



Annual Report
2001



GENTING BERHAD
(7916-A)



www.genting.com.my

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Cover Rationale

Despite the challenging times, the Genting Group aims to achieve long-term growth and enhance shareholder value by developing and strengthening its core business competencies.

The cover represents the key business divisions.

The Group is well positioned to meet the current and future challenges and will endeavour to seek investment opportunities that will enhance its long-term performance.

The back cover photo of the drilling rig for the Oil & Gas division is for *illustrative purpose only* and the vessel shown is not an asset of the Group or Company.

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Thirty-Fourth Annual General Meeting of the Company will be held at 26th Floor Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur on Tuesday, 25 June 2002 at 4.00 p.m.

BUSINESS

1. To receive and adopt the Financial Statements for the financial year ended 31 December 2001 and the Directors' and Auditors' Reports thereon. (Resolution 1)
2. To sanction the declaration of a final dividend. (Resolution 2)
3. To approve Directors' fees of RM364,192 for the financial year ended 31 December 2001 (2000: RM399,344). (Resolution 3)
4. To re-elect the following persons as Directors of the Company pursuant to Article 99 of the Articles of Association of the Company:
 - i) Dato' Lim Kok Thay (Resolution 4)
 - ii) Mr Quah Chek Tin (Resolution 5)
5. To re-elect Tan Sri Dr. Lin See Yan as a Director of the Company pursuant to Article 104 of the Articles of Association of the Company. (Resolution 6)
6. To consider and, if thought fit, pass the following resolutions pursuant to Section 129 of the Companies Act, 1965 :

"That Tan Sri Lim Goh Tong, retiring in accordance with Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company to hold office until the next Annual General Meeting." (Resolution 7)

"That Tan Sri Mohd Amin bin Osman, retiring in accordance with Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company to hold office until the next Annual General Meeting." (Resolution 8)

"That Tan Sri Gunn Chit Tuan, retiring in accordance with Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company to hold office until the next Annual General Meeting." (Resolution 9)
7. To re-appoint Auditors and to authorise the Directors to fix their remuneration. (Resolution 10)
8. To transact any other business of which due notice shall have been given.

By Order of the Board
TAN WOUI MENG
 Secretary

Kuala Lumpur
 31 May 2002

NOTES

A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies (but not more than two) to attend and vote instead of him. A proxy need not be a member of the Company but in accordance with Section 149 of the Companies Act, 1965, a member 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. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportions of his holding to be represented by each proxy. The instrument appointing a proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time set for holding the meeting or at any adjournment thereof.

Statement Accompanying Notice of Annual General Meeting

Pursuant To Paragraph 8.28 (2) Of The Listing Requirements Of The Kuala Lumpur Stock Exchange

1. The following are the Directors standing for re-election at the Thirty-Fourth Annual General Meeting of the Company to be held at 26th Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur on Tuesday, 25 June 2002 at 4.00 p.m.:

(a) Pursuant to Article 99 of the Articles of Association of the Company

(i) **Dato' Lim Kok Thay**

(ii) **Mr Quah Chek Tin**

(b) Pursuant to Article 104 of the Articles of Association of the Company

Tan Sri Dr. Lin See Yan

(c) Pursuant to Section 129 of the Companies Act, 1965

(i) **Tan Sri Lim Goh Tong**

(ii) **Tan Sri Mohd Amin bin Osman**

(iii) **Tan Sri Gunn Chit Tuan**

2. Number of Board Meetings held during the financial year ended 31 December 2001: **5**

Attendance of Directors at Board Meetings held during the financial year ended 31 December 2001

Name of Directors	Number of Meetings Attended
Tan Sri Lim Goh Tong	3
Tun Mohammed Hanif bin Omar	5
Dato' Lim Kok Thay	4
Mr Quah Chek Tin	4
Dato' Paduka Nik Hashim bin Nik Yusoff	5
Tan Sri Mohd Amin bin Osman	5
Tan Sri Gunn Chit Tuan	4
Tan Sri Dr. Lin See Yan (appointed as a Director on 28 November 2001)	-

3. Further details on the Directors standing for re-election at the Thirty-Fourth Annual General Meeting are set out on pages 6 to 7 of this Annual Report.

Group Corporate Structure



GENTING BERHAD*

(7916-A)

and its Principal Subsidiaries and Associates

INVESTMENT HOLDING & MANAGEMENT SERVICES

- 100% Genting Hotel & Resorts Management Sdn Bhd
- 100% Resorts World Limited^
- 100% Genting Overseas Holdings Ltd
- 62.2% Genting International PLC**
- 100% Awana Hotels & Resorts Management Sdn Bhd
- 100% Genting Management and Consultancy Services Sdn Bhd

LEISURE & HOSPITALITY DIVISION

- 55.2% Resorts World Bhd*
- 100% Genting Golf Course Bhd^
- 100% Asiatic Golf Course (Sg. Petani) Bhd#
- 100% Resorts World Tours Sdn Bhd^
- 100% Widuri Pelangi Sdn Bhd^
- 100% Papago Sdn Bhd^
- 100% First World Hotels & Resorts Sdn Bhd^
- 35.9% Star Cruises Limited***^

PLANTATIONS DIVISION

- 54.9% Asiatic Development Berhad*
- 100% Tanjung Bahagia Sdn Bhd#
- 100% Sabah Development Company Sdn Bhd#
- 84% Landworthy Sdn Bhd#

PROPERTY DIVISION

- 100% Genting Highlands Bhd^
- 100% Gentinggi Sdn Bhd^
- 100% Kijal Resort Sdn Bhd^
- 100% Oakwood Sdn Bhd
- 100% Setiamas Sdn Bhd#
- 100% Asiatic Land Development Sdn Bhd#
- 60% Bandar Pelabuhan Sdn Bhd^

PAPER DIVISION

- 97.7% Genting Sanyen Industrial Paper Sdn Bhd
- 97.7% Genting Sanyen Paperboard Sdn Bhd

POWER DIVISION

- 39.1% Genting Sanyen Power Sdn Bhd
- 100% Genting Power Holdings Ltd

OIL & GAS DIVISION

- 95% Roundhay Limited
- 95% Coveyork Pty Ltd
- 95% Genting Oil & Gas (China) Limited

E-COMMERCE DIVISION

- 100% E-Genting Holdings Sdn Bhd
- 100% Genting Information Knowledge Enterprise Sdn Bhd^v

* Listed on the Kuala Lumpur Stock Exchange

** Listed on the Luxembourg Stock Exchange and quoted on CLOB International, Singapore

*** Listed on The Stock Exchange of Hong Kong Limited and quoted on CLOB International, Singapore

^ Subsidiary of Resorts World Bhd

^^ Associate of Resorts World Bhd

Subsidiary of Asiatic Development Berhad

v Subsidiary of E-Genting Holdings Sdn Bhd

Corporate Diary

2001

28 FEBRUARY

Announcement of the Consolidated Results of the Group for the fourth quarter and the Audited Results for the financial year ended 31 December 2000.

18 APRIL

Announcement of the Entitlement Date for the Proposed Final Dividend in respect of the financial year ended 31 December 2000 and the Thirty-Third Annual General Meeting.

20 APRIL

Announcement of the following:

- (a) Proposed Renewal of Mandate for the Proposed Share Buy-Back ("Proposed Share Buy-Back")
- (b) Proposed Amendments to the Articles of Association ("Proposed Amendments")

28 MAY

Notice to shareholders of the Thirty-Third Annual General Meeting and Extraordinary General Meeting in respect of the Proposed Share Buy-Back and Proposed Amendments.

29 MAY

Announcement of the Consolidated Unaudited Results of the Group for the first quarter ended 31 March 2001.

26 JUNE

Thirty-Third Annual General Meeting and Extraordinary General Meeting in respect of the Proposed Share Buy-Back and Proposed Amendments.

6 JULY

Disposal of the entire capital of Cairns Limited ("Cairns") for a cash consideration of US\$106,813,511 and the payment by the purchaser of a deferred consideration based upon 30% of Cairns' participating percentage of 45% in the Muturi Production Sharing Contract, Indonesia.

28 AUGUST

Announcement of the Consolidated Unaudited Results of the Group for the second quarter ended 30 June 2001.

Announcement of the Entitlement Date for the Interim Dividend in respect of the half-year ended 30 June 2001.

Announcement of the Proposed Executive Share Option Scheme for eligible executives and executive directors of the Company and its subsidiaries ("Proposed ESOS").

28 NOVEMBER

Announcement of the Consolidated Unaudited Results of the Group for the third quarter ended 30 September 2001.

Announcement of the appointment of Tan Sri Dr. Lin See Yan as an independent non-executive director of the Company.

Announcement of the appointment of Tan Sri Dr. Lin See Yan and Mr Quah Chek Tin as additional members of the Audit Committee of the Company.

2002

29 JANUARY

Notice to shareholders of the Extraordinary General Meeting in respect of the Proposed ESOS.

21 FEBRUARY

Extraordinary General Meeting in respect of the Proposed ESOS.

27 FEBRUARY

Announcement of the Consolidated Results of the Group for the fourth quarter and the Audited Results for the financial year ended 31 December 2001.

1 APRIL

Announcement of the Entitlement Date for the Proposed Final Dividend in respect of the financial year ended 31 December 2001 and the Thirty-Fourth Annual General Meeting.

26 APRIL

Announcement of the Proposed Acquisition of a 20% equity stake in Genting Sanyen Power Sdn Bhd from Tenaga Nasional Berhad ("TNB") by Mastika Lagenda Sdn Bhd ("MLSB"), a 97.7% owned indirect subsidiary of the Company and the Memorandum of Agreement between MLSB and TNB to affirm undertaking to respectively sell and acquire TNB's 40% stake in Sepang Power Sdn Bhd.

29 APRIL

Announcements of the Proposed Renewal of Mandate for the Proposed Share Buy-Back ("Proposed Share Buy-Back") and the Proposed Amendments to the Bye-Laws of the ESOS.

30 MAY

Announcement of the Consolidated Unaudited Results of the Group for the first quarter ended 31 March 2002.

DIVIDENDS

	Announcement	Entitlement Date	Payment
2000 Final - 12.5 sen less tax	28 February 2001	9 July 2001	30 July 2001
2001 Interim - 6.5 sen less tax	28 August 2001	11 October 2001	31 October 2001
2001 Proposed Final - 12.5 sen less tax	27 February 2002	9 July 2002	30 July 2002 *

* Upon approval of Shareholders at the Thirty-Fourth Annual General Meeting.

Board of Directors and Corporate Information



Tan Sri Lim Goh Tong
Chairman and Chief Executive



Tun Mohammed Hanif bin Omar
Deputy Chairman



Dato' Lim Kok Thay
Managing Director



Mr Quah Chek Tin
Executive Director



Dato' Paduka Nik Hashim bin Nik Yusoff
Independent Non-Executive Director



Tan Sri Mohd Amin bin Osman
Non-Executive Director



Tan Sri Gunn Chit Tuan
Independent Non-Executive Director



Tan Sri Dr. Lin See Yan
Independent Non-Executive Director

PRINCIPAL EXECUTIVE OFFICERS

Tan Sri Lim Goh Tong
Chairman and Chief Executive

Tun Mohammed Hanif bin Omar
Deputy Chairman

Dato' Lim Kok Thay
Managing Director

Mr Quah Chek Tin
Executive Director

Dr R Thillainathan
Director of Finance

Mr Tan Wooi Meng
Group Company Secretary

Encik Azmi bin Abdullah
Group Treasurer

AUDIT COMMITTEE

Tan Sri Gunn Chit Tuan
Chairman/Independent Non-Executive Director

Dato' Paduka Nik Hashim bin Nik Yusoff
Member/Independent Non-Executive Director

Tan Sri Dr. Lin See Yan
Member/Independent Non-Executive Director

Dato' Lim Kok Thay
Member/Managing Director

Mr Quah Chek Tin
Member/Executive Director

NOMINATION COMMITTEE

Tan Sri Gunn Chit Tuan
Member/Independent Non-Executive Director

Dato' Paduka Nik Hashim bin Nik Yusoff
Member/Independent Non-Executive Director

Tan Sri Dr. Lin See Yan
Member/Independent Non-Executive Director

REMUNERATION COMMITTEE

Dato' Paduka Nik Hashim bin Nik Yusoff
Chairman/Independent Non-Executive Director

Tan Sri Gunn Chit Tuan
Member/Independent Non-Executive Director

Tan Sri Dr. Lin See Yan
Member/Independent Non-Executive Director

Dato' Lim Kok Thay
Member/Managing Director

SECRETARY

Mr Tan Wooi Meng

GENTING BERHAD

A public limited liability company
Incorporated and domiciled in Malaysia
Company No. 7916-A

REGISTERED OFFICE

24th Floor, Wisma Genting,
Jalan Sultan Ismail, 50250 Kuala Lumpur
Tel: (03) 2161 2288
Fax: (03) 2161 5304
E-mail: gbinfo@genting.com.my

REGISTRARS

Genting Management and Consultancy Services Sdn Bhd
23rd Floor, Wisma Genting,
Jalan Sultan Ismail, 50250 Kuala Lumpur
Tel: (03) 2161 2288
Fax: (03) 2161 5304

STOCK EXCHANGE LISTING

Main Board of Kuala Lumpur Stock Exchange
(28 December 1971)

AUDITORS

PricewaterhouseCoopers
(Chartered Accountants)

INTERNET HOMEPAGE

www.genting.com.my

Directors' Profile

Tan Sri Lim Goh Tong (Malaysian, aged 84), appointed on 30 July 1968, is the founder, Chairman and Chief Executive. He is also the Chairman and Chief Executive of Resorts World Bhd ("RWB"), a 55.2% owned subsidiary of Genting Berhad ("the Company") and a Director of Asiatic Development Berhad ("ADB"), a 54.9% owned subsidiary of the Company. In addition, he is also a Director of Kien Huat Berhad and the Chairman of Lim Foundation, a charitable Foundation established by him and his family in Malaysia.

He holds 6,681,000 ordinary shares in the Company, 437,500 ordinary shares in ADB and 1,832,468 ordinary shares in Genting International PLC, an indirect 62.2% owned subsidiary of the Company; and has a share option to subscribe for 600,000 ordinary shares in the Company and a share option to subscribe for 300,000 ordinary shares in RWB.

He is the father of Dato' Lim Kok Thay and a director of Kien Huat Realty Sdn Bhd ("KHR"), a substantial shareholder of the Company and has a deemed interest in KHR only by virtue of being a beneficiary of the Tan Sri Lim Trust which owns 0.59% of the non-voting preference shares in KHR.

Tun Mohammed Hanif bin Omar (Malaysian, aged 63), appointed on 23 February 1994, is the Deputy Chairman. He is the former Inspector-General of Police from where he retired after an illustrious service with the Royal Malaysian Police Force in January 1994, having joined as an officer in 1959. He holds a Bachelor of Arts Degree from the then University of Malaya, Singapore and Bachelor of Law (Honours) Degree from Buckingham University. He is also the Deputy Chairman of Resorts World Bhd ("RWB"), the Chairman on the Board of public-listed Park May Berhad and General Corporation Berhad, the Chairman of Maxis Communications Berhad and a director of AMMB Holdings Berhad, Arab-Malaysian Finance Berhad, Fullmark Manufacturing Bhd and MBf Finance Berhad. He is the President of the Malaysian Equine Council and of the Malaysian Institute of Management.

He holds 200 ordinary shares in the Company and 1,000 ordinary shares in RWB; and has a share option to subscribe for 500,000 ordinary shares in the Company and RWB respectively.

Dato' Lim Kok Thay (Malaysian, aged 50), appointed on 17 August 1976, is the Managing Director. He holds a Bachelor of Science Degree in Civil Engineering from the University of London. He is also the Managing Director of Resorts World Bhd ("RWB"), the Joint Chief Executive and a

Director of Asiatic Development Berhad ("ADB") and the Chairman of Genting International PLC. He is the Chairman, President and Chief Executive Officer of Star Cruises Limited and a director of Kien Huat Berhad. In addition, he sits on the boards of other Malaysian and foreign companies. He has served in various positions within the Group since 1976. He also sits on the Board of trustees of several charitable organisations in Malaysia.

He holds a total of 14,957,796 ordinary shares (direct and indirect) in the Company, 50,000 ordinary shares in RWB and 144,000 ordinary shares in ADB; and has a share option to subscribe for 400,000 ordinary shares in the Company and a share option to subscribe for 175,000 ordinary shares in RWB.

He is a son of Tan Sri Lim Goh Tong and a director of Kien Huat Realty Sdn Bhd ("KHR"), a substantial shareholder of the Company and has a deemed interest in KHR only by virtue of being a beneficiary of the Lim Kok Thay Trust which owns 60% of the non-voting preference shares in KHR.

Mr Quah Chek Tin (Malaysian, aged 50), appointed on 12 April 1999, is the Executive Director. He holds a Bachelor of Science (Honours) Degree in Economics from the London School of Economics and is a Fellow of the Institute of Chartered Accountants in England and Wales. He is also a Director of Asiatic Development Berhad and the Alternate Director to Dato' Lim Kok Thay on the Board of Genting International PLC. He has been with the Genting Group since 1979 and also holds directorships in other companies within the Group which include two public companies, Genting Golf Course Bhd and Genting Highlands Berhad.

He holds 1,000 ordinary shares in the Company and Resorts World Bhd respectively.

Dato' Paduka Nik Hashim bin Nik Yusoff (Malaysian, aged 64), appointed on 8 June 1979, is an Independent Non-Executive Director. He holds a Bachelor of Arts (Honours) Degree from Melbourne University and also a Masters Degree in Public Administration from Harvard University, USA. He has been in the banking industry for more than 30 years. He is the Chairman of Utama Banking Group Berhad and sits on the Boards of Bank Utama (Malaysia) Berhad, Utama Merchant Bank Berhad, Malayan United Industries Berhad, UBG Enterprise Bhd and CMS Trust Management Berhad.

He does not hold any shares in the Company or in any of its subsidiaries.

Tan Sri Mohd Amin bin Osman (Malaysian, aged 74), appointed on 12 May 1986, is a Non-Executive Director. He is also the Chairman of Asiatic Development Berhad ("ADB"). He had a distinguished career with the Royal Malaysian Police Force for a period of over 36 years where he retired as the Acting Inspector General of Police, Malaysia. In between, he had served as Deputy Commissioner of Police, Sabah; Brigade Commander, Police Field Force, East Malaysia; Chief of City Police, Kuala Lumpur; and Director of Special Branch, Malaysia. He has won various awards including the Panglima Setia Mahkota and Sri Indera Mahkota Pahang. He also sits on the Boards of DMIB Berhad and Shangri-la Hotels (Malaysia) Berhad.

He holds 8,000 ordinary shares in the Company, 122,000 ordinary shares in Resorts World Bhd and 164,000 ordinary shares in ADB; and has a share option to subscribe for 400,000 ordinary shares in the Company.

Tan Sri Gunn Chit Tuan (Malaysian, aged 73), appointed on 6 July 1994, is an Independent Non-Executive Director. He is the former Chief Justice of Malaya from where he retired on 20 May 1994. He holds a Bachelor of Arts (Honours) Degree and a Bachelor of Laws (Honours) Degree from University of Cambridge and Barrister-at-Law from Lincoln's Inn. He has been awarded both the Panglima Mangku Negara and Panglima Setia Mahkota and was recently conferred the Doctor of Science (Honorary) by the University Putra Malaysia.

He does not hold any shares in the Company or in any of its subsidiaries.

Tan Sri Dr. Lin See Yan (Malaysian, aged 62), appointed on 28 November 2001, is an Independent Non-Executive Director. He is an independent strategic and financial consultant and a Chartered Statistician. He is a Harvard University alumni where he received three degrees, including a PhD in economics. He is an Eisenhower Fellow and also the Professor of Economics (Adjunct) for Universiti Utara Malaysia.

Prior to 1998, he was the Chairman/President and Chief Executive Officer of Pacific Bank Berhad and for 14 years previously, the Deputy Governor of Bank Negara Malaysia, having been a central banker for 34 years. Dr. Lin continues to serve the public interest. He is a Member of the National Economic Action Council (NEAC) Working Group; the Chairman of the Expert Group on Finance for Sustainable Development, the UN Commission on Sustainable Development (New York); the Pro-Chancellor of Universiti Sains Malaysia; a trustee for the Malaysia University for Science & Technology; the Governor of Asian Institute of Management in Manila, and a member of the Harvard University Graduate School Alumni Council in Cambridge as well as the Harvard's Regional Director for Asia. In addition, he advises and sits on the Boards (including Executive/Audit Committees) of a number of public-listed and private business enterprises in Malaysia, Singapore and Indonesia, including as a Director of Resorts World Bhd, Ancom Berhad, Kumpulan Guthrie Berhad, Fraser & Neave Holdings Berhad and Bank Industri & Teknologi Malaysia Bhd.

He does not hold any shares in the Company or in any of its subsidiaries.

NOTES TO DIRECTORS' PROFILE

1. Family Relationship

Save as disclosed above for Tan Sri Lim Goh Tong and Dato' Lim Kok Thay, the other Directors do not have any family relationship with any Director and/or major shareholder of the Company.

2. Conflict of Interest

The Directors' personal interests in material business arrangement, if any, with the Company are set out in Note 36 to the Financial Statements under "Significant Related Party Transactions and Balances" on pages 58 to 60 of this Annual Report.

3. Conviction for Offences

None of the Directors have any conviction for offences within the past 10 years.

4. Attendance at Board Meetings

The details of Directors' attendances at Board Meetings are set out in the Corporate Governance statement on page 21 of this Annual Report.