

The Industrial Age. The Information Age. Perhaps the next age should be the Environmental Age. As population grows and natural resources become increasingly depleted or degraded, an environmental agenda is long overdue. The natural resource most at danger is water. GBH has long been a pioneer in its field, designing products which are not only innovative, efficient and affordable, but which help conserve this most precious resource. We therefore devote this year's annual report to continued strides in water conservation products and practices. The goal is for all of us to become more

water-wise.

[www.gbhgroup.com.my](http://www.gbhgroup.com.my)

# Contents

Notice of Annual General Meeting	2
Audit Committee	4
Corporate Information	5
Chairman's Statement	7
Reports & Accounts	12
Directors' Report	13
Profit & Loss Accounts	16
Balance Sheets	17
Consolidated Cash Flow Statement	18
Notes to the Accounts	20
Statement by Directors	32
Statutory Declaration	32
Report of the Auditors	33
Financial Highlights	34
Summarised Balance Sheets	35
Five Years Financial Highlights	36
Analysis of Shareholdings	37
Particulars of Group Properties	38
Proxy Form	39

# Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Fifty-Third Annual General Meeting of the Company will be held at Pacific Ball Room C, Level 2, Pan Pacific Hotel Kuala Lumpur, Jalan Putra, 50746 Kuala Lumpur on Wednesday, 28 June 2000 at 3.00 p.m. for the following purposes:-



## Saving Malaysia water at the push of a button.



**GBH**

### Agenda

#### Ordinary Business

- 1) To receive and adopt the Audited Accounts for the financial year ended 31 December 1999 together with the Reports of Directors and the Auditors thereon. [Resolution 1]
- 2) To approve the payment of a First and Final Dividend of 2% gross less 28% income tax for the financial year ended 31 December 1999. [Resolution 2]

3) To approve payment of Directors' fees of RM15,000-00 for the financial year ended 31 December 1999. [Resolution 3]

4) To re-elect the following Directors who are retiring in accordance with Article 80 of the Company's Articles of Association.

4.1 Haji Mohamed Amin bin Haji Mohamed [Resolution 4]

4.2 Tan Ah Cheun [Resolution 5]

5) To re-appoint Messrs. Ernst & Young as Auditors of the Company and to authorise the Directors to fix their remuneration.

[Resolution 6]

6) As Special Business

To consider and, if thought fit, pass with or without modifications, the following resolution as an Ordinary Resolution :-

**ORDINARY RESOLUTION - Authority to allot and issue shares in general pursuant to Section 132D of the Companies Act, 1965**

"THAT, subject always to the approvals of the relevant authorities, the Directors be and are hereby empowered pursuant to Section 132D of the Companies Act, 1965, to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total issued share capital of the Company at the time of issue and the Directors are hereby further empowered to obtain approval for the listing of and quotation for the additional shares so issued on the Kuala Lumpur Stock Exchange and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."

[Resolution 7]

7. To transact any other business of the Company of which due notice shall have been given in accordance with the Companies Act, 1965 and the Company's Articles of Association.

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

(a) Shares deposited into the Depositor's Securities Account before 12.30 p.m. on 4 August 2000 in respect of shares which are exempted from mandatory deposit;

(b) Shares transferred to the Depositor's Securities Account before 12.30 p.m. on 8 August 2000 in respect of ordinary transfers;

(c) Shares bought on the Kuala Lumpur Stock Exchange on a cum entitlement basis according to the Rules of the Kuala Lumpur Stock Exchange.

BY ORDER OF THE BOARD

LIM PHOOI KEE

NG YIM KONG

Company Secretaries

Kuala Lumpur

Date : 9 June 2000

**Notes:**

1. A member entitled to attend and vote at the Fifty - Third Annual General Meeting is entitled to appoint a proxy/proxies, to attend and vote instead of him. A proxy may but need not be a member of the Company.
2. Where a member appoints two or more proxies, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
3. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
4. The instrument appointing a proxy must be deposited at 238, Jalan Segambut, 51200 Kuala Lumpur at least forty-eight (48) hours before the time set for holding the Meeting or any adjournment thereof.

**Explanatory note on special business of the Agenda**

5. The Ordinary Resolution proposed under item 6 is in line with the Company's expansion plan which may involve the issue of new shares. Under Section 132D of the Companies Act, 1965, the Directors would have to call for a general meeting to approve the issue of new shares even though the number of shares involved is less than 10% of the issued share capital of the Company for the time being. In order to avoid any delay and costs involved in convening a general meeting, it is thus considered appropriate to seek the shareholders' approval for Directors of the Company to issue shares in the Company up to an aggregate amount of not exceeding 10% of the issued share capital of the Company for the time being for such purposes as they consider would be in the best interest of the Company and also to empower Directors to obtain approval from the Kuala Lumpur Stock Exchange for the listing of and quotation for additional shares issued. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

**Notice of Dividend Entitlement**

NOTICE IS ALSO HEREBY GIVEN THAT the First and Final Dividend of 2% gross less 28% income tax for the financial year ended 31 December 1999, if approved by the shareholders at the forthcoming Fifty - Third Annual General Meeting to be held on 28 June 2000, will be payable on 6 September 2000 to Depositors registered in the Records of Depositors at the close of business on 8 August 2000.

