

CORPORATE INFORMATION

Secretaries

Lum Chee Yeng
Saw Bee Lean

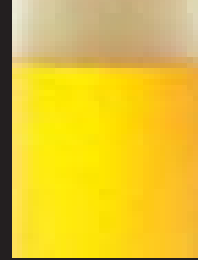
Registered Office

Sungei Way Brewery
Lot 1135, Batu 9, Jalan Klang Lama
PO Box 144, 46710 Petaling Jaya
Selangor Darul Ehsan
Telephone: 03 7861 4688
Facsimile: 03 7861 4602

Registrars

Tenaga Koperat Sdn Bhd
20th Floor, Plaza Permata, Jalan Kampar,
Off Jalan Tun Razak, 50400 Kuala Lumpur
Telephone: 03 4041 6522
Facsimile: 03 4042 6352





CORPORATE INFORMATION

Principal Bankers

Citibank Berhad
HSBC Bank Malaysia Berhad
Malayan Banking Berhad
OCBC Bank Malaysia Berhad
Standard Chartered Bank Malaysia Berhad

Solicitors

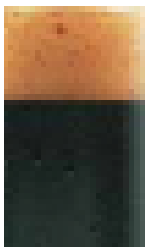
Skrine

Auditors

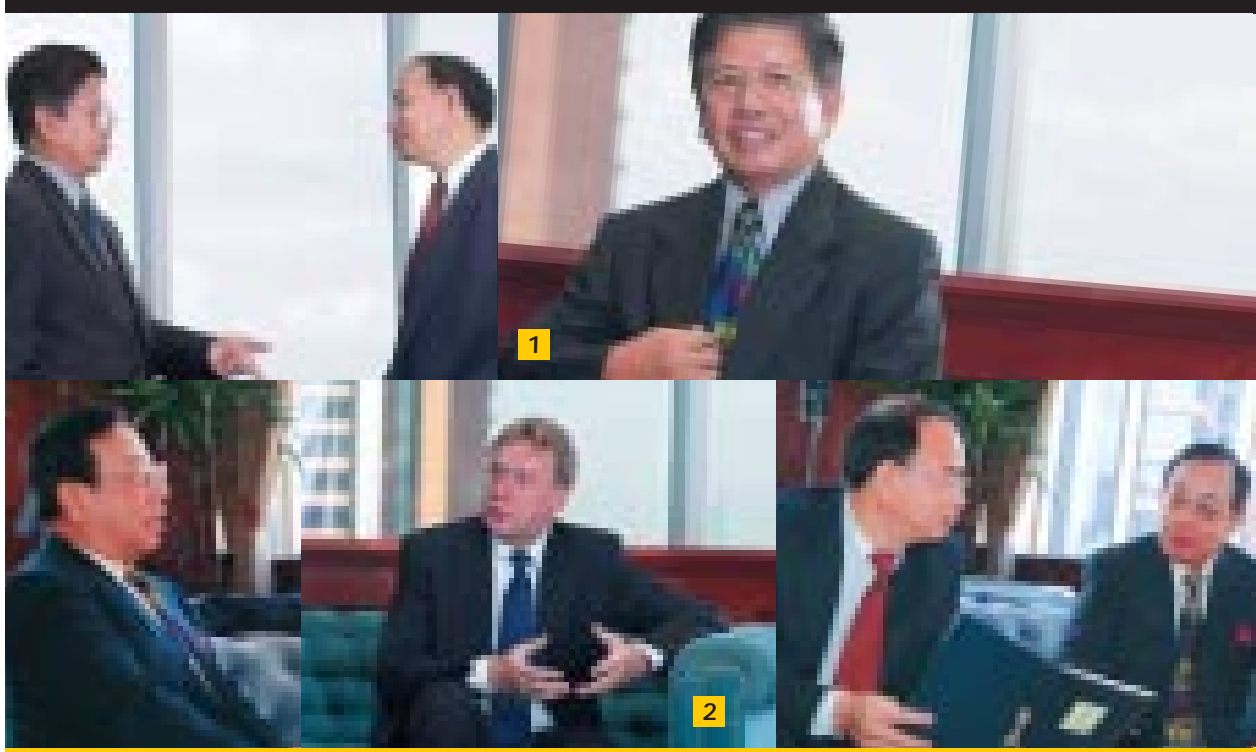
KPMG

Stock Exchange Listing
The Kuala Lumpur Stock Exchange,
Main Board





BOARD OF DIRECTORS



1. TAN SRI SAW HUAT LYE
2. THEO A F DE ROND
3. TAN SRI DATO' ALWI JANTAN
4. CHIN YOONG CHONG
5. DATO' JAFFAR BIN AHMAD INDOT
6. KHOO GAIK BEE
7. LOW TENG LUM
8. QUEK PECK LENG
9. JOHN IRVING

1. TAN SRI SAW HUAT LYE

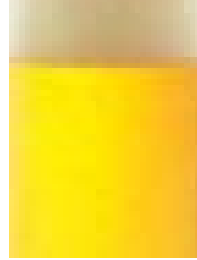
*BACHELOR OF ARTS (HONS) ECONOMICS
(UNIVERSITI MALAYA), AMP (HARVARD)*

**Independent Non-Executive Director
and Chairman of Audit, Remuneration
and Nomination Committees**

Tan Sri Saw Huat Lye, Malaysian, aged 68, was appointed to the Board on 24 February 1987 and was elected Chairman on 8 September 1997.

He began his career by serving in the Malayan Home & Foreign Service in 1958. He was invited by the Government to set up Malaysian Airline System in 1971 and was appointed its first General Manager and Chief Executive until his retirement in 1982.

Tan Sri Saw is currently Executive Director of Naluri Berhad and is also on the Board of Shell Refining Company (FOM) Berhad and Edaran Otomobil Nasional Berhad.



BOARD OF DIRECTORS



2. THEO A F DE ROND

COLLEGE OF RETAIL MANAGEMENT, INTERNATIONAL MARKETING AND RETAIL PROGRAMME (INSEAD UNIVERSITY, FRANCE), INTERNATIONAL FINANCE PROGRAMME (INSEAD UNIVERSITY, FRANCE), GENERAL MANAGEMENT PROGRAMME (INSEAD UNIVERSITY, FRANCE)

Executive Director and Member of the Remuneration Committee

Theo A F de Rond, Dutch, aged 49, was appointed to the Board on 1 June 2003.

He began his career with Vrumona BV, a member of the Heineken Group of companies, in 1978 and has worked for the Heineken Group since then, holding senior positions in marketing and sales. He was the Commercial Director of Heineken Nederland and subsequently Corporate Marketing Director of Heineken NV prior to his current appointment.

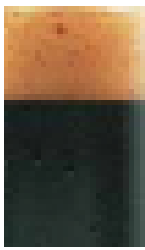
3. TAN SRI DATO' ALWI JANTAN

BACHELOR OF ARTS (HONS) (UNIVERSITI MALAYA), AMP (HARVARD)

Senior Independent Non-Executive Director and Member of the Audit and Nomination Committees

Tan Sri Dato' Alwi Jantan, Malaysian, aged 68, was appointed to the Board on 24 November 1994.

Tan Sri Dato' Alwi commenced employment as a Malayan Civil Service Officer attached to the Federal Establishment Office in 1958. In a career spanning thirty two years, he held several senior positions including Director of National Archives, Malaysia (1966-1971) and Director General of National Archives and Library (1971-1972) which he helped establish; Selangor State Secretary (1972-1976); Secretary General, Ministry of Local Government and Federal Territory (1976); Secretary General, Ministry of Health (1977-1981);



BOARD OF DIRECTORS



Deputy Secretary General, Prime Ministers Department (1981-1984); Secretary General, Ministry of Agriculture (1984-1987); and Director General of Public Service, Malaysia from 1987 until his retirement in 1990. Tan Sri Dato' Alwi is currently Executive Vice-President of Resorts World Berhad. He is also on the Board of United Overseas Australia Ltd (Western Australia), Resort World Berhad and Hiap Teck Venture Berhad.

4. CHIN YOONG CHONG

BARRISTER-AT-LAW (MIDDLE TEMPLE)

Non-Independent Non-Executive Director and Member of the Audit Committee

Chin Yoong Chong, Malaysian, aged 70, was appointed to the Board on 20 February

1995. He has been practising as an Advocate and Solicitor from June 1959 and is currently a Senior Partner in Skrine. He currently serves on the Board of Rating Agency Malaysia Berhad and Malaysia Land Development Company Berhad.

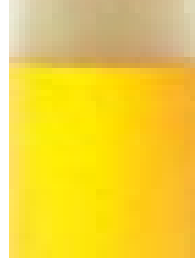
5. DATO' JAFFAR BIN AHMAD INDOT

INTERNATIONAL SENIOR MANAGERS' PROGRAMME (HARVARD)

Independent Non-Executive Director and Member of the Audit and Nomination Committees

Dato' Jaffar Bin Ahmad Indot, Malaysian, aged 69, was appointed to the Board on 2 January 1999.

He began his career with the Rural Industrial



BOARD OF DIRECTORS



Development Authority (RIDA) in 1953 before joining Shell Malaysia in 1956 and retiring in 1989 after 33 years of service. During this period, he worked in various capacities locally and overseas with Shell Companies in Japan and the United Kingdom. He was appointed an Executive Director of Shell Companies in Malaysia and Managing Director Shell Downstream Companies in 1983, a position he held until his retirement in August 1989.

Dato' Jaffar is currently an Independent Non-Executive Director in Shell Refining Company (FOM) Berhad, FSBM Holdings Berhad, Cygal Berhad and Pan Pacific Asia Berhad. He is the Chairman of the Audit Committee of Shell Refinery and FSBM Holdings Berhad and a member of the Audit Committee of the other PLCs.

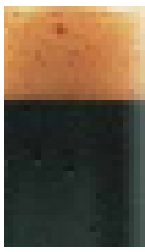
6. KHOO GAIK BEE

*BACHELOR OF ARTS (HONS)
PUBLIC ADMINISTRATION
(UNIVERSITY OF DE MONFORT)*

Executive Director

Khoo Gaik Bee, Malaysian, aged 46, who has had an illustrious 22-year career in Human Resources was appointed to the Board since 13 August 1998.

She started her career in 1981 by serving the Singapore Housing Development Board for four years before returning to Malaysia. In 1985, she joined Ernst & Young as a Human Resource Consultant specialising in Organisational Development. She subsequently joined the Sungei Way Group as an Assistant Manager in the Group Human Resource Department before moving over to ICI Paints Malaysia as



BOARD OF DIRECTORS



Human Resource Manager in 1989. Prior to her present appointment, she was the Human Resource Director at Digital Equipment Malaysia.

7. LOW TENG LUM

FCCA, ACIS, CA (M), MCT, MASTER OF PUBLIC ADMINISTRATION (HARVARD)

Executive Director and Member of the Audit Committee

Low Teng Lum, Malaysian, aged 49, was appointed to the Board on 15 August 2001.

He was an Audit Senior with Arthur Young before he joined Guthrie Malaysia as Internal Audit Manager. He subsequently held the post of Group Internal Auditor in Palmco Holdings Berhad and General Corporation Berhad before his appointment as Finance Manager of Southern Steel Berhad. During his 14-year tenure with

Southern Steel Berhad, he was successively promoted to General Manager (Commercial), Senior General Manager (Rod Division) and Chief Operating Officer (Steel Business Unit) before taking up his current position in Guinness Anchor Berhad.

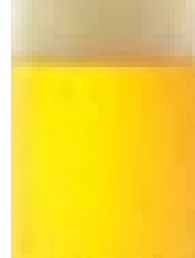
8. QUEK PECK LENG

BACHELOR OF ARTS (UNIVERSITY OF SINGAPORE), GRADUATE DIPLOMA IN PERSONNEL MANAGEMENT (SINGAPORE INSTITUTE OF MANAGEMENT)

Non-Independent Non-Executive Director and Member of the Remuneration and Nomination Committees

Quek Peck Leng, Singaporean, aged 48, was appointed to the Board on 15 November 2002.

He began his career with Asia Pacific Breweries Pte Ltd in 1990 as Human



BOARD OF DIRECTORS



Resource Manager and was promoted to Group Human Resource Manager a year later. He was redesignated as General Manager (Group Human Resource) in 1994 and subsequently, as Director (Group Human Resource) in 1998. He was promoted to his current position as Director (Group Corporate Services)/Regional Director (Group Human Resource) in 2002.

9. JOHN IRVING *(not in picture)*

*DIPLOMA IN MARKETING (OPEN UNIVERSITY),
DIPLOMA IN FINANCE (OPEN UNIVERSITY)*

**Non-Independent Non-Executive Director
and Member of the Remuneration and
Nomination Committees**

John Irving, British, aged 52, was appointed to the Board on 1 September 2003.

He has broad international perspectives having operated in both developed and

developing markets across Western and Asian cultures. He began his career in Guinness Ltd in 1983 as a Field Sales Manager - Scotland and Northern England and was promoted in 1987 to Sales Development Manager - International Division. He subsequently served as Head of Sales and Marketing - Indonesia from 1989-1992, Managing Director of Riche Monde China from 1992 - 1995, Managing Director - Indonesia from 1995-1998 and Project Director - Asia Pacific from 1998-1999. He then served as the President of Desnoes and Geddes/Red Stripe Jamaica in 1999 before assuming his current position as Managing Director, Asia Venture of Diageo in 2003.

MANAGEMENT EXECUTIVES



From left to right: Chow Yi Lin, Ong Tee Beow, Ng Yoke Pun, Mark E Tettelaar and Karl Hayes

1. THEO A F DE ROND
2. LOW TENG LUM
3. KHOO GAIK BEE
4. CHOW YI LIN
5. KARL HAYES
6. RENUKA INDRARAJAH
7. NG YOKE PUN
8. ONG TEE BEOW
9. MARK E TETTELAAR

CHOW YI LIN

BACHELOR OF SCIENCE (INFORMATION SYSTEMS)(UNIVERSITY OF NEW SOUTH WALES)

Head of Information Services & Technology (IS&T)

Chow Yi Lin, Malaysian, aged 41, joined Guinness Anchor Berhad in 1990 from Malayan Banking Berhad. She served the Company in various capacities in the IS&T Department before taking up her current appointment in 2000. She has also held IT positions with Western Digital Corporation and St George Bank in Sydney, Australia.

KARL HAYES

BACHELOR OF SCIENCE (HONS) IN MANAGEMENT (UNIVERSITY OF ASTON)

General Manager – Sales

Karl Hayes, British, aged 40, has held senior sales and marketing positions with Diageo plc. Prior to joining Guinness Anchor Berhad, he was Sales Development Manager for Guinness Brewing Worldwide Ltd. This post included assignments in Europe, North America and Africa.

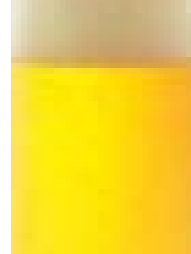
RENUKA INDRARAJAH (Not in picture)

BACHELOR OF LAWS (UNIVERSITY OF QUEENSLAND), POST GRADUATE DIPLOMA IN LEGAL PRACTICE (QUT)

Manager, Legal Affairs

Renuka Indrarajah, Malaysian, aged 36, joined Guinness Anchor Berhad in February 2002.

She practised as a solicitor in Queensland for a short while before returning to Malaysia. She then read in chambers with Skrine and upon completion practised as a solicitor in the Corporate Department of Skrine. In December 1998, she set-up and managed the legal department in Asia Pacific for Sema Group. Renuka was promoted to Regional Legal Manager of Sema (now known as SchlumbergerSema) in 2000, taking care of legal matters for all of the Group's companies in the Asia Pacific region, Japan, China, Australia and India.



MANAGEMENT EXECUTIVES

NG YOKE PUN

BACHELOR OF ECONOMICS (HONS) (UNIVERSITI MALAYA)

General Manager – Marketing

Ng Yoke Pun, Malaysian, aged 52, joined the then Guinness Malaysia Berhad in 1976 as management trainee. He has since held broad-based sales and marketing positions in the organisation which included Senior District Manager, Marketing Manager, Marketing Development Manager and Head of Sales & Marketing Operations prior to his current position.

ONG TEE BEOW

CIMA

Head of Logistics and Customer Service

Ong Tee Beow, Malaysian, aged 38, is currently the Head of Logistics and Customer Service, a position held since 2002. He first joined Guinness Anchor Berhad as Head of Internal Audit in 1999. Prior to this, he was attached to the Regional Audit Department of British American Tobacco and Hong Leong Group of Companies.

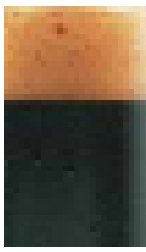
MARK E TETTELAAR

MASTER OF CHEMICAL ENGINEERING (UNIVERSITY GRONINGEN)

Technical Director

Mark E Tettelaar, Dutch, aged 44, commenced his employment with Heineken Nederlands Beheer BV in 1984 and has served the Heineken Group in various capacities commencing as Technical Management Trainee, Zoeterwoude (1984) to Technologist (1985), Technological Controller in Zambia (1990), Brewer & Departmental Head of Packaging in Costa Rica (1990), Consulting task for Brewery in Chad (1993), Internal Benchmarking Project (1994), Brewery Manager in Kinshasa, Africa (1995) and Production Manager, Brewing Department in Heineken Zoeterwoude (1997), before taking up his current appointment in 2000.





CORPORATE GOVERNANCE

Guinness Anchor Berhad and its group of companies (the Group) has formulated a code of corporate governance based on the Malaysian Code on Corporate Governance (the Code) which sets out the principles and best practices to be applied to the Group's operations. The principles are based on the Code, namely those of transparency, integrity and accountability to achieve the ultimate objective of realising long-term shareholder value whilst taking into consideration the interests of other stakeholders.

The Board is pleased to disclose the Group's application of the principles and the extent to which it has complied with the Code. Set out below is a statement of how the Group has applied the principles and complied with the best practice provisions laid down in the Code throughout the twelve months ended 30 June 2003.

BOARD OF DIRECTORS

The Board

An effective Board leads and controls the Group, and has established terms of reference to assist it in the discharge of this responsibility. All Directors are from diverse professional backgrounds with a wide range of business and financial experience relevant to lead a fast moving consumer products company and, as such, are able to bring an independent judgement to bear on issues of strategy, performance, resources and standards of conduct. A brief description of the background of each Director is presented from page 38 to 43.

Where appropriate, the Board has delegated specific responsibilities to sub-committees. There are three sub-committees (Audit, Nomination and Remuneration) and the details of their work are set out below. These Committees examine specific issues and report to the Board with their recommendations. The ultimate responsibility for decision-making lies with the Board.

The Board meets at least four times a year, with additional meetings convened when necessary. During the 12 months ended 30 June 2003, four Board meetings were held and a majority of the Directors attended all the meetings held during the period.

Date of Board of Directors Meeting	Time	Place
27 August 2002	2.00 pm	Guinness Anchor Berhad
26 November 2002	2.00 pm	Guinness Anchor Berhad
27 February 2003	9.30 pm	Guinness Anchor Berhad
22 May 2003	2.00 pm	Guinness Anchor Berhad

CORPORATE GOVERNANCE



Getting heads together for energy savings in breweries

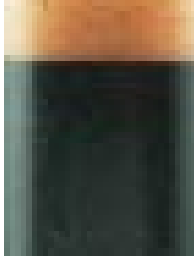


Certifications of our distinction in quality and product safety

Details of Directors' attendance at the Board Meetings held in the financial year ended 30 June 2003 are as follows:

Name of Director	Date of Appointment	No of Meetings Attended
Tan Sri Saw Huat Lye	24 February 1987	4/4
Theo A F de Rond*	1 June 2003	N/A
Jac van Herpen <i>(Resigned on 1 June 2003)</i>	5 February 2001	4/4
Tan Sri Dato' Alwi Jantan	24 November 1994	4/4
Dato' Jaafar Bin Ahmad Indot	2 January 1999	4/4
Chin Yoong Chong	20 February 1995	4/4
Alan F Robson <i>(Resigned on 26 November 2002)</i>	7 December 2000	2/2
Eric E M Nelissen <i>(Resigned on 15 November 2002)</i>	15 August 2001	1/1
David Charles Craig <i>(Resigned on 1 September 2003)</i>	6 January 2003	1/2
Quek Peck Leng	15 November 2002	3/3
Khoo Gaik Bee	13 August 1998	3/4
Low Teng Lum	15 August 2001	4/4
John Irving*	1 September 2003	N/A

*Meetings for financial year ended 30 June 2003 were held prior to the appointments.



CORPORATE GOVERNANCE

Board Balance

The Board currently has nine members, comprising six Non-Executive Directors (including the Chairman) and three Executive Directors. Of the six Non-Executive Directors, three are independent. There is a clear division of responsibility between the Chairman and the Managing Director to ensure that there is a balance of power and authority. The Managing Director has the principal responsibility of reporting, clarifying and communicating matters to the Board.

There is also proper balance in the Board because of the presence of Independent Non-Executive Directors of the caliber necessary to carry sufficient weight in Board decisions. Although all Directors have an equal responsibility for the Groups operations, the role of these Independent Non-Executive Directors is particularly important in ensuring that the strategies proposed by the Executive Management are fully discussed and examined with due regard to risk management. The decisions are arrived at after taking into account the long term interests, not only of the shareholders, but also of employees, customers, suppliers, and the many communities in which the Group conducts its business.

Supply of Information

A Board report is issued in sufficient time prior to a Board meeting to enable the Directors to review and consider the agenda items to be discussed at the Board meeting. The Board report includes, among others, the following details:

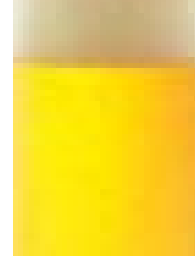
- major operational and financial issues
- product quality measures
- service quality measures
- environmental performance
- market share and market responses to the Groups strategies
- minutes of meetings of the Management Team
- minutes of meetings of all the Committees of the Board
- monthly performance reports of the Group



Attention on safety always



Training for a quality workforce



CORPORATE GOVERNANCE

In addition, there is a schedule of matters reserved specifically for the Board's decision including the approval of the annual company plan, major acquisitions or disposal of a business or assets and changes to management and control structure of the Group, key policies, procedures and authority limits.

The Board has also approved a procedure for Directors, whether as a full Board or in their individual capacity, to take independent advice, where necessary, in the furtherance of their duties at the Group's expense.

All Directors have access to the advice and services of the Company Secretary.

Nomination Committee

The Code endorses as good practice, a formal procedure for appointments to the Board, with a Nomination Committee to make recommendations to the Board and assessing Directors on an on-going basis. The Code, however, states that this procedure may be performed by the Board as a whole, although as a matter of good practice, it recommends that this responsibility be delegated to a committee.

All Directors were previously involved in the process of assessing existing Directors and identifying, nominating, recruiting, appointing and orientating new Directors but the Board had reviewed this position and set up a Nomination Committee on 28 May 2001, comprising three Independent Non-Executive Directors and two Non-Independent Non-Executive Directors, as follows:

Independent Non-Executive Directors

- Tan Sri Saw Huat Lye (Chairman)
- Tan Sri Dato' Alwi Jantan
- Dato' Jaffar Bin Ahmad Indot

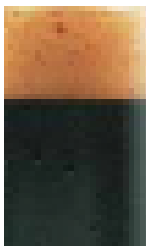
Non-Independent Non-Executive Directors

- Alan F Robson
(resigned on 26 November 2002)
- Eric E M Nelissen
(resigned on 15 November 2002)
- David Charles Craig
*(appointed on 6 January 2003,
resigned on 1 September 2003)*
- Quek Peck Leng
(appointed on 15 November 2002)
- John Irving
(appointed on 1 September 2003)

The Nomination Committee recommends to the Board suitable candidates for appointment as Directors and to fill the seats on committees of the Board. In addition, the Nomination Committee assesses the effectiveness of the Board, the committees of the Board and the contribution of each individual Director.

The Board, through the Nomination Committee, reviews annually its required mix of skills, expertise, attributes and core competencies from its Directors and succession plans for members of the Board.

The Board, on the recommendation of the Nomination Committee, has also appointed Tan Sri Dato' Alwi Jantan as the Senior Independent Non-Executive Director to whom concerns may be conveyed.



CORPORATE GOVERNANCE

As an integral element of the process of appointing new Directors, the Nomination Committee will ensure that there is an orientation and education programme for new Directors with respect to the business and management of the Group. Directors will also receive such further training that may be required from time to time to keep them abreast with relevant changes in laws and regulations, and the business environment.

A Nomination Committee meeting was held on 27 August 2002 and attended by all members.

Directors' Re-election

In accordance with the Company's Articles of Association (the Articles), all Directors who are appointed by the Board are subject to election by shareholders at the first opportunity after their appointment. The Articles also provide that at least one third of the remaining Directors be subject to re-election by rotation at each Annual General Meeting provided always that all Directors, including the Managing Director, shall retire from office at least once every three years but shall be eligible for re-election.

DIRECTORS' REMUNERATION

Level and Make-up

The Group has adopted the objective as recommended by the Code to determine the remuneration of the Directors so as to ensure that the Company attracts and retains the Directors needed to run the Group successfully. The component parts of their remuneration are structured so as to link rewards to corporate and individual performance in the case of Executive Directors. In the case of Non-Executive Directors, the level of remuneration reflects the experience and level of responsibilities undertaken by the individual Non-Executive Director concerned.

Procedure

The Remuneration Committee is responsible for recommending to the Board the policy framework on terms of employment of and on all elements of the remuneration of Executive Directors and members of the Senior Management of the Company. The Remuneration Committee is authorised to review and recommend the annual bonus and salary increment of the Executive Directors and other members of the Senior Management of the Company. Directors' remuneration is decided by the Board with the Director concerned abstaining from deliberations and voting accordingly.

The Remuneration Committee with majority Non-Executive Directors comprises the following:

Independent Non-Executive

Tan Sri Saw Huat Lye
(Chairman)

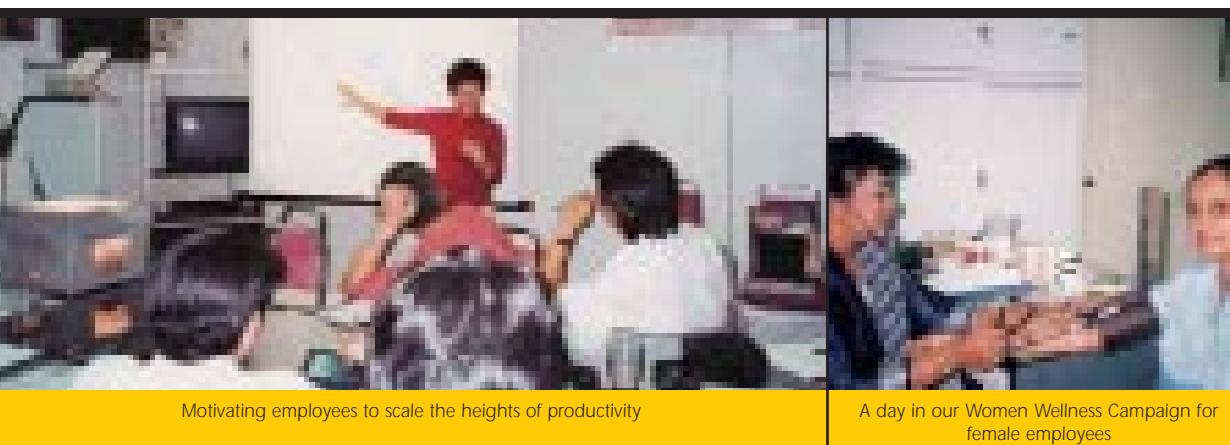
Non-Independent Non-Executive

David Charles Craig
*(appointed on 6 January 2003,
resigned on 1 September 2003)*
Quek Peck Leng
(appointed on 15 November 2002)
John Irving
(appointed on 1 September 2003)

Executive

Theo A F de Rond
(appointed on 1 June 2003)

CORPORATE GOVERNANCE



Motivating employees to scale the heights of productivity

A day in our Women Wellness Campaign for female employees

The Remuneration Committee has held five meetings during the period which were attended by all members.

Date of Remuneration Committee Meeting	Place
27 August 2002	Guinness Anchor Berhad
26 November 2002	Guinness Anchor Berhad
5 December 2002	PJ Hilton
27 February 2003	Guinness Anchor Berhad
22 May 2003	Guinness Anchor Berhad

Remuneration Package

The remuneration package of Directors is as follows:

(a) Basic Salary

The Remuneration Committee recommends to the Board the basic salary (which is inclusive of statutory employer contributions to the Employees Provident Fund) for the Executive Directors after taking into account the performance of the Director, the inflation price index and information from independent sources on the rates of salary for similar jobs in a selected group of comparable companies.

(b) Fees

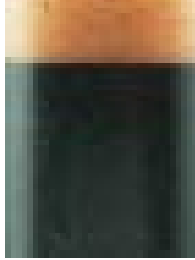
The Board proposes an aggregate annual fee for Non-Executive Directors to be divided amongst the Non-Executive Directors as the Board may decide and such fee is tabled to the shareholders of the Company for their approval.

(c) Bonus Scheme

The Group sets up a bonus scheme for all employees including the Executive Directors. The criteria for the scheme is the level of profit achieved from the Company's businesses against targets, together with an assessment of each individual's performance. Bonuses payable to Executive Directors are reviewed by the Remuneration Committee and approved by the Board.

(d) Benefits in Kind

Other customary benefits (such as car and medical) are made available to Directors as appropriate.



CORPORATE GOVERNANCE

(e) Employees Provident Fund

Contributions are made to the Employees Provident Fund in respect of all Malaysian Executive Directors.

(f) Notice Period

The notice period for the termination of the contract of service by the Company to any Executive Director is three months and by any Executive Director to the Company is three months.

Directors' Remuneration

The details of the remuneration of Directors for the financial year ended 30 June 2003 are as follows:

Remuneration	2003		2002	
	Executive Directors RM'000	Non-Executive Directors RM'000	Executive Directors RM'000	Non-Executive Directors RM'000
Fees	-	180	-	180
Benefits in kind	370	-	448	-
Salary & Other emoluments	2,246	-	1,811	-
Total	2,616	180	2,259	180

* Other emoluments include: bonuses, incentives, retirement benefits, provisions for leave and allowances.

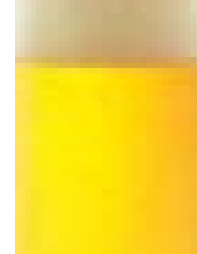
** Benefits in kind include: rental payments, motor vehicle, club membership and personal expenses.



Taking preventive monitoring measures against SARS



All systems go for the new automated brewing system



CORPORATE GOVERNANCE

The number of directors of the Company whose total remuneration fell within the respective ranges are as follows :

Remuneration	Number of Directors			
	2003		2002	
	Executive Directors RM'000	Non-Executive Directors RM'000	Executive Directors RM'000	Non-Executive Directors RM'000
0 to RM50,000	-	7	-	5
RM50,001 to RM100,000	1	1	3	1
RM100,001 to RM150,000	-	-	-	-
RM150,001 to RM200,000	-	-	-	-
RM200,001 to RM350,000	-	-	-	-
RM350,001 to RM400,000	-	-	-	-
RM400,001 to RM450,000	-	-	1	-
RM450,001 to RM500,000	-	-	-	-
RM500,001 to RM550,000	-	-	1	-
RM550,001 to RM600,000	1	-	-	-
RM600,001 to RM650,000	1	-	-	-
RM650,001 to RM750,000	-	-	-	-
RM750,001 to RM800,000	-	-	-	-
RM800,001 to RM1,050,000	-	-	-	-
RM1,050,001 to RM1,100,000	-	-	1	-
RM1,100,001 to RM1,150,000	-	-	-	-
RM1,150,001 to RM1,200,000	-	-	-	-
RM1,200,001 to RM1,250,000	-	-	-	-
RM1,250,001 to RM1,300,000	-	-	-	-
RM1,300,001 to RM1,350,000	1	-	-	-



CORPORATE GOVERNANCE

SHAREHOLDERS

Dialogue between the Company and investors

The Group recognises the importance of being accountable to its investors and as such has maintained an active and constructive communication policy that enables the Board and Management to communicate effectively with its investors, stakeholders and the public generally.

The Managing Director and Finance Director hold discussions with analysts and shareholders periodically. Presentations are made or roadshows undertaken, as appropriate, to explain the Groups strategy, performance and major developments. However, any information that may be regarded as undisclosed material information about the Group will not be given to any single shareholder or shareholder group.

Annual General Meeting

At each Annual General Meeting, the Board presents a comprehensive report on the progress and performance of the business and encourages shareholders to participate in the question and answer session. Executive Directors and, where appropriate, the Chairman of the Board, are available to respond to shareholders' queries during the meeting. Where appropriate, the Chairman will undertake to provide a written answer to any significant question that cannot be readily answered on the spot.

Each item of special business included in the notice of the meeting will be accompanied by a full explanation of the effects of a proposed resolution. Separate resolutions are proposed for substantially separate issues at the meeting and the Chairman declares the number of proxy votes received both for and against each separate resolution.

The Company will provide shareholders, upon request, with a summary of the discussion at the Annual General Meeting.

ACCOUNTABILITY AND AUDIT

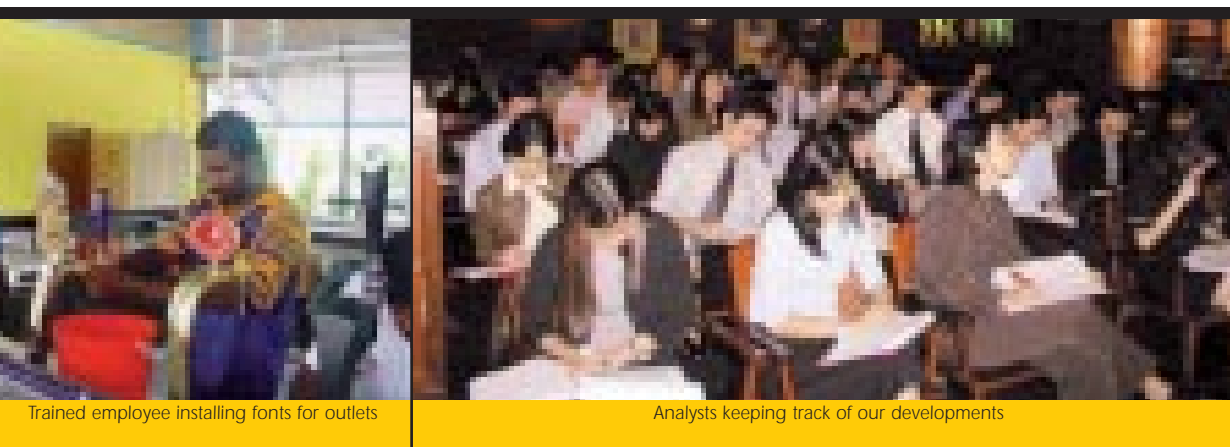
Audit Committee

The Audit Committee of the Board comprises three Independent Non-Executive Directors, one Non-Independent Non-Executive Director and one Executive Director. The composition of the Audit Committee can be found on page 58 of the annual report.

The Audit Committee met five times during the period. Each Member attended at least 80 per cent of the meetings. During these meetings, the Committee carried out the duties as set out from page 62 to 64 of the annual report.



CORPORATE GOVERNANCE



Financial Reporting

In presenting the annual financial statements and quarterly announcements to shareholders, the Board aims to present a clear, balanced and understandable assessment of the Groups position and prospects. This also applies to other price-sensitive reports and reports to regulators. The Statement by Directors pursuant to section 169 of the Companies Act, 1965 is set out on page 74 of the Financial Statements section of the annual report.

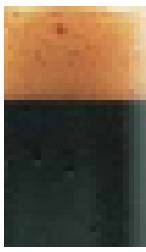
Internal Control

The Board acknowledges its responsibilities for the Groups systems of internal control covering not only financial controls but also operational and compliance controls as well as risk management. The internal control systems involve each business and key management from each business, including the Board, and is designed to meet the Groups particular needs and to manage the risks to which it is exposed. The systems can therefore only provide reasonable, and not absolute, assurance against material misstatement or loss.

The Groups internal audit provides independent and objective reports on the Groups Management, records, accounting policies and controls to the Audit Committee. The internal audits include evaluation of the processes by which risks are identified, assessed and managed and ensure that controls which are instituted are appropriate and can effectively address acceptable risk exposures. The Groups internal audit also ensures that recommendations to improve controls are followed through by Management.

Relationship with the auditors

The role of the Audit Committee in relation to the external auditors is stated from page 63 to 64 of the annual report.



CORPORATE GOVERNANCE

COMPLIANCE WITH THE CODE

The Group has complied with the Code throughout the financial year ended 30 June 2003.

Statement of Directors' Responsibility for Preparing the Financial Statements

As required by the Companies Act, 1965, the Directors are responsible for the preparation of financial statements which are in accordance with applicable approved accounting standards and give a true and fair view of the state of affairs of the Group at the end of the financial year.

In preparing the financial statements, the Directors have:

- adopted suitable accounting policies and applied them consistently
- made judgements and estimates that are prudent and reasonable
- ensured that applicable accounting standards have been followed
- prepared the financial statements on the going concern basis, unless they consider that to be inappropriate

The Directors have prepared the annual financial statements in compliance with the Companies Act, 1965.

OTHER INFORMATION

Share Buyback

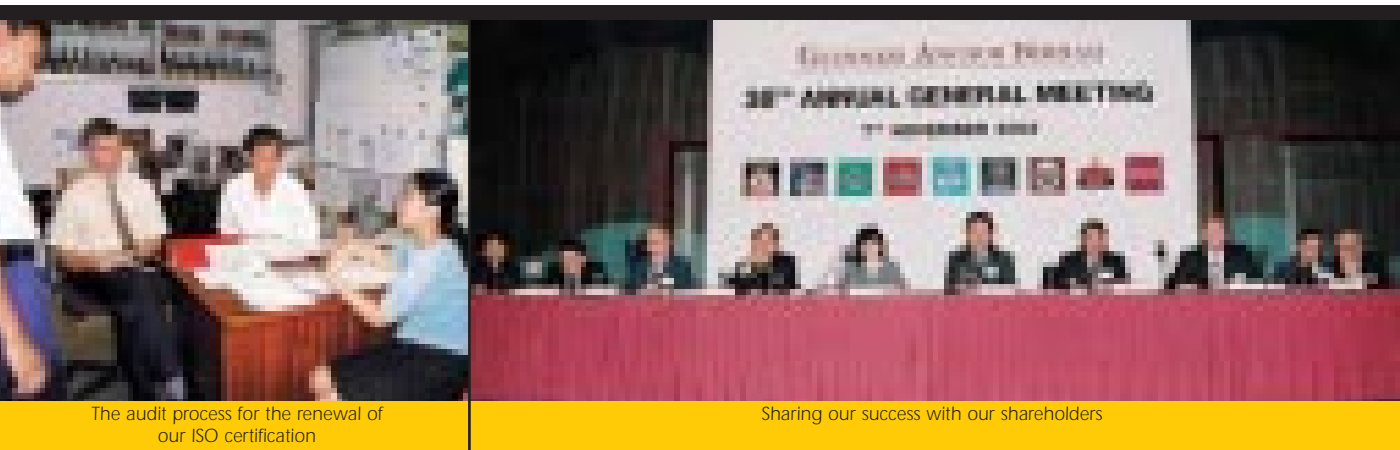
There was no share buyback effected during the financial year.

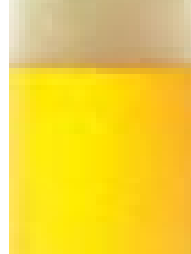
Options, Warrants or Convertible Securities

There were no options, warrants or convertible securities issued by the Company in respect of the financial year.

American Depository Receipt (ADR) or Global Depository Receipt (GDR) Programme

During the financial year, the Company did not sponsor any ADR or GDR programme.





CORPORATE GOVERNANCE

Imposition of Sanctions/Penalties

There were no sanctions and/or penalties imposed on the Company and its subsidiaries by the Companies Commission of Malaysia.

Non-audit Fees

The amount of non-audit fees paid to the external auditors by the Group for the financial year amounted to RM125,000.

Material Contracts

There was no material contracts (not being contracts entered into in the ordinary course of business) entered into by the Company and/or its subsidiaries which involved Directors' and major shareholders' interest either still subsisting at the end of the financial year ended 30 June 2003 or entered into since the end of the previous financial year that have been entered by the Company or its subsidiary companies involving directors and substantial shareholders in the past two years preceding the date of this annual report.

Profit Guarantees

During the year, there were no profit guarantees given by the Company.

Contracts Relating to Loans

There were no contracts relating to loans by the Company.

Revaluation of Landed Properties

The Company does not have a revaluation policy on landed properties (See also note 2 to Financial Statements on pages 85 and 86).

Variance from Profit Forecast

No profit forecast was issued during the financial year.



Shareholders' support



The team behind the success in quality and product safety



Keeping up with new developments through well planned workshops

AUDIT COMMITTEE REPORT

Terms of reference

The terms of reference are set out from pages 60 to 64.

Members and meetings

Tan Sri Saw Huat Lye

Independent Non-Executive Director (Chairman)

Tan Sri Dato' Alwi Jantan

Independent Non-Executive Director

Dato' Jaffar Bin Ahmad Indot

Independent Non-Executive Director

Chin Yoong Chong

Non-Independent Non-Executive Director

Low Teng Lum

Executive Director



From left to right: Dato' Jaffar Bin Ahmad Indot, Tan Sri Dato' Alwi Jantan, Tan Sri Saw Huat Lye, Chin Yoong Chong and Low Teng Lum

The Audit Committee comprises three Independent Non-Executive Directors, one Non-Independent Non-Executive Director and one Executive Director.

Tan Sri Saw Huat Lye is the Chairman of the Audit Committee. The composition of the Audit Committee is as above.

The Audit Committee had five meetings during the year, which were attended by at least 80 per cent of its members.

No	Date	Venue	Percentage of Attendance
1	20 August 2002	Kuala Lumpur	80%
2	9 September 2002	Kuala Lumpur	100%
3	20 November 2002	Kuala Lumpur	100%
4	17 February 2003	Selangor	100%
5	19 May 2003	Kuala Lumpur	100%



AUDIT COMMITTEE REPORT

No	Name of Audit Committee Member	Total Meetings Attended by Member	Percentage of Attendance
1	Tan Sri Saw Huat Lye	5	100%
2	Tan Sri Dato' Alwi Jantan	4	80%
3	Dato' Jaffar Bin Ahmad Indot	5	100%
4	Chin Yoong Chong	5	100%
5	Low Teng Lum	5	100%

The Groups external auditors attended two meetings during this period and some members of the senior management attended some of these meetings by invitation.

Summary of Activities

During the year, the Audit Committee focussed on the following:

Activities with regard to financial statements:

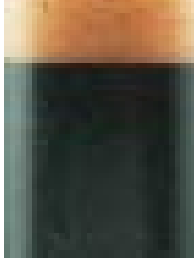
- Review of the Annual Reports, Related Party Transactions (RPT) circular and audited financial statements of the Company prior to submission to the Board of Directors for their perusal and approval. This was to ensure compliance of the financial statements with the provisions of the Companies Act, 1965 and the applicable approved accounting standards as per MASB
- Review of the Company's compliance with the KLSE Listing Requirements, MASB and other relevant legal and regulatory requirements with regard to the quarterly and year-end financial statements
- Review of the unaudited financial results and the relevant announcements to the KLSE prior to the consideration by the Board of Directors

Activities with regard to Internal Audit:

- Review of Internal Audit's plans and programmes
- Review of the Internal Audit Department's performance appraisals
- Review of Internal Audit's reports, recommendations and Management responses. Improvement actions in the area of internal controls, systems and efficiency enhancements suggested by the internal auditors were discussed together with Management
- Review of implementation of these recommendations through follow-up audit reports
- Suggested additional improvement opportunities in the areas of internal control, systems and efficiency improvement
- Review reports from the Risk Control Workgroup following their quarterly meetings

Activities with regard to External Audit:

- Review of external audit scope and audit plans based on the external auditors' presentation of audit strategy and plan
- Review of external audit results, audit reports, Management letter and response from Management



AUDIT COMMITTEE REPORT

Other activities:

- Review of related party transactions and extraordinary and ordinary dividend payments
- Review of compliance to the Malaysian Code on Corporate Governance
- Review of business risks

Internal Audit Function

The principal role of the Internal Audit Department is to undertake independent and systematic reviews of the systems of internal control so as to provide reasonable assurance that such systems continue to operate satisfactorily and effectively. It is the responsibility of the Internal Audit Department to provide the Audit Committee with independent and objective reports on the state of internal control of the various operating units within the Group and the extent of compliance of the units with the Group's established policies and procedures as well as relevant statutory requirements.

The Internal Audit Department has adopted a risk-based approach towards the planning and conduct of audits which is consistent with the Groups established framework in designing, implementing and monitoring of control systems. The Groups monitoring process and controls self-assessment approach are in alignment with the risk management framework and risk awareness culture within the organisation.

TERMS OF REFERENCE

A. Membership

The Audit Committee comprises at least three Directors, the majority of whom are Independent. The Chairman of the Group is the Chairman of the Audit Committee as he is an Independent Non-Executive Director.

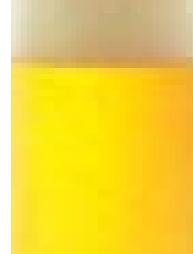
The Head of Internal Audit shall be the Secretary of the Audit Committee. At least one member of the Audit Committee shall be a member of the Malaysian Institute of Accountants or alternatively a person who has at least three years' working experience and has passed the examinations specified in Part 1 of the 1st schedule of the Accountants Act, 1967 or is a member of one of the associations specified in Part II of the said schedule.



One happy family at the 11th Collective Agreement signing ceremony



Brainstorming for fresh ideas



AUDIT COMMITTEE REPORT

No alternate Director shall be appointed as a member of the Audit Committee. The Board shall review the terms of office and performance of the members of the Audit Committee at least once a year to determine whether the members have carried out their duties in accordance with their terms of reference.

In the event of any vacancy in the Audit Committee resulting in the non-compliance of the KLSE Listing Requirements, the Board shall fill the vacancy within three months from the date of the vacancy.

B. Meetings and Minutes

The Audit Committee shall meet at least four times annually. A majority of the members in attendance must be Independent Directors in order to form a quorum for the meeting.

The Finance Director and the Head of Internal Audit shall normally attend meetings of the Audit Committee. External auditors shall be entitled to attend a meeting of the Audit Committee at least once a year to make known their views on any matter under consideration by the Audit Committee or which, in their opinion, should be brought to the Audit Committees attention. Non-member Directors and employees of the Company shall not attend unless specifically invited by the Audit Committee.

The Secretary shall record, prepare and circulate the minutes of the meetings of the Audit Committee and ensure that the minutes are properly kept and produced for inspection if required.

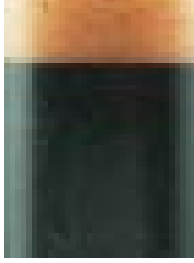
The Audit Committee shall report to the Board and its minutes will be tabled to and noted by the Board.

C. Authority

The Audit Committee is authorised by the Board to review any activity within the Audit Committees terms of reference. It is authorised to seek any information it requires from any Director or member of management and has full and unrestricted access to any information pertaining to the Company and the management, and all employees of the Group are required to comply with the requests made by the Audit Committee.

The Audit Committee is authorised by the Board to obtain external professional advice and secure the attendance of outsiders with relevant experience and expertise if it considers this necessary. In the event that any member of the Audit Committee shall need to seek external professional advice in furtherance of his duties, he shall first consult with and obtain the prior approval of the Chairman of the Audit Committee.

The Audit Committee is also authorised by the Board of Directors of the Company to review any activity within its Terms of Reference, and where it deems necessary, investigate any matter referred to it or that it has come across in respect of a transaction that raises questions of management integrity, possible conflicts of interest, or abuse by a significant or controlling shareholder.



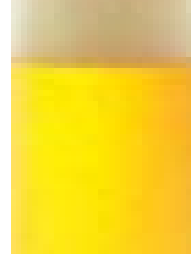
AUDIT COMMITTEE REPORT

The Audit Committee shall have direct communication channels and be able to convene meetings with the external auditors excluding the attendance of the non-independent members of the Audit Committee, whenever deemed necessary.

The Head of Internal Audit shall report directly to the Audit Committee and shall have direct access to the Chairman of the Audit Committee on all matters of control and audit. All proposals by management regarding the appointment, transfer and removal of the Head of Internal Audit of the Company shall require prior approval of the Audit Committee. Any inappropriate restrictions on audit scope are to be reported to the Audit Committee.

D. Duties

1. To review the quarterly, half-yearly and annual financial statements of the Company, focussing particularly on:
 - any significant changes to accounting policies and practices
 - significant adjustments arising from the audits
 - compliance with accounting standards and other legal requirements
 - the going concern assumption
2. To review any related party transaction and conflict of interest situation that may arise within the Company including any transaction, procedure or course of conduct that raises questions of management integrity.
3. To consider annually the Business Risk Management Framework adopted within the Company and to be satisfied that the methodology employed allows the identification, analysis, assessment, monitoring and communication of risks in a regular and timely manner that will allow the Group to minimise losses and maximise opportunities.
4. To ensure that the system of internal control is soundly conceived and in place, effectively administered and regularly monitored.
5. To cause reviews to be made of the extent of compliance with established internal policies, standards, plans and procedures including for example, the Company's Code of Business Conduct.
6. To obtain assurance that proper plans for control have been developed prior to the commencement of major areas of change within the organisation.
7. To be satisfied that the strategies, plans, manning and organisation for internal auditing are communicated down through the Company.



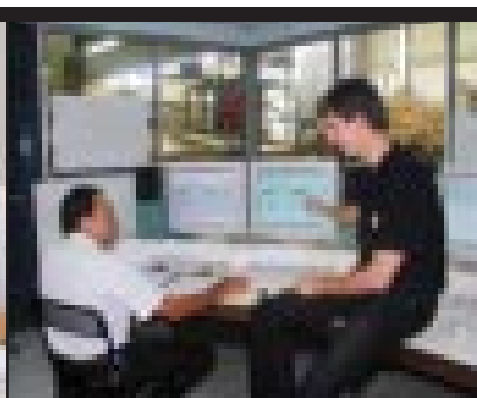
AUDIT COMMITTEE REPORT

Specifically:

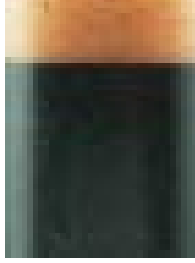
- to review the internal audit plans and to be satisfied with their consistency with the Business Risk Management Framework used, the adequacy of coverage and the audit methodologies employed
 - to be satisfied that the internal audit function within the Company has the proper resources and standing to enable them to complete their mandates and approved audit plans
 - to review status reports from internal audit and ensure that appropriate action is taken on the recommendations of the internal audit function. To recommend any broader reviews deemed necessary as a consequence of the issues or concerns identified
 - to review any appraisal or assessment of the performance of the members of the internal audit function, to approve any appointment or termination of senior staff members of the internal audit function and to inform itself of any resignations of internal audit staff members and reasons thereof
 - to ensure internal audit has full, free and unrestricted access to all activities, records, property and personnel necessary to perform its duties
 - to request and review any special audit which it deems necessary
8. To review with the external auditor the nature and scope of their audit plan, audit report, and the quality of their work.
 9. To review any matters concerning the appointment and reappointment, audit fee and any questions of resignation or dismissal of the external auditors.
 10. To review and evaluate factors related to the independence of the external auditors and assist them in preserving their independence.
 11. To be advised of significant use of the external auditors in performing non-audit services within the Group, considering both the types of services rendered and the fees, such that their position as auditors is not deemed to be compromised.



Understanding HACCP



Brewhouse operators are able to monitor the entire brewing process from the Control Room



AUDIT COMMITTEE REPORT



12. To review the external auditors' findings arising from audits, particularly any comments and responses in management letters as well as the assistance given by the employees of the Group in order to be satisfied that appropriate action is being taken.
13. To recommend to the Board steps to improve the system of internal control derived from the findings of the internal and external auditors and from the consultations of the Audit Committee itself.
14. To review with the external auditors the Statement of Internal Control of the Group for inclusion in the annual report.
15. To prepare the annual Audit Committee report to the Board which includes the composition of the Audit Committee, its terms of reference, number of meetings held, a summary of its activities and the existence of an internal audit function and summary of the activities of that function for inclusion in the annual report.
16. To review the Boards statements on compliance with the Malaysian Code of Corporate Governance for inclusion in the annual report.
17. To review extraordinary and ordinary dividend payments.
18. To act on any other matters as may be directed by the Board.



STATEMENT OF INTERNAL CONTROL

Introduction

Under the Listing Requirements of the Kuala Lumpur Stock Exchange (KLSE), the Board of Directors of public listed companies is required to include in its annual reports a statement on the state of its internal controls. The KLSE's Statement on Internal Control: Guidance for Directors of Public Listed Companies (Guidance) provides guidance for compliance with these requirements. Set out below is the Board's Internal Control Statement, which has been prepared in accordance with the Guidance.

Responsibility

The Board of Directors recognises the importance of a sound system of internal controls which covers risk management, financial, organisational, operational, and compliance controls. The Board acknowledges its overall responsibility for the Groups system of internal controls which includes the establishment of an appropriate control environment and framework as well as reviewing the effectiveness, adequacy and integrity of this system. Such a system is designed to safeguard shareholders' investments and the Groups assets. It should be noted, however, that such a system is designed to manage rather than eliminate the risk of failure to meet the Groups business objectives. Accordingly, this system can only provide reasonable, and not absolute, assurance against material misstatement or loss.

The Group has in place an on-going process for identifying, evaluating, monitoring and managing the significant risks affecting the achievement of its business objectives throughout the period. This process is regularly reviewed by the Board to ensure the adequacy and integrity of the system.

Risk Management Framework

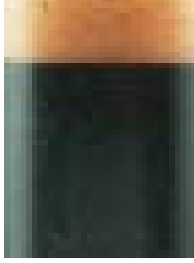
The Board has established an organisational structure with clearly defined lines of accountability and delegated authority as part of its risk management framework. This is achieved through a clearly defined operating structure with lines of responsibility and delegated authority. Written policies and procedures have been issued with clearly defined limits of delegated authority and provide a framework for management to deal with areas of significant risk.

Business risk assessment and evaluation takes place as an integral part of the Groups annual strategic planning cycle. The processes within the Group are continuously reviewed and improved on. This information is reviewed by the Audit Committee and senior management as part of the strategic review.

Control Self Assessment

To enhance the company's corporate governance, the Group has implemented Control Self Assessment (CSA) process which is conducted annually to ensure that key operation functions performed by budgetary units have considered risk management and internal controls processes in their business. Central to the CSA are the Key Control Checklists which set out the various key controls and process requirements across all functions and are updated periodically taking into consideration the changing risk profiles as dictated by the changing business environment and strategies from time to time. To achieve this objective in a cost-effective manner, the CSA embraces a dynamic and interactive process in which self-regulating business units identify ongoing challenges to meeting business objectives, the adequacy of controls to address these challenges and the mitigation measures needed to address identified risks.

The results of the CSA and trend analysis are reported to the Audit Committee annually.



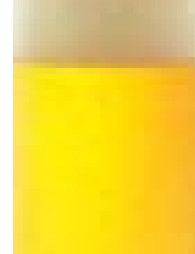
STATEMENT OF INTERNAL CONTROL

Other Key Elements of Internal Control

The other key elements of the Groups internal control systems are described below:

- Clearly defined delegation of responsibilities to committees of the Board and to Management Executive and business operating units, including authorisation levels for all aspects of the business
- Clearly documented internal policies and procedures set out in a series of Standard Practice Manuals. These Manuals are subject to regular review and improvement to reflect changing risks or to resolve operational deficiencies. All standards, policies and guidelines are presented to the Audit Committee and cases of non-compliance reported to the Audit Committee by exception. Reliance is also placed on the Internal Audit function as well as the CSA approach mentioned earlier
- Regular and comprehensive information provided to Management, covering financial performance and key business indicators, such as staff utilisation and cash flow performance
- Quarterly Risk and Control Workgroup (RCW) meetings to review the adequacy of systems, policies and procedures and internal control processes to mitigate the internal critical business risk and to follow-up on action plans proposed by Management on the recommendation of the Internal Audit Department
- Half-yearly internal quality audits to monitor compliance with ISO requirements
- A detailed budgeting process where operating units prepare budgets for the coming year which are approved both at the business operating unit level and by the Board
- Monthly monitoring of results against budget, with major variances being followed up on and management action taken, where necessary. The Board also conducts similar reviews on a quarterly basis
- Regular visits to business operating units by members of the Board and the Management team

A number of minor internal control weaknesses were identified during the period, all of which have been, or are being, addressed. None of the weaknesses have resulted in any material losses, contingencies or uncertainties that would require disclosure in the Groups annual report.



RISK MANAGEMENT

The Board recognises and accepts that there is a degree of risk involved in all of its business activities. The Group is sensitive to the concerns of those on whom it depends and does business with - investors, employees, customers, trading partners and the communities. The Group will seek to minimise its volatility to business risks which could impact the Groups ability to meet its objectives and achieve its strategic goals.

RISK & CONTROL WORKGROUP

The Groups risk management process is managed by the Risk & Control Workgroup (RCW), made up of cross-functional senior managers and is headed by the Finance Director. The Group adopts a proactive approach to managing its business risks in a rapidly changing business environment which is principally aimed at:

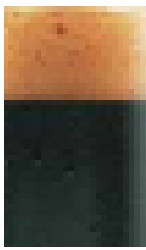
- Ensuring the continuity of supply of its products to the consumers at all times
- Protecting its assets and reputation
- Preserving the safety and health of its employees
- Ensuring that the Groups operations do not impact negatively on its neighbours
- Protecting the interests of all stakeholders
- Ensuring compliance with the Malaysian Code of Corporate Governance, brand partners guidelines and all applicable Malaysian laws
- Promoting an effective risk awareness culture where risk management is an integral aspect of the Groups management systems



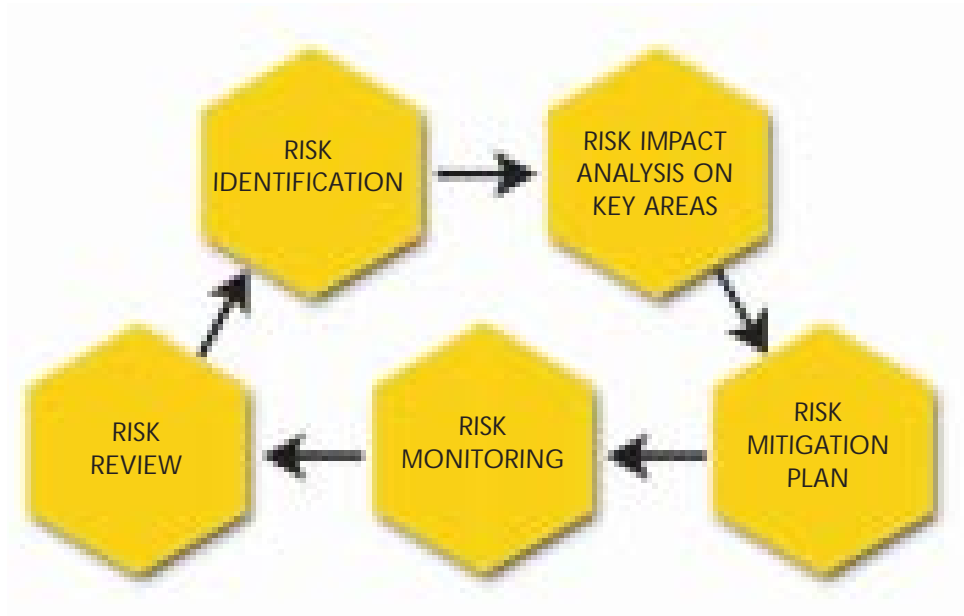
Effective learning through hands-on training



Briefing analysts



RISK MANAGEMENT



In the risk identification process, all possible risks are identified, analysed and prioritised. It includes risks such as Corporate Image, Environment, Health and Safety issues (EHS), Information and Communications Technology, product quality issues, competitors' activities and contraband issues.

Impact	Risk Management Actions		
Significant	Considerable management required	Must manage and monitor risks	Extensive management essential
Moderate	Risks may be worth accepting with monitoring	Management effort worthwhile	Management effort required
Minor	Accept risks	Accept, but monitor risks	Manage and monitor risks
	Low	Medium Likelihood	High

This categorisation will enable the Group to allocate its resources to deal with the different levels of business risks.

Promotion of Risk Awareness

In support of the Groups efforts to promote a risk awareness culture, the RCW communicates the Groups risk management programme to the appropriate levels of employees and other stakeholders via the appropriate channel. Employees are also encouraged to give feedback on risk management issues and make suggestions for improvement.

A Thriving Future



Drawing nourishment from the roots of change, our company grows from strength to strength, thriving in our fields of gold.