

Audit Committee

The members of the Audit Committee shall be as follows :-

Mej Jen (B) Datuk Jelani Bin Haji Asmawi
*Chairman - Independent
Non-Executive Director*

Dato' Haji Mohd Sarit Bin Haji Yusoh
Independent Non-Executive Director

Goh Tai He
Executive Director

TERMS OF REFERENCE

Constitution

The board hereby resolves to establish a Committee of the board to be known as the Audit Committee.

Membership

The Committee shall be appointed by the board from amongst the directors of the Company and shall consist of not less than 3 members of which the majority shall not be executive directors of the Company or of a related company. A quorum shall be 2 members.

The Chairman of the Committee shall be appointed by the Board.

Attendance at meetings

The finance directors, the head of internal audit, and a representative of the external auditors shall normally attend meetings. However at least once a year the Committee shall meet with the external auditors without any executive board member present.

The company secretary shall be the secretary of the Committee.

Frequency of Meetings shall be held not less than three times a year. The external auditors may request a meeting if they consider that one is necessary.

Authority

The Committee is authorised by the Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the Committee.

The Committee is authorised by the board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

Duties

The duties of the Committee shall be :

- to consider the appointment of the external auditors, the audit fee, and any questions of resignation or dismissal
- To discuss with the external auditor before the audit commences the nature and scope of the audit, and ensure co-ordination where more than one audit firm is involved
- To review the half-year and annual financial statements before submission to the board, focusing particularly on:
 - any changes in accounting policies and practices
 - major judgmental areas
 - significant adjustments resulting from the audit
 - compliance with accounting standards
 - compliance with stock exchange and legal requirements
- to discuss problems and reservations arising from the interim and final audits, and any matters the auditor may wish to discuss (in the absence of management where necessary)
- to review the internal audit programme, consider the major findings of internal audit investigations and management's response, and ensure co-ordination between the internal and external auditors
- to keep under review the effectiveness of internal control systems, and in particular review the external auditor's management letter and management's response
- to consider other topics, as defined

Reporting procedures

The secretary shall circulate the minutes of meetings of the Committee to all members of the board.

Corporate Information

BOARD OF DIRECTORS

Goh Tai Seng

Chairman

Goh Tai He

Group Managing Director

Tan Ah Cheun

Group General Manager

Dato' Haji Mohd Sarit Bin Haji Yusoh

Haji Mohamed Amin Bin Haji Mohamed

Dato' Haji Mohd Yusof Bin Haji Mohamed

(Appointed on 24 November 1999)

(Alternate Director to Haji Mohamed Amin Bin Haji Mohamed)

AUDITORS

Ernst & Young

Public Accountants Certified Public Accountants

4th Floor, Kompleks Antarabangsa

Jalan Sultan Ismail, 50250 Kuala Lumpur

PRINCIPAL BANKERS

Multi-Purpose Bank Berhad

137 & 139, Jalan Segambut, 51200 Kuala Lumpur

International Bank Malaysia Berhad

Bangunan Yap Hui Hong

123-125, Jalan Ipoh,

51200 Kuala Lumpur

RHB Bank Berhad

75, Jalan Tun H. S. Lee,

50000 Kuala Lumpur

Citibank Berhad

28, Medan Pasar,

50050 Kuala Lumpur

BSN Merchant Bank Berhad

Tingkat 15, Wisma Genting

Jalan Sultan Ismail,

50250 Kuala Lumpur

PhileoAllied Bank (M) Berhad

Level 22, Menara Phileo

189, Jalan Tun Razak,

50400 Kuala Lumpur

Arab-Malaysian Bank Berhad

Level 19, Menara Dion,

Jalan Sultan Ismail,

50250 Kuala Lumpur

Bumiputra-Commerce Bank Berhad

No. 511 & 513, Jalan Tiong, Off Jalan Ipoh,

51100 Kuala Lumpur

The Pacific Bank Berhad

27, Jalan Segambut Pusat,

51200 Kuala Lumpur

HSBC Bank Malaysia Berhad

460, Jalan Ipoh, 51200 Kuala Lumpur

Loh Siew Cheang

Mej Jen (B) Datuk Jelani Bin Haji Asmawi

SECRETARIES

Lim Phooi Kee (MIA2759)

Ng Yim Kong (LS00198)

REGISTERED OFFICE

238, Jalan Segambut, 51200 Kuala Lumpur

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