	5,969,768	137,735	**1,300,000**	53,500
Peruntukan terkurang dalam tahun-tahun sebelumnya	**–**	106,410	**–**	–
	5,969,768	244,145	**1,300,000**	53,500

Kadar cukai berkesan bagi Kumpulan adalah lebih rendah dari kadar berkanun terutamanya kerana penjimatan cukai dari penggunaan elaun pelaburan semula dan elaun modal yang dibawa ke hadapan oleh subsidiari-subsidiari.

Pada 30 Jun, 2000, Syarikat mempunyai keuntungan dikecualikan cukai yang boleh diagih berjumlah kira-kira RM10,109,000 (1999 : RM10,109,000) yang tertakluk kepada persetujuan Lembaga Hasil Dalam Negeri.

Syarikat mempunyai kredit cukai di bawah Seksyen 108 Akta Cukai Pendapatan, 1967 dan pendapatan dikecualikan cukai yang mencukupi untuk membolehkan pembayaran dividen daripada kesemua keuntungan tertahannya pada 30 Jun, 2000.

29. DIVIDEN

	Kumpulan dan Syarikat 2000 RM	Kumpulan dan Syarikat 1999 RM	Dividen setiap saham 2000 sen	Dividen setiap saham 1999 sen
Dividen akhir dicadangkan – 3% selepas tolak cukai (1999 : 1%) bersabit dengan tahun kewangan berakhir 30 Jun	**1,839,510**	851,625	**2.2**	1.0

30. KEUNTUNGAN SETIAP SAHAM

Keuntungan setiap saham dikira dengan membahagikan keuntungan Kumpulan selepas cukai dan kepentingan minoriti sebanyak RM17,664,035 (1999 : RM5,160,763) dengan jumlah purata wajaran saham diterbitkan sepanjang tahun sebanyak 85,162,500 (1999 : 85,162,500).

31. TARAF PERINTIS

(a) Pada bulan Mac 1990, sebuah subsidiari, Kanzen Tetsu Sdn. Bhd., telah diberi taraf perintis di bawah Akta Penggalakan Pelaburan, 1986 untuk pengeluaran dan pemasaran paip keluli tahan karat bagi tempoh lima tahun bermula dari tarikh pengeluaran pada 1 April, 1992. Tempoh taraf perintis bagi subsidiari tersebut telah tamat pada 31 Mac, 1997. Setakat 30 Jun, 2000, subsidiari ini mempunyai keuntungan dikecualikan cukai yang boleh diagih berjumlah kira-kira RM28,645,000 (1999 : RM28,645,000) tertakluk kepada persetujuan daripada Lembaga Hasil Dalam Negeri.

(b) Pada bulan Ogos 1991, sebuah subsidiari, Kanzen Shindo Sdn. Bhd., telah diberi taraf perintis di bawah Akta Penggalakan Pelaburan, 1986 untuk pengeluaran rod tembaga dan produk-produk bersalut tembaga bagi tempoh lima tahun bermula dari tarikh pengeluaran. Setakat 30 Jun, 2000, subsidiari ini masih belum memulakan operasi. Oleh yang demikian, taraf perintis yang diberi akan dipertimbangkan semula oleh pihak berkuasa terbabit.

(c) Pada bulan Ogos 1991, sebuah subsidiari, Kanzen Chuzoo Sdn. Bhd., telah diberi taraf perintis di bawah Akta Penggalakan Pelaburan, 1986 untuk pengeluaran besi waja tahan karat bagi tempoh lima tahun bermula dari tarikh pengeluaran. Setakat 30 Jun, 2000, subsidiari ini masih belum memulakan operasi. Oleh yang demikian, taraf perintis yang diberi akan dipertimbangkan semula oleh pihak berkuasa terbabit.

32. KOMITMEN MODAL

	Kumpulan	
Dalam RM	**2000**	1999
Dibenarkan tetapi belum dikontrakkan	**5,607,000**	3,315,000
Dikontrakkan tetapi tidak diberi peruntukan	**131,215**	131,215
	5,738,215	3,446,215

33. LIABILITI KONTINGEN (tak bercagar)

	Syarikat	
Dalam RM	**2000**	1999
Liabiliti kontingen berkenaan dengan jaminan korporat yang diberi untuk kemudahan-kemudahan bank bagi subsidiari-subsidiari	**80,154,000**	37,994,000

34. LAPORAN BERSEGMEN

Dalam RM	Hasil kendalian 2000	Hasil kendalian 1999	Keuntungan/(kerugian) sebelum cukai 2000	Keuntungan/(kerugian) sebelum cukai 1999	Jumlah aset digunakan 2000	Jumlah aset digunakan 1999
(a) Analisa Mengikut Lokasi Geografi						
Malaysia	**204,051,611**	157,853,272	**30,205,693**	6,359,561	**426,648,752**	396,181,546
Republik Rakyat China	**5,897,499**	4,896,481	**(398,252)**	(282,597)	**10,198,380**	10,485,740
	209,949,110	162,749,753	**29,807,441**	6,076,964	**436,847,132**	406,667,286
Perkongsian keuntungan Kumpulan dalam syarikat-syarikat bersekutu	**–**	–	**1,251,916**	1,350,913	**–**	–
	209,949,110	162,749,753	**31,059,357**	7,427,877	**436,847,132**	406,667,286
Penyelarasan dari penyatuan	**(1,162,866)**	(1,160,156)	**(690,040)**	(507,880)	**(117,827,750)**	(116,167,751)
	208,786,244	161,589,597	**30,369,317**	6,919,997	**319,019,382**	290,499,535
(b) Analisa Mengikut Kegiatan						
Pemegangan pelaburan dan perkhidmatan pengurusan	**1,162,866**	1,160,156	**4,785,207**	2,152,418	**213,965,906**	225,917,847
Perkilangan dan perdagangan	**208,786,244**	161,589,597	**25,022,234**	3,924,546	**222,881,226**	180,749,439
	209,949,110	162,749,753	**29,807,441**	6,076,964	**436,847,132**	406,667,286
Perkongsian keuntungan Kumpulan dalam syarikat-syarikat bersekutu	**–**	–	**1,251,916**	1,350,913	**–**	–
	209,949,110	162,749,753	**31,059,357**	7,427,877	**436,847,132**	406,667,286
Penyelarasan dari penyatuan	**(1,162,866)**	(1,160,156)	**(690,040)**	(507,880)	**(117,827,750)**	(116,167,751)
	208,786,244	161,589,597	**30,369,317**	6,919,997	**319,019,382**	290,499,535

35. SUBSIDIARI-SUBSIDIARI

Subsidiari-subsidiari, kesemuanya diperbadankan di Malaysia kecuali yang dinyatakan adalah:

Nama Syarikat	Kepentingan Ekuiti		Modal Berbayar		Kegiatan Utama
	2000	1999	**2000**	1999	
	%	%			
Kanzen Tetsu Sdn. Bhd.	**70**	70	**RM10,000,000**	RM10,000,000	Pembuatan dan penjualan paip keluli tahan karat dan pemasangan paip keluli tahan karat.
Dipegang oleh Kanzen Tetsu Sdn. Bhd.					
Kanzen Kagu Sdn. Bhd.	**70**	70	**RM1,000,000**	RM1,000,000	Pembuatan dan penjualan paip keluli karbon.
Kanzen Marketing Sdn. Bhd.	**70**	70	**RM2**	RM2	Bertujuan untuk memasar dan menjual keluli dan produk-produk berkaitan dengan logam.
Restonic (M) Sdn. Bhd.	**50 +1***	50 +1*	****RM24,499,999**	**RM24,499,999	Pemegangan pelaburan.
Dipegang oleh Restonic (M) Sdn. Bhd.					
Dreamland Corporation (Malaysia) Sdn. Bhd.	**50 +1***	50 +1*	**RM4,000,000**	RM4,000,000	Hak menjual tilam, perabot dan eksesori berkaitan secara borong.
Dreamland Spring Manufacturing Sdn. Bhd.	**50 +1***	50 +1*	**RM3,300,000**	RM3,300,000	Pembuatan dan pemborong tilam.
Eurocoir Products Sdn. Bhd.	**50 +1***	50 +1*	**RM2,000,000**	RM2,000,000	Pembuatan dan penjualan serabut polyester dan bantal dan bantal panjang polyester.
Dream Products Sdn. Bhd.	**50 +1***	50 +1*	**RM243,100**	RM243,100	Pembuatan dan penjualan busa sintetik, kelengkapan tempat tidur dan eksesori berkaitan.
Dream Crafts Sdn. Bhd.	**50 +1***	50 +1*	**RM100,000**	RM100,000	Pemasaran dan promosi jualan rangkaian perabot tilam dan eksesori berkaitan.
Sleepmaker Sdn. Bhd.	**50 +1***	50 +1*	**RM20**	RM20	Pemasaran dan pengedaran tilam.

35. SUBSIDIARI-SUBSIDIARI (samb.)

Nama Syarikat	Kepentingan Ekuiti 2000	1999	Modal Berbayar 2000	1999	Kegiatan Utama
	%	%			
@ Dreamland (Singapore) Pte. Ltd.	**50 +1***	50 +1*	**S$200,000**	S$200,000	Pemasaran dan promosi jualan rangkaian perabot tilam dan eksesori berkaitan.
Dreamland Spring Sdn. Bhd.	**100**	100	**RM5,000**	RM5,000	Pemegangan pelaburan.
Dipegang oleh Dreamland Spring Sdn. Bhd.					
*** Dreamland Qingdao Pte. Ltd.	**51**	51	**USD600,000**	USD600,000	) Pembuatan dan) pemasaran) rangkaian tilam
*** Dreamland Xian Pte. Ltd.	**52**	52	**USD837,600**	USD837,600	) Dreamland.
*** Nantong Dreamland Steel Products Co. Ltd.	**55**	55	**RMB3,500,000**	RMB3,500,000	Pembuatan dan penjualan produk-produk dawai keluli.
Kanzen Ventures Sdn. Bhd.	**100**	100	**RM2**	RM2	Pemegangan pelaburan.
Dipegang oleh Kanzen Ventures Sdn. Bhd.					
Kanzen Energy Ventures Sdn. Bhd.	**55**	55	**RM5,000,000**	RM5,000,000	Pemegangan pelaburan.
*** Nantong Kanzen Steel Wire Co. Ltd.	**55**	55	**USD850,000**	USD850,000	Berhenti operasi.
Kanzen Management Sdn. Bhd.	**100**	100	**RM100,000**	RM100,000	Membekalkan perkhidmatan pengurusan dan kesetiausahaan.
Beribu Ukiran Sdn. Bhd.	**60**	60	**RM100,000**	RM100,000	Pembangunan hartanah.
Dream Tours Sdn. Bhd.	**100**	100	**RM1,000,000**	RM1,000,000	Tidak aktif.
Kanzen Shindo Sdn. Bhd.	**70**	70	**RM10**	RM10	Bertujuan untuk membuat dan menjual rod tembaga dan barangan-barangan bersalut tembaga.
Kanzen Chuzoo Sdn. Bhd.	**100**	100	**RM2**	RM2	Bertujuan untuk membuat dan menjual besi waja tahan karat.
Kanzen Properties Sdn. Bhd.	**100**	100	**RM2**	RM2	Bertujuan untuk menjadi pelaburan hartanah.

35. SUBSIDIARI-SUBSIDIARI (samb.)

Nama Syarikat	Kepentingan Ekuiti		Modal Berbayar		Kegiatan Utama
	2000	1999	**2000**	1999	
	%	%			
Creation Holdings Berhad	**100**	100	**RM2**	RM2	Bertujuan untuk menjadi pemegangan pelaburan.
Estasi Stainlessware Sdn. Bhd.	**100**	100	**RM2**	RM2	Bertujuan untuk membuat dan menjual peralatan dapur dan kutleri keluli tahan karat.
Kanzen Hartanah Sdn. Bhd.	**100**	100	**RM2**	RM2	Bertujuan untuk menjadi syarikat pembangunan hartanah.
Kanzen Land Sdn. Bhd.	**100**	100	**RM2**	RM2	Bertujuan untuk menjadi syarikat pembangunan hartanah.

(a) Tiada sebarang perubahan besar dalam kegiatan-kegiatan utama subsidiari-subsidiari ini di sepanjang tahun kewangan.

(b) Semua subsidiari mempunyai tahun kewangan berakhir 30 Jun kecuali subsidiari-subsidiari yang diperbadankan di Republik Rakyat China, yang mana tahun kewangannya berakhir pada 31 Disember.

(c) Akaun-akaun subsidiari-subsidiari yang diperbadankan di Republik Rakyat China iaitu Dreamland Qingdao Pte. Ltd., Dreamland Xian Pte. Ltd. dan Nantong Dreamland Steel Products Co. Ltd. telah disatukan berdasarkan akaun beraudit untuk tahun kewangan berakhir pada 31 Disember, 1999 dan akaun pengurusan untuk enam bulan yang berakhir pada 30 Jun, 2000.

* Kepentingan ekuiti syarikat ialah 50% dan satu saham. Syarikat-syarikat ini bukan diaudit oleh Arthur Andersen & Co.

** Modal berbayar Restonic (M) Sdn. Bhd. mengandungi:

Dalam RM	
Saham biasa “A”	12,250,000
Saham biasa “B”	5,249,999
Saham keutamaan	7,000,000
	24,499,999

Saham biasa “A” dan “B” mempunyai hak yang sama di dalam semua hal dalam modal saham ekuiti syarikat.

Saham keutamaan mempunyai kadar tetap tidak berkumulatif sebanyak 0.001% setahun, tidak boleh ditebus dan menikmati keistimewaan dividen keutamaan berbanding dengan saham kelas lain dalam modal syarikat dan boleh menyertai sebarang pengagihan dividen oleh syarikat dan sekiranya syarikat digulungkan, penyertaan di dalam pengagihan modal. Saham keutamaan tidak memberi hak kepada pemegang-pemegangnya untuk mengundi di dalam mesyuarat agung syarikat.

*** Diperbadankan di Republik Rakyat China; bukan diaudit oleh Arthur Andersen & Co.

@ Diperbadankan di Singapura.

36. SYARIKAT-SYARIKAT BERSEKUTU

Syarikat-syarikat bersekutu, kesemuanya diperbadankan di Republik Rakyat China adalah seperti berikut:

Nama Syarikat	Faedah Berkesan 2000	Faedah Berkesan 1999	Modal Berbayar USD	Kegiatan Utama
	%	%		
Dreamland Tianjin Pte. Ltd.	**40**	40	1,280,497	) Pembuatan dan
Dreamland Shanghai Pte. Ltd.	**40**	40	800,000	) pemasaran tilam
Dreamland Dalian Pte. Ltd.	**40**	40	860,000	) spring, perabot
Dreamland Lianyungang Pte. Ltd.	**40**	40	700,000	) logam dan perabot
Dreamland Jiujiang Pte. Ltd.	**41.6**	41.6	350,000	) kayu.
Jiangyin Bingjiang Power Supply Co. Ltd.	**16.5**	16.5	5,911,000	Pembekal kuasa elektrik dan stim.

Kumpulan telah mengambilkira bahagian rizab selepas perolehan semua syarikat-syarikat bersekutu berdasarkan akaun-akaun beraudit untuk tahun kewangan berakhir pada 31 Disember, 1999 dan akaun pengurusan untuk enam bulan yang berakhir pada 30 Jun, 2000.

37. PERISTIWA-PERISTIWA PENTING

Sepanjang tahun kewangan semasa,

(a) Beribu Ukiran Sdn. Bhd., sebuah subsidiari telah menandatangani satu perjanjian tambahan dengan penjualnya untuk mengurangkan harga belian tanah pembangunan daripada RM56,600,000 kepada RM45,280,000.

(b) Kanzen Shindo Sdn. Bhd., sebuah subsidiari telah menandatangani satu perjanjian jual beli dengan Kuk Il Sindong Co. Ltd. untuk menjual jentera dan peralatan pada harga USD300,000. Jentera dan peralatan tersebut telah dihantarkan kepada pembeli selepas akhir tahun kewangan.

38. ANGKA BANDINGAN

Beberapa angka bandingan telah disusun semula supaya sejajar dengan susunan tahun ini.

39. MATAWANG

Semua jumlah adalah dinyatakan dalam Ringgit Malaysia kecuali seperti yang dinyatakan sebaliknya.

Proxy Form

Borang Proksi

FACB Industries Incorporated Berhad
48850-K

I/We • Saya/Kami ______________________________

of • beralamat ______________________________

being a member of the abovementioned Company, hereby appoint • sebagai pemegang saham Syarikat tersebut di atas, dengan ini melantik ______________________________

of • beralamat ______________________________

or failing him, • atau sebagai penggantinya, ______________________________

of • beralamat ______________________________

as my/our proxy to vote for me/us and on my/our behalf at the Twenty First Annual General Meeting of the Company, to be held at Windows on KL 1 & 2, 30th Floor, Hilton Kuala Lumpur, Jalan Sultan Ismail, 50250 Kuala Lumpur on Wednesday, 6 December, 2000 at 10.00 a.m. and at any adjournment thereof. The proxy is to vote on the resolutions set out in the Notice of Meeting as indicated, with an **"X"** in the appropriate space. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his discretion.

sebagai proksi saya/kami untuk mengundi bagi pihak saya/kami di Mesyuarat Agung Tahunan Syarikat Yang Ke Duapuluh Satu akan diadakan di Windows on KL 1 & 2, Tingkat 30, Hilton Kuala Lumpur, Jalan Sultan Ismail, 50250 Kuala Lumpur pada hari Rabu, 6 Disember, 2000 pada 10.00 pagi dan di sebarang penangguhannya. Proksi adalah diminta mengundi mengenai resolusi-resolusi yang disebutkan di dalam Notis Mesyuarat seperti berikut, dengan menandakan **"X"** di ruang yang betul. Jika tiada arahan tertentu diberikan berkenaan pengundian, proksi dibenarkan mengundi atau menarik diri daripada mengundi mengikut budi bicaranya.

Resolution • Resolusi	**For • Menyokong**	**Against • Menentang**
1		
2		
3		
4		
5		
6		
7		
8		
9		

Signature of Shareholder • Tandatangan Pemegang Saham	
No. of Shares held • Bilangan Saham dipegang	

As witness my/our hands this • Saya/kami sebagai saksi pada hari ke ______ day of • bulan ______________ 2000.

In the presence of • di hadapan	
Witness Signature • Tandatangan Saksi	

Notes:

1. A member of the Company entitled to attend and vote at this Meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company but in accordance with Section 149(1)(b) of the Companies Act, 1965, a member of the Company shall not be entitled to appoint a person who is not a member of the Company as his proxy unless that person is an advocate, an approved company auditor or a person approved by the Registrar of Companies in a particular case.

2. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation either under its Common Seal or under the hand of an officer or attorney duly authorised in writing.

3. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Company at MNI Twins, Tower 1, Level 13, 11 Jalan Pinang, 50450 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding this Meeting or at any adjournment thereof.

Nota:

1. Seseorang ahli Syarikat yang layak hadir dan mengundi di Mesyuarat ini, adalah layak melantik seorang proksi untuk hadir dan mengundi bagi pihaknya. Seorang proksi tidak semestinya seorang ahli Syarikat tetapi hendaklah mematuhi Seksyen 149(1)(b), Akta Syarikat, 1965, iaitu seorang ahli Syarikat tidak dibenarkan melantik seorang yang bukan ahli Syarikat sebagai proksinya melainkan jika proksi itu seorang peguambela, juruaudit syarikat yang bertauliah atau seorang yang dipersetujui oleh Pendaftar Syarikat dalam kes-kes tertentu.

2. Suratcara perlantikan proksi mestilah bertulis dengan disaksikan oleh pelantik atau peguam yang diberi kuasa berbuat demikian secara bertulis. Jika pelantik ialah sebuah pertubuhan, borang perlantikan proksi itu hendaklah dimeteraikan dengan cap mohor syarikat atau disaksikan oleh seorang pegawai atau peguam yang diberi kuasa berbuat demikian.

3. Suratcara perlantikan seseorang proksi dan pemberian kuasa kepada peguam atau pihak-pihak berkuasa yang lain, sekiranya ada, seperti yang ditandatangani atau salinan yang diakui secara notarial dengan kekuasaannya atau kuasa hendaklah disampaikan kepada Pejabat Berdaftar Syarikat di MNI Twins, Tower 1, Level 13, 11 Jalan Pinang, 50450 Kuala Lumpur tidak lewat daripada empat puluh lapan (48) jam sebelum masa yang ditetapkan untuk Mesyuarat ini atau sebarang penangguhannya.