

- 64 Directors' Report
- 69 Statement by Directors
- 69 Statutory Declaration
- 70 Report of the Auditors
- 71 Income Statements
- 72 Balance Sheets
- 73 Consolidated Statement of Changes in Equity
- 74 Company Statement of Changes in Equity
- 75 Cash Flow Statements
- 81 Notes to the Financial Statements

## DIRECTORS' REPORT

The Directors are pleased to submit their annual report to the members together with the audited financial statements of the Group and of the Company for the financial year ended 31 August 2001.

### PRINCIPAL ACTIVITIES

The Company is principally an investment holding company. The Company also engages in construction related activities and provides management services to its subsidiaries.

The Group is principally engaged in engineering and construction services, property development, multimedia and information technology services, publishing, broadcasting and financial services.

There have been no significant changes in the nature of the activities of the Group and of the Company during the financial year other than those mentioned in Note 40 to the financial statements.

### FINANCIAL RESULTS

	Group RM'000	Company RM'000
Loss after taxation	649,569	638,900
Minority interests	7,186	-
Net loss attributable to shareholders	656,755	638,900

### DIVIDENDS

No dividend has been paid or declared by the Company since 31 August 2000. The Directors do not recommend the payment of any dividend for the financial year ended 31 August 2001.

### RESERVES AND PROVISIONS

All material transfers to or from reserves and provisions during the financial year are shown in the financial statements.

### SHARE CAPITAL

During the financial year, the issued and paid-up share capital of the Company increased from RM975,095,499 to RM976,549,499 by way of the issuance of 1,454,000 ordinary shares of RM1.00 each as follows:

Purpose of issue	No. of ordinary shares of RM1.00 each
Exercise of share options by eligible employees pursuant to the Employees' Share Option Scheme	1,454,000

The above ordinary shares issued during the financial year rank pari-passu in all respects with the existing ordinary shares of the Company.

### EMPLOYEES' SHARE OPTION SCHEME

The Malaysian Resources Corporation Berhad Employees' Share Option Scheme ("ESOS" or the "Scheme") was

## **EMPLOYEES' SHARE OPTION SCHEME (continued)**

approved by the shareholders at the Extraordinary General Meeting held on 9 February 1996 and became effective on 4 April 1996. The ESOS was in force for a duration of five (5) years commencing from 4 April 1996 and expired during the financial year on 3 April 2001.

The details of the ESOS are contained in the Bye-Laws and the salient features thereof were as follows:

- (a) The Scheme was set up for the participation in the ordinary share capital of the Company only.

The total number of shares to be offered under the ESOS shall not exceed 10% of the total number of issued and paid-up ordinary shares of the Company at any time during the tenure of the Scheme. At the commencement of the Scheme, the total number of shares available for offer was 49,292,624 ordinary shares of RM1.00 each.

- (b) Eligible employees were those who have been in the service of the Group for a continuous period of at least one (1) year for Malaysian employees (including full-time Executive Directors who were involved in the day-to-day management and on the payroll of the Company) and five (5) years of continuous service with the Group for non-Malaysian employees.
- (c) The Scheme was administered by the Option Committee which comprised senior management staff appointed by the Board of Directors.
- (d) An Option granted under the ESOS was capable of being exercised by the grantee by notice in writing to the Company during the year commencing from the date of the offer and expired on 3 April 2001. The Option granted was exercisable by the grantee in the following manner:

Year of exercising the Options	% to be exercised (cumulative) Options offered on the implementation of the ESOS	% to be exercised in equal proportion over the remaining life of the ESOS (cumulative)		
		Options offered in the 2nd year of the ESOS	Options offered in the 3rd year of the ESOS	Options offered in the 4th year of the ESOS
Year 1	15	—	—	—
Year 2	30	25	—	—
Year 3	60	50	33	—
Year 4	80	75	66	50
Year 5	100	100	100	100

Options granted for each year may be exercised in full or in such lesser number of shares provided that the number shall be in multiples of and not less than 1,000 shares.

- (e) The price at which the eligible employees were entitled to take up shares under the ESOS was the average of the mean market quotations of the shares of the Company (as quoted and shown in the Daily Diary of the Kuala Lumpur Stock Exchange) for the five (5) market days preceding the respective dates of offer of the Options, or the nominal value of the share, whichever is higher.
- (f) An eligible employee could only participate in one ESOS implemented by any company in the Group at any one time.
- (g) All the new ordinary shares issued arising from the ESOS rank pari-passu in all respects with the existing ordinary shares of the Company.

**EMPLOYEES' SHARE OPTION SCHEME (continued)**

During the financial year, the number of ordinary shares of RM1.00 each covered under Options granted, exercised and lapsed pursuant to the ESOS were as follows:

Tranche	Date	Price *	No. of ordinary shares of RM1.00 each covered under Options				At 31.8.2001
			At 1.9.2000	Granted	Exercised	Lapsed	
1	4 Apr 1996	RM4.48	14,834,334	-	-	(14,834,334)	-
2	31 May 1996	RM4.61	3,284,666	-	-	(3,284,666)	-
3	31 Aug 1996	RM5.69	5,214,667	-	-	(5,214,667)	-
4	30 Nov 1996	RM6.92	3,523,000	-	-	(3,523,000)	-
5	28 Feb 1997	RM4.09	3,715,667	-	-	(3,715,667)	-
6	31 May 1997	RM4.09	3,343,333	-	-	(3,343,333)	-
7-10	1 Aug 1998	RM1.00	1,725,000	-	(1,007,000)	(718,000)	-
11	30 Sep 1998	RM1.00	485,000	-	(288,000)	(197,000)	-
12	4 Jan 1999	RM1.44	614,000	-	(21,000)	(593,000)	-
13	20 Mar 1999	RM1.00	203,000	-	(89,000)	(114,000)	-
14	8 Jun 1999	RM1.73	164,000	-	(25,000)	(139,000)	-
15	8 Sep 1999	RM2.61	1,083,000	-	-	(1,083,000)	-
16	10 Dec 1999	RM2.41	443,000	-	-	(443,000)	-
16A	12 Jan 2000	RM2.59	42,796,000	-	-	(42,796,000)	-
17-18	28 Jun 2000	RM2.08	1,149,000	-	(24,000)	(1,125,000)	-
			82,577,667	-	(1,454,000)	(81,123,667)	-

\* The Option prices for Tranche 1 to Tranche 6 have been adjusted for the effect of the bonus issue of one (1) new ordinary share for every three (3) existing ordinary shares held, issued by the Company on 3 September 1997.

**DIRECTORS**

The Directors who have held office during the period since the date of the last report are:

Y. Bhg. Dato' Seri Abdul Rahman Maidin	(Chairman)
Encik Abdul Rahman Ahmad	(Chief Executive Officer)(appointed on 9.8.2001)
Encik Shahril Ridza Ridzuan	(Executive Director)(appointed on 9.8.2001)
Y. Bhg. Datuk Zahari Omar	(Executive Vice President)
Y. Bhg. Dato' Ahmad Hj. Ibnihajar	
Y. Bhg. Dato' Zainol Abidin Dato' Hj. Salleh	
Dr. Abdul Rahman Bidin	(resigned on 7.9.2001)
Y. Bhg. Dato' Jamil Bidin	(resigned on 7.9.2001)
Dr. Lim Ken Huat	(resigned on 7.9.2001)

In accordance with Article 100 of the Company's Article of Association, Encik Abdul Rahman Ahmad and Encik Shahril Ridza Ridzuan, who were appointed to the Board during the period, retire from office at the forthcoming Annual General Meeting and, being eligible, offer themselves for election.

In accordance with Article 95 of the Company's Articles of Association, Y. Bhg. Datuk Zahari Omar retires from office at the forthcoming Annual General Meeting and, being eligible, offers himself for re-election.

## DIRECTORS' BENEFITS

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

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive any benefit (other than Directors' remuneration and benefits disclosed in Note 6 to the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

## DIRECTORS' INTERESTS IN SHARES

According to the Register of Directors' Shareholdings, particulars of the interests of Directors who held office at the end of the financial year in shares in the Company and its related corporations were as follows:

	Number of ordinary shares of RM1.00 each			
	At 1.9.2000	Acquired	Sold	At 31.8.2001
<b>Deemed interest in the Company</b>				
Y. Bhg. Dato' Seri Abdul Rahman Maidin*	244,857,156	-	-	244,857,156

\* Y. Bhg. Dato' Seri Abdul Rahman Maidin is deemed to have an interest in shares of the Company by virtue of his substantial interest in Realmild (M) Sdn. Bhd. which in turn has a substantial interest in the Company.

By virtue of his interest in shares of the Company, the abovementioned Director is also deemed to have a substantial interest in shares in the subsidiaries and associates of the Company to the extent the Company has an interest.

The other Directors in office at the end of the financial year did not hold any interest in shares or in debentures of the Company and its related corporations.

## STATUTORY INFORMATION ON THE FINANCIAL STATEMENTS

Before the income statements and balance sheets of the Group and of the Company were made out, the Directors took reasonable steps:

- (a) to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts; and
- (b) to ensure that any current assets, other than debts, which were unlikely to realise in the ordinary course of business their values as shown in the accounting records of the Group and of the Company had been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances:

- (a) which would render the amounts written off for bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
- (b) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; or

**STATUTORY INFORMATION ON THE FINANCIAL STATEMENTS (continued)**

- (c) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

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

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

- (a) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liability of any other person; or
- (b) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.

At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading.

In the opinion of the Directors:

- (a) the results of the Group's and of the Company's operations during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
- (b) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made except as disclosed in Note 41 to the financial statements.

**AUDITORS**

The auditors, PricewaterhouseCoopers, have expressed their willingness to continue in office.

In accordance with a resolution of the Board of Directors dated 31 December 2001.

**SHAHRIL RIDZA RIDZUAN**  
*Executive Director*

**DATUK ZAHARI OMAR**  
*Executive Vice President*

## **Statement by Directors**

pursuant to section 169(15) of the Companies Act, 1965

We, SHAHRIL RIDZA RIDZUAN and DATUK ZAHARI OMAR, two of the Directors of MALAYSIAN RESOURCES CORPORATION BERHAD, state that, in the opinion of the Directors, the financial statements set out on pages 71 to 126 are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 August 2001 and of the results and cash flows of the Group and of the Company for the financial year ended on that date in accordance with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965.

In accordance with a resolution of the Board of Directors dated 31 December 2001.

**SHahril Ridza Ridzuan**

*Executive Director*

**Datuk Zahari Omar**

*Executive Vice President*

## **Statutory Declaration**

*pursuant to section 169(16) of the Companies Act, 1965*

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## **Statutory Declaration**

pursuant to section 169(16) of the Companies Act, 1965

I, LEE TEU LUAN, the Officer primarily responsible for the financial management of MALAYSIAN RESOURCES CORPORATION BERHAD, do solemnly and sincerely declare that the financial statements set out on pages 71 to 126 are, in my opinion, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

**Lee Teu Luau**

Subscribed and solemnly declared by the abovenamed  
LEE TEU LUAN at KUALA LUMPUR, Malaysia  
on 31 December 2001.

Before me,

**A.T. Lim Jo Sen** A.M.N.  
70M (Mezz. Fl.) Jalan Putra  
50350 Kuala Lumpur

**Commissioner for Oaths**

## **report of the auditors**

*to the Members of Malaysian Resources Corporation Berhad (Company No. 7994D)*

We have audited the financial statements set out on pages 71 to 126. These financial statements are the responsibility of the Company's Directors. Our responsibility is to express an opinion on these financial statements based on our audit.

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

In our opinion:

(a) the financial statements have been prepared in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of:

- (i) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements; and
- (ii) the state of affairs of the Group and of the Company as at 31 August 2001 and of the results and cash flows of the Group and of the Company for the financial year ended on that date;

and

(b) the accounting and other records and the registers required by the Act to be kept by the Company and by the subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.

The names of the subsidiaries of which we have not acted as auditors are indicated in Note 38 to the financial statements. We have considered the financial statements of these subsidiaries and the auditors' report thereon.

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

The auditors' reports on the financial statements of the subsidiaries were not subject to any qualification and did not include any comment made under subsection 3 of Section 174 of the Act.

### **PRICEWATERHOUSECOOPERS**

(No. AF: 1146)

Public Accountants

### **DATO' GUMURI BIN HUSSAIN**

(No. 892/04/02 (J))

Partner of the firm

31 December 2001

## **report of the auditors**

*to the Members of Malaysian Resources Corporation Berhad (Company No. 7994D)*

transparency

# income statements

for the financial year ended 31 august 2001

	Note	Group		Company	
		2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Revenue	4	<b>533,080</b>	248,570	<b>99,458</b>	18,904
Cost of sales		(470,200)	(218,974)	(81,302)	(6,182)
Gross profit		<b>62,880</b>	29,596	<b>18,156</b>	12,722
Other operating income:					
- gain on disposal of:					
• subsidiaries		<b>10</b>	654	-	-
• associates		<b>169,111</b>	122,090	<b>342,068</b>	250,338
• other investment		-	733	-	733
- others	5	<b>26,784</b>	10,435	<b>19,635</b>	2,456
Selling and distribution costs		(5,223)	(675)	(2,965)	(291)
Administrative expenses		(64,086)	(35,740)	(24,823)	(19,167)
Other operating expenses:					
- allowance for diminution in value					
of investments in:					
• subsidiaries		-	-	<b>(54,899)</b>	-
• associates		(430,784)	-	<b>(497,878)</b>	-
• other investments		(222)	-	<b>(200)</b>	-
- goodwill written off		(62,299)	-	-	-
- facility charges on hedging contract		(35,602)	-	-	-
- impairment loss on investment properties		(29,965)	-	-	-
- (provision for)/write back of foreseeable losses on development properties		(27,196)	12,560	-	-
- allowance for doubtful debts		(26,279)	(2,866)	<b>(381,420)</b>	(521)
- allowance for expressway development expenditure		(18,256)	-	-	-
- others		(52,259)	(26,447)	<b>(9,578)</b>	(13,962)
(Loss)/profit from operations	6	<b>(493,386)</b>	110,340	<b>(591,904)</b>	232,308
Finance costs	7	<b>(82,653)</b>	(112,058)	<b>(46,996)</b>	(59,620)
Share of results of associates		(72,551)	82,864	-	-
Share of results of jointly controlled entities		<b>420</b>	145	-	-
(Loss)/profit from ordinary activities before taxation		<b>(648,170)</b>	81,291	<b>(638,900)</b>	172,688
Taxation	8	<b>(1,399)</b>	(7,692)	-	14,073
(Loss)/profit from ordinary activities after taxation		<b>(649,569)</b>	73,599	<b>(638,900)</b>	186,761
Minority interests		<b>(7,186)</b>	(15,915)	-	-
Net (loss)/profit attributable to shareholders		<b>(656,755)</b>	57,684	<b>(638,900)</b>	186,761
(Loss)/earnings per share (sen):					
- Basic	9	<b>(67.31)</b>	5.93		

The notes on pages 81 to 126 form an integral part of these financial statements.

**balance sheets**

as at 31 august 2001

**balance sheets**  
as at 31 august 2001

بُرْج تَعْلِيقَة عَجْوَابِين

	Note	Group		Company	
		2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>NON CURRENT ASSETS</b>					
Property, plant and equipment					
- Operational property, plant and equipment	10(a)	<b>218,107</b>	94,575	<b>9,523</b>	4,873
- Investment properties	10(b)	<b>223,434</b>	258,429	-	-
		<b>441,541</b>	353,004	<b>9,523</b>	4,873
Development properties	11	<b>738,188</b>	591,949	<b>4,033</b>	3,920
Expressway development expenditure	12	-	15,650	-	-
Subsidiaries	13	-	-	<b>218,909</b>	74,059
Associates	14	<b>682,186</b>	1,637,543	<b>776,923</b>	1,474,784
Jointly controlled entities	15	<b>112</b>	5,121	-	-
Other investments	16	<b>1,185</b>	1,407	<b>910</b>	1,110
Project development expenditure	17	<b>8,549</b>	4,084	-	-
Goodwill on consolidation		<b>8,944</b>	31,763	-	-
		<b>1,880,705</b>	2,640,521	<b>1,010,298</b>	1,558,746
<b>CURRENT ASSETS</b>					
Development properties	11	<b>233,900</b>	250,445	-	-
Inventories	18	<b>11,749</b>	14,891	-	-
Trade and other receivables	19	<b>520,507</b>	494,222	<b>612,171</b>	833,677
Marketable securities	21	<b>290</b>	290	-	-
Bank balances and deposits	22	<b>334,689</b>	99,821	<b>5,561</b>	1,081
		<b>1,101,135</b>	859,669	<b>617,732</b>	834,758
<b>CURRENT LIABILITIES</b>					
Provisions for liabilities and charges	23	<b>24,027</b>	21,643	-	-
Trade and other payables	24	<b>512,327</b>	489,179	<b>339,222</b>	304,198
Short term borrowings	26	<b>831,052</b>	1,116,145	<b>515,000</b>	532,162
Taxation		<b>27,046</b>	31,289	-	-
		<b>1,394,452</b>	1,658,256	<b>854,222</b>	836,360
<b>NET CURRENT LIABILITIES</b>		<b>(293,317)</b>	(798,587)	<b>(236,490)</b>	(1,602)
<b>NON CURRENT LIABILITIES</b>					
Provisions for liabilities and charges	23	<b>1,388</b>	1,408	<b>616</b>	715
Bonds	27	<b>910,339</b>	-	-	-
Long term liabilities	28	<b>110,860</b>	502,908	<b>3,780</b>	149,624
Deferred taxation (asset)	31	<b>(19,159)</b>	(12,540)	-	-
		<b>1,003,428</b>	491,776	<b>4,396</b>	150,339
		<b>583,960</b>	1,350,158	<b>769,412</b>	1,406,805
<b>CAPITAL AND RESERVES</b>					
Share capital	32	<b>976,550</b>	975,096	<b>976,550</b>	975,096
Reserves		<b>(503,436)</b>	166,524	<b>(207,138)</b>	431,709
Shareholders' equity		<b>473,114</b>	1,141,620	<b>769,412</b>	1,406,805
Minority interests		<b>110,846</b>	208,538	-	-
		<b>583,960</b>	1,350,158	<b>769,412</b>	1,406,805

The notes on pages 81 to 126 form an integral part of these financial statements.

# consolidated statement of changes in equity

for the financial year ended 31 august 2001

责任

	<b>Share Capital</b>	<b>Non-Distributable</b>				<b>Total</b> <b>RM'000</b>
		<b>Nominal value RM'000</b>	<b>Share premium RM'000</b>	<b>Statutory reserves RM'000</b>	<b>Currency translation difference RM'000</b>	
At 1 September 2000	<b>975,096</b>	<b>1,008,410</b>	<b>69,995</b>	<b>15</b>	<b>(911,896)</b>	<b>1,141,620</b>
Issue of share capital - exercise of Options under ESOS	<b>1,454</b>	<b>53</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,507</b>
Share in the transfer to statutory reserves by associates	-	-	<b>16,188</b>	-	<b>(16,188)</b>	-
Currency translation arising in the financial year	-	-	-	<b>775</b>	-	<b>775</b>
Net gain/(loss) not recognized in income statement	-	-	<b>16,188</b>	<b>775</b>	<b>(16,188)</b>	<b>775</b>
Net loss for the financial year	-	-	-	-	<b>(656,755)</b>	<b>(656,755)</b>
Share of an associate's post acquisition loss of its associate	-	-	-	-	<b>(14,033)</b>	<b>(14,033)</b>
At 31 August 2001	<b>976,550</b>	<b>1,008,463</b>	<b>86,183</b>	<b>790</b>	<b>(1,598,872)</b>	<b>473,114</b>
At 1 September 1999	969,781	1,006,725	52,519	-	(949,493)	1,079,532
Issue of share capital - exercise of Options under ESOS	5,315	1,685	-	-	-	7,000
Share in the transfer to statutory reserves by associates	-	-	<b>17,476</b>	-	<b>(17,476)</b>	-
Currency translation arising in the financial year	-	-	-	<b>15</b>	-	<b>15</b>
Net gain/(loss) not recognized in income statement	-	-	<b>17,476</b>	<b>15</b>	<b>(17,476)</b>	<b>15</b>
Net profit for the financial year	-	-	-	-	<b>57,684</b>	<b>57,684</b>
Share of an associate's prior year adjustment	-	-	-	-	<b>(2,611)</b>	<b>(2,611)</b>
At 31 August 2000	975,096	1,008,410	69,995	15	(911,896)	1,141,620

The notes on pages 81 to 126 form an integral part of these financial statements.

**company statement of changes in equity**

for the financial year ended 31 august 2001

	Share Capital		Non-Distributable		Total RM'000
	Nominal value RM'000	Share premium RM'000	Accumulated losses RM'000		
At 1 September 2000	<b>975,096</b>	<b>1,008,410</b>	(576,701)	<b>1,406,805</b>	
Issue of share capital					
- exercise of Options under ESOS	<b>1,454</b>	<b>53</b>	–	<b>1,507</b>	
Net loss for the financial year	–	–	(638,900)	(638,900)	
At 31 August 2001	<b>976,550</b>	<b>1,008,463</b>	(1,215,601)	<b>769,412</b>	
At 1 September 1999	969,781	1,006,725	(763,462)	1,213,044	
Issue of share capital					
- exercise of Options under ESOS	5,315	1,685	–	7,000	
Net profit for the financial year	–	–	186,761	186,761	
At 31 August 2000	<b>975,096</b>	<b>1,008,410</b>	(576,701)	<b>1,406,805</b>	

**company statement of changes in equity**  
for the financial year ended 31 august 2001

accountability

The notes on pages 81 to 126 form an integral part of these financial statements.

# cash flow statements

for the financial year ended 31 august 2001

	Note	Group		Company		
		2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000	
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>						
(Loss)/profit from ordinary activities before taxation						
		<b>(648,170)</b>	81,291	<b>(638,900)</b>	172,688	
Adjustments for:						
Share of results of:						
- associates		<b>72,551</b>	(82,864)	-	-	
- jointly controlled entities		<b>(420)</b>	(145)	-	-	
Goodwill written off		<b>62,299</b>	-	-	-	
Interest expense		<b>72,507</b>	101,167	<b>36,790</b>	50,550	
Allowance for diminution in value of investments in:						
- subsidiaries		-	-	<b>54,899</b>	-	
- associates		<b>430,784</b>	-	<b>497,878</b>	-	
- other investments		<b>222</b>	-	<b>200</b>	-	
Impairment loss on investment properties		<b>29,965</b>	-	-	-	
Provision for/(write back of) foreseeable losses on development properties		<b>27,196</b>	(12,560)	-	-	
Allowance for doubtful debts		<b>26,279</b>	2,866	<b>381,420</b>	521	
Allowance for expressway development expenditure		<b>18,256</b>	-	-	-	
Operational property, plant and equipment:						
- depreciation		<b>8,496</b>	10,679	<b>2,236</b>	1,073	
- impairment loss		<b>5,526</b>	-	-	-	
- written off		<b>7,324</b>	14	-	3	
- net gain on disposal		<b>(448)</b>	(951)	<b>(230)</b>	(140)	
Depreciation of investment properties		<b>5,030</b>	1,354	-	-	
Provision for/(write back of):						
- liabilities and charges		<b>2,098</b>	(27,118)	<b>155</b>	(213)	
- losses on contracts		<b>5,989</b>	569	-	-	
Project development expenditure amortised/written off		<b>5,572</b>	1,770	-	-	
Bad debts written off		<b>4,436</b>	960	<b>30</b>	619	
Realisation of intercompany gain on disposal of an associate		-	-	<b>138,906</b>	-	
Amortisation of bonds issuance expenses		<b>554</b>	-	-	-	
Net gain on disposal/dilution of investments in:						
- subsidiaries		<b>(10)</b>	(654)	-	-	
- associates		<b>(169,111)</b>	(122,090)	<b>(342,068)</b>	(250,338)	
- other investment		-	(733)	-	(733)	
- marketable securities		-	(2,133)	-	-	
Interest income		<b>(4,763)</b>	(3,980)	<b>(2,309)</b>	(5,124)	
Net unrealised gain on foreign exchange		<b>(2,738)</b>	(272)	-	-	
Dividend income		-	(13)	-	(4,334)	
		<b>(40,576)</b>	(52,843)	<b>129,007</b>	(35,428)	

## cash flow statements

for the financial year ended 31 august 2001 (continued)

Note	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Changes in working capital:</b>				
Increase in development properties	<b>(136,089)</b>	(56,770)	<b>(113)</b>	(50)
Increase in expressway development expenditure	<b>(2,606)</b>	(4,522)	—	—
Increase in project development expenditure	<b>(8,028)</b>	(913)	—	—
Decrease/(increase) in inventories	<b>3,143</b>	(87,859)	—	—
(Increase)/decrease in receivables	<b>(41,509)</b>	(1,316)	<b>85,426</b>	(182,140)
Decrease in marketable securities	—	3,113	—	—
Increase in amounts due from subsidiaries	—	—	<b>(407,304)</b>	(172,744)
Decrease in amounts due from associates	<b>19,738</b>	12,595	<b>14,355</b>	947
Increase /(decrease) in payables	<b>28,264</b>	(25,824)	<b>(19,104)</b>	2,831
Decrease in deferred liabilities	<b>(55,615)</b>	(162,338)	<b>(138,906)</b>	—
Net cash used in operations	<b>(233,278)</b>	(376,677)	<b>(336,639)</b>	(386,584)
Interest received	<b>4,763</b>	3,980	<b>2,309</b>	5,124
<b>Dividends received from:</b>				
- associates	<b>3,385</b>	3,630	<b>3,385</b>	3,120
- subsidiaries	—	—	<b>2,376</b>	—
- marketable securities	—	10	—	—
Taxation (paid)/refunded	<b>(1,728)</b>	4,451	—	15,287
Interest paid	<b>(157,512)</b>	(125,522)	<b>(33,512)</b>	(47,267)
Retirement benefits paid	<b>(254)</b>	(36)	<b>(254)</b>	(36)
Net cash outflow from operating activities	<b>(384,624)</b>	(490,164)	<b>(362,335)</b>	(410,356)

## CASH FLOWS FROM INVESTING ACTIVITIES

<b>Proceeds from disposal of:</b>				
- shares in associates	<b>595,275</b>	436,434	<b>401,296</b>	411,621
- other investments	—	733	—	733
<b>Proceeds from disposal of operational property, plant and equipment</b>				
Net cash from disposal of interest in a subsidiary A	<b>1,662</b>	5,071	<b>513</b>	559
Proceeds from sale of shares to minority shareholder B	<b>300</b>	—	—	—
Net cash from acquisition of subsidiaries B	<b>(5,751)</b>	287	—	—
Purchase of operational property, plant and equipment	<b>(142,913)</b>	(9,286)	<b>(7,169)</b>	(3,860)
Purchase of additional shares in investments in subsidiaries	—	—	<b>(3,557)</b>	(1,201)
Net cash inflow from investing activities	<b>448,573</b>	435,212	<b>391,083</b>	407,852

## cash flow statements

for the financial year ended 31 august 2001 (continued)

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**cash flow statements**  
for the financial year ended 31 august 2001 (continued)

	Note	Group		Company		
		2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000	
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>						
Proceeds from:						
- short term borrowings		<b>367,065</b>	78,484	<b>195,000</b>	73,834	
- long term loans		<b>926,332</b>	219,726	<b>320,000</b>	-	
- issue of shares		<b>1,507</b>	7,000	<b>1,507</b>	7,000	
Repayment of:						
- long term loans		<b>(269,625)</b>	(150,882)	<b>(266,041)</b>	(43,959)	
- short term borrowings		<b>(629,191)</b>	(18,594)	<b>(188,571)</b>	(18,513)	
Fixed deposits held as security value		<b>(268,478)</b>	(3,955)	-	-	
Dividend paid to minority interest		<b>(1,944)</b>	-	-	-	
Payment to minority shareholder on redemption of preference shares in a subsidiary		<b>(136,964)</b>	-	-	-	
Net cash (outflow)/inflow from financing activities		<b>(11,298)</b>	131,779	<b>61,895</b>	18,362	
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>						
		<b>52,651</b>	76,827	<b>90,643</b>	15,858	
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR</b>						
		<b>(6,677)</b>	(83,504)	<b>(85,082)</b>	(100,940)	
<b>CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR</b>						
	33	<b>45,974</b>	(6,677)	<b>5,561</b>	(85,082)	

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The notes on pages 81 to 126 form an integral part of these financial statements.

## cash flow statements

for the financial year ended 31 august 2001 (continued)

### (A) SUMMARY OF EFFECTS ON DISPOSAL OF A SUBSIDIARY

	2001 RM'000	2000 RM'000
Net assets disposed:		
Property, plant and equipment	-	3,445
Inventories	-	7
Trade and other receivables	-	2,557
Trade and other payables	-	(4,872)
Bank overdraft	-	(998)
Minority interests	-	(48)
<b>Net assets disposed</b>	<b>-</b>	<b>91</b>
Incidental cost on disposal of a subsidiary	-	230
Exceptional gain on disposal	-	654
<b>Total consideration received from disposal</b>	<b>-</b>	<b>975</b>
Add: Bank overdraft	-	998
<b>Net cash from disposal of interest in a subsidiary</b>	<b>-</b>	<b>1,973</b>

There were no disposal of interest in subsidiaries during the financial year.

### (B) SUMMARY OF EFFECTS ON ACQUISITION OF SUBSIDIARIES

	2001 RM'000	2000 RM'000
Net assets acquired:		
Property, plant and equipment	1,564	43
Development properties	-	19,162
Project development expenditure	-	2
Trade and other receivables	19,374	237
Deposits with finance companies	291	308
Cash and bank balances	5,082	-
Trade and other payables	(11,718)	(21,326)
Provision for liabilities and changes	(520)	-
Bank overdraft	-	(21)
Long term loan	(5,000)	-
Minority interests	(1,223)	-
<b>Net assets/(liabilities) acquired</b>	<b>7,850</b>	<b>(1,595)</b>
Less: Amount accounted for as an associate at 1.9.2000	(3,742)	-
Goodwill on acquisition	7,016	1,595
<b>Purchase consideration</b>	<b>11,124</b>	<b>-</b>
Less: Deposits with finance companies acquired	(291)	(308)
Cash and bank balances acquired	(5,082)	-
Bank overdraft	-	21
<b>Net cash used for/(obtained from) acquisition of subsidiaries</b>	<b>5,751</b>	<b>(287)</b>

## cash flow statements

for the financial year ended 31 august 2001 (continued)

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# **cash flow statements**

for the financial year ended 31 august 2001 (continued)

## **cash flow statements**

*for the financial year ended 31 august 2001 (continued)*

### **(B) SUMMARY OF EFFECTS ON ACQUISITION OF SUBSIDIARIES (continued)**

#### **(a) MRCB Multimedia Consortium Sdn. Bhd.**

On 22 September 2000, the Company acquired an additional 48.15% equity interest in MRCB Multimedia Consortium Sdn. Bhd. ("MMCSB") for cash consideration of RM4,494,000. Consequently, MMCSB, an associate, became a subsidiary of the Company and the Group's effective equity interest in MMCSB increased from 23.33% to 71.48% (Note 38).

#### **(b) Malaysian Resources Sentral Sdn. Bhd. (formerly known as Pentasuri Sdn. Bhd.)**

On 3 October 2000, the Company paid RM2 in cash to subscribe for 100% equity interest in Malaysian Resources Sentral Sdn. Bhd., a newly incorporated company (Note 38).

#### **(c) MRCB Software Vision Sdn. Bhd. (formerly known as Cybertronics Sdn. Bhd.)**

On 15 December 2000, the Company paid RM2 in cash to subscribe for 100% equity interest in MRCB Software Vision Sdn. Bhd. ("MSVSB"), a newly incorporated company. On 6 August 2001, the Company paid a further RM99,998 in cash to subscribe for additional shares in MSVSB (Note 38).

#### **(d) Sibexlink Sdn. Bhd.**

On 6 July 2001, the Company acquired 59.65% equity interest in Sibexlink Sdn. Bhd. for cash consideration of RM6,630,000 (Note 38).

#### **(e) Other acquisitions**

On 15 December 2000, the Company subscribe for 100% equity interest in the following six (6) newly incorporated companies for a cash consideration of RM2 each (Note 38):

- (i) Netcelerator (M) Sdn. Bhd. (formerly known as Casamewah Sdn. Bhd.)
- (ii) Estroman Sdn. Bhd.
- (iii) Amirijaya Sdn. Bhd.
- (iv) Multimedia Base Sdn. Bhd.
- (v) Profitune Sdn. Bhd.
- (vi) Digiwill Sdn. Bhd.

The effect of the acquisitions on the financial results of the Group from the date of the respective acquisitions to 31 August 2001 was as follows:

	<b>RM'000</b>
Revenue	24,095
Operating costs	(19,236)
Profit on operations	4,859
Finance cost	(1)
Profit before taxation	4,858
Taxation	—
Profit after taxation and attributable to shareholders	4,858

## **cash flow statements**

*for the financial year ended 31 august 2001 (continued)*

### **(B) SUMMARY OF EFFECTS ON ACQUISITION OF SUBSIDIARIES (continued)**

The effect of the acquisitions on the financial position of the Group at 31 August 2001 was as follows:

	At 31.8.2001 RM'000
Property, plant and equipment	1,437
Goodwill on acquisition	7,016
Trade and other receivables	22,904
Cash and bank balances	8,506
Trade and other payables	(13,195)
Provision for liabilities and charges	(720)
Short term borrowings	(5,000)
Minority interests	(1,313)
Group's share of net assets	19,635
Less: Amount accounted for as an associate	(3,742)
Less: Group's share of profit had the Group not acquired the additional equity interest	(1,223)
	<b>14,670</b>

## **cash flow statements**

*for the financial year ended 31 august 2001 (continued)*

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## 1 GENERAL INFORMATION

The Company is principally an investment holding company. The Company also engages in construction related activities and provides management services to its subsidiaries.

The Group is principally engaged in engineering and construction services, property development, multimedia and information technology services, publishing, broadcasting and financial services.

The principal activities of the subsidiaries and associates are described in Note 38 to the financial statements.

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and listed on the Main Board of the Kuala Lumpur Stock Exchange.

The address of the registered office of the Company is as follows:

Aras 10, Menara MRCB  
No. 2, Jalan Majlis 14/10, Seksyen 14  
40000 Shah Alam, Selangor Darul Ehsan

## 2 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The financial statements of the Group and of the Company have been prepared under the historical cost convention as modified for the revaluation of certain investment properties and development properties, and except as disclosed in the summary of significant accounting policies below. The financial statements comply with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965.

The preparation of financial statements in conformity with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965 require the Directors to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported financial year. Actual results could differ from those estimates.

## 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### (a) Basis of consolidation

The consolidated income statement and balance sheet include the financial statements of the Company and all its subsidiaries made up to the end of the financial year.

Financial statements of subsidiaries are consolidated using the acquisition method of accounting, commencing from the date on which control is transferred to the Group and are no longer consolidated from the date that control ceases.

Under the acquisition method of accounting, the results of subsidiaries acquired or disposed off during the financial year are included from the date of acquisition up to the date of disposal. At the date of acquisition, the fair values of the subsidiaries' net assets are determined and these values are reflected in the consolidated financial statements. The difference between the acquisition cost and the fair values of the subsidiaries' net assets is reflected as goodwill on consolidation.

Intragroup transactions, balances and unrealised gains on transactions are eliminated; unrealised losses are also eliminated unless cost cannot be recovered. Where necessary, adjustments are made to the financial statements of subsidiaries to ensure consistency with the accounting policies adopted by the Group. Minority interest is measured at the minorities' share of post acquisition fair values of the identifiable assets and liabilities of the acquired. Separate disclosure is made of minority interests.

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

**(a) Basis of consolidation (continued)**

The gain or loss on disposal of a subsidiary is the difference between net disposal proceeds and the Group's share of its net assets together with the goodwill on acquisition.

**(b) Goodwill on consolidation**

Goodwill arising on consolidation represents the excess of the fair value of the purchase consideration of the subsidiaries over the Group's share of the fair value of their separable net assets at the date of acquisition. Goodwill is stated at cost except where it is written off if, in the opinion of the Directors, it is permanently impaired. Goodwill written off by the associates is restated in the Group's financial statements to be consistent with the Group's policy.

**(c) Subsidiaries**

Subsidiaries are those enterprises in which the Group has power to exercise control over the financial and operating policies so as to obtain benefits from their activities.

Investments in subsidiaries are stated at cost except where the Directors are of the opinion that there is a permanent diminution in the value of an investment, in which case allowance is made for the diminution in value. Permanent diminution in value of an investment is recognised as an expense in the financial year in which the diminution is identified.

**(d) Associates**

Investments in associates are accounted for in the consolidated financial statements by the equity method of accounting. Associates are enterprises in which the Group exercises significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the associates but not control over those policies.

Investments in associates are stated at cost except where the Directors are of the opinion that there is a permanent diminution in the value of an investment, in which case allowance is made for the diminution in value. Permanent diminution in value of an investment is recognised as an expense in the financial year in which the diminution is identified.

Equity accounting involves recognising in the income statement the Group's share of the results of associates for the period. The Group's investments in associates are carried in the balance sheet at an amount that reflects its share of the net assets of the associates and includes goodwill on acquisition. Equity accounting is discontinued when the carrying amount of the investment in an associate reaches zero, unless the Group has incurred obligations or guaranteed obligations in respect of the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates; unrealised losses are also eliminated unless the transaction provides evidence on impairment of the asset transferred. Where necessary, in applying the equity method, adjustments are made to the financial statements of associates to ensure consistency of accounting policies with the Group.

**(e) Jointly controlled entities**

Jointly controlled entities are corporations, partnership or other entities over which there is a contractually agreed sharing of control by the Group with one or more parties over the financial and operating policy decisions.

# notes to the financial statements

31 august 2001 (continued)

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## 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### (e) Jointly controlled entities (continued)

With the adoption of MASB Standard 16 "Financial Reporting of Interest in Joint Venture", results and interests in jointly controlled entities are equity accounted in the consolidated financial statements of the Group. This represent a change in accounting policy from the previous years where interests in jointly controlled entities were proportionately consolidated to the balance sheet and results of the Group. The effects of this change in accounting policy are disclosed in Note 34 to the financial statements.

Unrealised gains on transactions between the Group and its jointly controlled entities are eliminated to the extent of the Group's interest in the jointly controlled entities; unrealised losses are also eliminated unless the transaction provides evidence on impairment of the asset transferred. Where necessary, in applying the equity method, adjustments have been made to the financial statements of jointly controlled entities to ensure consistency of accounting policies with those of the Group.

### (f) Other investments

Long term investments are stated at cost. Allowance for diminution in value of investments is only made where, in the opinion of the Directors, there is a permanent diminution in their values. Permanent diminution in the value of an investment is recognised as an expense in the financial year in which the diminution is identified.

On disposal of an investment, the difference between net disposal proceeds and its carrying amount is charged or credited to the income statement.

### (g) Marketable securities

Marketable securities are carried at the lower of cost and market value, determined on an aggregate portfolio basis by category of investment. Cost is derived at on the weighted average basis. Market value is calculated by reference to stock exchange quoted selling prices at the close of business on the balance sheet date. Increases/decreases in the carrying amount of marketable securities are credited/charged to the income statement.

On disposal of an investment, the difference between net disposal proceeds and its carrying amount is charged or credited to the income statement.

### (h) Property, plant and equipment

Operational property, plant and equipment are stated at cost less accumulated depreciation except for freehold land and construction-in-progress which are not depreciated. Leasehold land is amortised on a straight line basis over the period of the lease of 99 years.

Other operational property, plant and equipment are depreciated on a straight line basis to write off the cost of each asset to their residual values over their estimated useful lives at the following annual rates:

Buildings	2%
Plant and machinery	5% - 20%
Furniture, fittings, office equipment and computers	5% - 33 1/3%
Motor vehicles	20% - 33 1/3%

Investment properties held as assets are stated at cost or Directors' valuation which is based on a valuation by professional valuers in 1989 using the open market value basis, less accumulated depreciation.

The Directors have applied the transitional provisions issued by the Malaysian Accounting Standards Board ("MASB") on adoption of MASB Standard 15 'Property, Plant and Equipment' which allows the leasehold land and buildings to be stated at their previous years' valuations less depreciation. Accordingly, the valuations have not been updated.

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (h) Property, plant and equipment (continued)

Leasehold land under investment properties are amortised over the period of the respective leases which range from 66 years to 99 years. Depreciation is computed on the straight line method to write off the cost of each asset over its estimated useful live. The principal annual depreciation rate for building under investment properties is 2%.

Where an indication of impairment exists, the carrying amount of the asset is assessed and written down immediately to its recoverable amount.

#### (i) Finance lease and hire purchase

Leases of property, plant and equipment where substantially all the benefits and risks of ownership are transferred to the Group and the Company are classified as finance leases.

Property, plant and equipment acquired under finance lease and hire purchase are capitalised in the financial statements and are depreciated in accordance with the policy set out in Note 3(h) above. The corresponding outstanding obligations due under the finance lease and hire purchase after deducting finance charges are included as liabilities in the financial statements. Finance charges are allocated to the income statements over the periods of the respective agreements.

#### (j) Project development expenditure

Expenditure incurred prior to the date of commencement of commercial operation is capitalised as project development expenditure and amortised over a period of not more than ten years when operation commences. The amount capitalised is charged as an expense in the income statement in the financial year in which it is identified that no future economic benefits are expected to flow from the project development expenditure.

#### (k) Foreign currencies

The Group's foreign entities are those operations that are not an integral part of the operations of the Company. Income statements of foreign entities are translated into Ringgit Malaysia at average exchange rates for the financial year and the balance sheets are translated at exchange rates ruling at the balance sheet date. Exchange differences arising from the retranslation of the net investment in foreign entities are taken to 'Currency translation difference' in shareholders' equity. On disposal of the foreign entity, such translation differences are recognised in the income statement as part of the gain or loss on disposal.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the Group and translated at the exchange rate ruling at the date of the transaction.

Financial statements of foreign operations that are integral to the operations of the Company are translated using procedures in the following paragraph as if the transactions of the foreign operations had been those of the Company.

Transactions in foreign currencies are converted into Ringgit Malaysia at the exchange rates ruling at the transaction dates. Monetary assets and liabilities in foreign currencies at the balance sheet date are converted into Ringgit Malaysia at the rates of exchange ruling on that date. Exchange differences arising from the settlement of foreign currency transactions and from the translation of foreign currency monetary assets and liabilities are included in the income statements.

# notes to the financial statements

31 august 2001 (continued)

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## **3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

### **(k) Foreign currencies (continued)**

The principal closing rates used in translation of foreign currency amounts are as follows:

<b>Foreign currency</b>	<b>31.8.2001</b>	<b>31.8.2000</b>
	RM	RM
1 US Dollar	3.825	3.825
1 Deutschemark	1.790	1.761
1 Swedish Kroner	0.371	0.408
100 South African Rand	45.51	54.43

### **(l) Development properties**

Development properties are stated at cost or Directors' valuation which is based on valuation by professional valuers in 1989 and 1995 in the respective subsidiaries concerned, using the open market value basis plus attributable profits less progress billings and provision for foreseeable losses. The Directors do not adopt a policy of regular revaluations of such assets.

Cost comprises land cost and development expenditure which includes borrowing cost relating to the financing of the development up until the properties are ready for their intended use.

The Group considers as current asset that portion of development properties where significant development work has been undertaken and is expected to be completed within the normal operating cycle of two to three years.

### **(m) Income recognition on development properties**

Profit on the sale of development properties is recognised on the percentage of completion method. Anticipated losses are immediately recognised in the income statements.

No profit is recognised where development is in its initial stage or has not reached a stage of completion where it is possible to determine the financial outcome of the development with reasonable accuracy.

### **(n) Expressway development expenditure**

Expressway development expenditure represents cost incurred, which includes borrowing cost relating to the financing of the development, in connection with the Ipoh-Lumut Expressway Project.

The total development expenditure incurred for the project will be amortised over the remaining concession period upon completion of the construction of the expressway and commencement of collection of toll revenues. The amount capitalised is charged as an expense in the income statement in the financial year in which it is identified that no future economic benefits are expected to flow from the expressway development expenditure.

### **(o) Construction contract**

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that it is probable will be recoverable and contract costs are recognised as expenses.

When the outcome of a construction contract can be estimated reliably, contract revenue and contract costs are recognised over the period of the contract as revenue and expense respectively.

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (o) Construction contract (continued)

The Group uses the percentage of completion method to determine the appropriate amount of revenue and costs to recognise in a given period; the stage of completion is measured by reference to the proportion that contract costs incurred for work performed to date to the estimated total costs for the contract. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

No profit is recognised where contract works is in its initial stage or has not reached a stage of completion where it is possible to determine the financial outcome of the contract with reasonable accuracy.

The aggregate of the costs incurred and the profit/loss recognised on each contract is compared against the progress billings up to the end of the financial year. Where costs incurred and recognised profit (less recognised losses) exceed progress billings, the balance is shown as 'Amounts due from customers on contracts' under trade and other receivables. Conversely, where progress billings exceed costs incurred and recognised profit, the balance is shown as 'Amounts due to customers on contracts' under trade and other payables.

#### (p) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost includes where relevant, appropriate proportions of overheads and is determined using the weighted average and specific identification method where applicable after providing for all items considered obsolete or slow moving.

#### (q) Receivables

Receivables are carried at anticipated realisable value. An estimate is made for doubtful debts based on a review of all outstanding amounts at the financial year end. Bad debts are written off during the financial year in which they are identified.

#### (r) Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, when it is probable that an outflow of resources will be required to settle the obligation, and when a reliable estimate of the amount can be made.

#### Retirement benefits

The Group provides for unfunded retirement benefits to eligible employees i.e. those who have been in the service of the Group for a continuous period of at least ten (10) years. The contribution is calculated based on one month last drawn salary times years of service of the eligible employees. The contributions are charged to the income statement in the financial year to which they relate.

#### Other provisions

The Group provides for estimated liability on projects still under progress/guarantee period at the balance sheet date. This provision is calculated based on contract agreements/past histories.

The Group also recognises the estimated concession fees that is payable to the Government of Malaysia and Express Rail Link Sdn. Bhd. at the balance sheet date in relation to the concession to operate, manage and maintain the Kuala Lumpur central railway station. The provision is calculated based on the effective date as stated in the Concession Agreement.

# notes to the financial statements

31 august 2001 (continued)

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## **3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

### **(s) Bonds**

Bonds issued by the Group are stated at net proceeds received on issue. The bonds issuance expenses which represents the difference between the net proceeds and the total amount of the payment of the bonds are allocated to periods over the term of the bonds at a constant rate on the carrying amounts and are charged to the income statement.

### **(t) Deferred liabilities**

Deferred liabilities represent the estimated costs for the design and construction of the Kuala Lumpur central railway station and a State Government office block in Shah Alam, Selangor Darul Ehsan, at an amount equivalent to the respective commercial land alienated to the Group as consideration. The deferred liabilities are reduced progressively as and when cost are incurred in respect of the abovementioned projects.

### **(u) Deferred taxation**

The tax expense is determined on the basis of tax effect accounting using the liability method. Deferred taxation is recognised for all material timing differences between accounting and taxable income. The tax effect of timing differences that result in a debit balance or a debit to the deferred tax balance is not carried forward unless there is a reasonable expectation of its realisation.

The potential tax saving relating to a tax loss carry forward is only recognised if there is assurance beyond any reasonable doubt that future taxable income will be sufficient for the benefit of the loss to be realised.

Additional taxes have been recognised to the extent that dividends from subsidiaries, jointly controlled entities and associates are expected to result in such taxes. No taxes have been recognised for other unremitted earnings since these amounts are considered to be permanently reinvested by the companies concerned.

### **(v) Interest capitalisation**

Interest incurred on borrowings relating to the purchase of property, plant and equipment is capitalised until the assets are ready for their intended use. Interest relating to development properties is capitalised during the periods in which the activities to prepare and develop the properties are carried out.

### **(w) Cash and cash equivalents**

For the purposes of the cash flow statements, cash and cash equivalents comprise cash in hand, bank balances, demand deposits, bank overdrafts and short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

### **(x) Revenue recognition**

Revenue are recognised upon delivery of products and customer acceptance or upon completion of the performance of services rendered to customers, after eliminating revenue within the Group.

Revenue relating to long term contracts are accounted for under the percentage of completion method; the stage of completion is measured by reference to the actual costs incurred to date to estimated total costs for each contract.

Other revenues earned by the Group are recognised on the following bases:

Interest income - on the accruals basis

Dividend income - when the shareholder's right to receive payment is established

## notes to the financial statements

31 august 2001 (continued)

### 4 REVENUE

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Sale of:				
- development properties	<b>270,332</b>	81,698	-	-
- goods	<b>2,122</b>	8,631	<b>810</b>	6,592
- investments	-	3,113	-	-
Construction contracts	<b>225,926</b>	144,557	<b>82,998</b>	-
Information technology contracts	<b>24,132</b>	-	-	-
Management fees	-	-	<b>11,133</b>	4,962
Dividend income (gross):				
- subsidiary	-	-	<b>3,300</b>	-
- quoted investments in Malaysia	-	13	-	4,334
Interest income from loan stock	-	1,803	<b>1,217</b>	3,016
Investment property income	<b>6,830</b>	7,277	-	-
Rental income	<b>1,799</b>	-	-	-
Rendering of other services	<b>1,939</b>	1,478	-	-
	<b>533,080</b>	248,570	<b>99,458</b>	18,904

### 5 OTHER OPERATING INCOME

Others in other operating income includes:

Rental income on land and buildings	<b>1,391</b>	1,540	<b>1,320</b>	1,481
Rental income on other assets	<b>108</b>	38	-	-
Interest income from:				
- subsidiaries	-	-	<b>1,042</b>	1,151
- fixed deposits	<b>4,571</b>	1,371	<b>50</b>	803
- others	<b>192</b>	806	-	154
Compensation income	<b>16,989</b>	-	<b>16,989</b>	-
Forfeiture of progress billings and deposits	<b>448</b>	1,218	-	-

## notes to the financial statements

31 august 2001 (continued)

کارملاعن

## notes to the financial statements

31 august 2001 (continued)

**6 (LOSS)/PROFIT FROM OPERATIONS**

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
(Loss)/profit from operations is arrived at after charging/(crediting):				
Auditors' remuneration:				
- current	<b>368</b>	305	<b>42</b>	52
- under provision in previous years	-	61	<b>14</b>	74
Staff cost *	<b>44,231</b>	28,827	<b>15,367</b>	11,521
Operational property, plant and equipment:				
- depreciation	<b>8,496</b>	10,679	<b>2,236</b>	1,073
- impairment loss	<b>5,526</b>	-	-	-
- written off	<b>7,324</b>	14	-	3
- net gain on disposals	<b>(448)</b>	(951)	<b>(230)</b>	(140)
Depreciation of investment properties	<b>5,030</b>	1,354	-	-
Rental of:				
- premises	<b>1,585</b>	4,254	<b>5,594</b>	4,985
- motor vehicles	<b>369</b>	143	<b>97</b>	-
- office equipment	<b>199</b>	15	<b>64</b>	-
Hire of plant and machinery/equipment	<b>55</b>	1,165	-	-
Bad debts written off	<b>4,436</b>	960	<b>30</b>	619
Voluntary retrenchment scheme	<b>184</b>	204	-	-
Provision for foreseeable losses on contracts	<b>5,989</b>	569	-	-
Project development expenditure amortised/ written off	<b>5,572</b>	1,770	-	-
Provision for/(write back of) liabilities and charges	<b>2,098</b>	(27,118)	<b>155</b>	(213)
Amortisation of bonds issuance expenses	<b>554</b>	-	-	-
Net realised loss/(gain) on foreign exchange	<b>643</b>	(286)	<b>(2,738)</b>	(290)
Net unrealised gain on foreign exchange	<b>(2,738)</b>	-	-	-
Gain on disposal of marketable securities	-	(2,133)	-	-

Contract cost of the Group and the Company recognised as an expense during the financial year amounted to RM453,239,000 (2000: RM187,696,000) and RM80,508,000 (2000: RM Nil) respectively. Cost of inventories and services of the Group and the Company recognised as an expense during the financial year amounted to RM16,961,000 (2000: RM31,278,000) and RM794,000 (2000: RM6,182,000) respectively.

\* Included in staff cost for the financial year are:

Directors' remuneration paid to:

Directors of the Company:

- fees	<b>20</b>	20	<b>20</b>	20
- other emoluments	<b>1,984</b>	1,205	<b>1,984</b>	1,205

Directors of subsidiaries:

- fees	<b>24</b>	24	-	-
- other emoluments	<b>829</b>	893	-	-

The estimated monetary value of benefits provided to the Directors of the Group and of the Company by way of usage of the Group's and of the Company's assets and the provision of other benefits amounted to RM192,591 (2000: RM186,950) and RM70,699 (2000: RM60,350) respectively.

The number of persons employed by the Group and by the Company at the end of the financial year amounted to 908 (2000: 677) and 278 (2000: 223) respectively.

## notes to the financial statements

31 august 2001 (continued)

### 7 FINANCE COSTS

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Arrangement fee for borrowings	<b>12,163</b>	11,482	<b>10,206</b>	9,070
Interest expense on:				
- term loans	<b>58,042</b>	90,636	<b>31,112</b>	38,245
- bank overdraft, trust receipts and bills payable	<b>2,084</b>	7,446	<b>1,181</b>	6,332
- hire purchase	<b>1,874</b>	2,414	<b>244</b>	56
- loan stock	<b>673</b>	671	-	-
- intercompany advances	-	-	<b>4,253</b>	5,917
Finance charges on bonds issue	<b>9,834</b>	-	-	-
Net exchange gain on foreign currency borrowings:				
- unrealised	-	(272)	-	-
- realised	<b>(2,017)</b>	(319)	-	-
	<b>82,653</b>	112,058	<b>46,996</b>	59,620

### 8 TAXATION

In Malaysia:

Current taxation	<b>8,548</b>	6,827	-	-
Real property gain taxation	<b>23</b>	-	-	-
Over provision in prior years	<b>(11,086)</b>	(11,808)	-	(14,073)
Deferred taxation (Note 31)	<b>(6,619)</b>	(427)	-	-
Share of taxation of associates	<b>10,533</b>	13,100	-	-
	<b>1,399</b>	7,692	-	(14,073)

The disproportionate taxation charge of the Group arises due to tax losses of certain subsidiaries and associates which are not allowed to be set off against profits of other subsidiaries and associates within the Group as no Group relief is available and also due to certain expenses which were not deductible for tax purposes.

The Company has no taxation charge for the financial year as it has no chargeable income.

#### Tax losses

Tax savings as a result of the utilisation of current year tax losses for which credit is recognised during the financial year	<b>4,783</b>	438	<b>3,486</b>	415
Tax savings from the utilisation of tax losses brought forward from previous years for which the related credit is recognised during the financial year	<b>3,746</b>	3,855	-	-
Tax losses for which the related tax credit has not been recognised in the financial statements	<b>273,306</b>	201,464	<b>74,183</b>	47,019

notes to the financial statements

31 august 2001 (continued)

excellence

# notes to the financial statements

31 august 2001 (continued)

## 9 (LOSS)/EARNINGS PER SHARE

### (a) Basic (loss)/earnings per share

Basic (loss)/earnings per share of the Group is calculated by dividing the net (loss)/profit attributable to shareholders by the weighted average number of ordinary shares in issue during the financial year.

	Group	
	2001	2000
Net (loss)/profit attributable to shareholders (RM'000)	<b>(656,755)</b>	57,684
Weighted average number of ordinary shares in issue ('000)	<b>975,650</b>	972,501
Basic (loss)/earnings per share (sen)	<b>(67.31)</b>	5.93

### (b) Diluted (loss)/earnings per share

Diluted (loss)/earnings per share is not presented in the financial statements as it is not applicable to the Group since there were no dilutive potential ordinary shares following the expiry of the Options on 3 April 2001 (Note 32).

## 10 PROPERTY, PLANT AND EQUIPMENT

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Net book value</b>				
Operational property, plant and equipment (Note 10a)	<b>218,107</b>	94,575	<b>9,523</b>	4,873
Investment properties (Note 10b)	<b>223,434</b>	258,429	-	-
	<b>441,541</b>	353,004	<b>9,523</b>	4,873

**notes to the financial statements**

*31 august 2001 (continued)*

**10a OPERATIONAL PROPERTY, PLANT AND EQUIPMENT**

Group 2001	Furniture, fittings, office equipment and computers					Motor vehicles RM'000	Construction in-progress RM'000	Total RM'000
	Land and buildings RM'000	Plant and machinery RM'000	and computers RM'000					
<b>Cost</b>								
At 1.9.2000	55,915	51,016	19,143	13,911	2,827	142,812		
Additions	-	29	14,998	5,470	126,809	147,306		
Disposals	-	(1,691)	(120)	(2,292)	-	(4,103)		
Written off	(7,240)	-	-	(220)	-	(7,460)		
Impairment losses	(203)	(5,026)	(297)	-	-	(5,526)		
Acquisition of a subsidiary	-	-	3,739	49	-	3,788		
Transfer/ reclassification	5,101	-	(43)	(131)	(5,101)	(174)		
Currency translation difference	-	-	(12)	-	-	(12)		
At 31.8.2001	53,573	44,328	37,408	16,787	124,535	276,631		
<b>Accumulated depreciation</b>								
At 1.9.2000	2,575	24,558	12,706	8,398	-	48,237		
Charge for the financial year	415	4,618	3,796	2,447	-	11,276		
Released on disposals	-	(1,102)	(98)	(1,698)	-	(2,898)		
Written off	-	-	-	(136)	-	(136)		
Acquisition of a subsidiary	-	-	2,174	50	-	2,224		
Transfer/ reclassification	(131)	-	(31)	-	-	(162)		
Currency translation difference	-	-	(12)	(5)	-	(17)		
At 31.8.2001	2,859	28,074	18,535	9,056	-	58,524		

**notes to the financial statements**

*31 august 2001 (continued)*

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## notes to the financial statements

31 august 2001 (continued)

**10a OPERATIONAL PROPERTY, PLANT AND EQUIPMENT (continued)**

Group 2000						Furniture, fittings, office equipment and computers RM'000	Motor vehicles RM'000	Construction in-progress RM'000	Total RM'000
	Land and buildings RM'000	Plant and machinery RM'000							
<b>Cost</b>									
At 1.9.1999	58,277	56,853	15,546	14,032	103	144,811			
Additions	1,459	348	3,876	3,492	2,724	11,899			
Disposals	(2,790)	(803)	(147)	(3,492)	–	(7,232)			
Acquisition of a subsidiary	–	–	43	–	–	43			
Disposal of subsidiaries	–	(5,382)	(175)	(121)	–	(5,678)			
Transfer/ reclassification	(1,031)	–	–	–	–	(1,031)			
At 31.8.2000	55,915	51,016	19,143	13,911	2,827	142,812			
<b>Accumulated depreciation</b>									
At 1.9.1999	2,148	19,929	10,885	9,451	–	42,413			
Charge for the financial year	472	6,695	1,977	2,009	–	11,153			
Released on disposals	(45)	(56)	(52)	(2,943)	–	(3,096)			
Acquisition of a subsidiary	–	–	–	–	–	–			
Disposal of subsidiaries	–	(2,010)	(104)	(119)	–	(2,233)			
Transfer/ reclassification	–	–	–	–	–	–			
At 31.8.2000	2,575	24,558	12,706	8,398	–	48,237			
<b>Net book value</b>									
At 31.8.2001	<b>50,714</b>	<b>16,254</b>	<b>18,873</b>	<b>7,731</b>	<b>124,535</b>	<b>218,107</b>			
At 31.8.2000	53,340	26,458	6,437	5,513	2,827	94,575			

**notes to the financial statements**

*31 august 2001 (continued)*

**10a OPERATIONAL PROPERTY, PLANT AND EQUIPMENT (continued)**

Land and buildings of the Group are as follows:

<b>Group 2001</b>	<b>Freehold land</b>	<b>Long leasehold land</b>	<b>Buildings</b>	<b>Total</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
<b>Cost</b>				
At 1.9.2000	<b>10,744</b>	<b>17,052</b>	<b>28,119</b>	<b>55,915</b>
Written off	-	(7,240)	-	(7,240)
Impairment losses	-	-	(203)	(203)
Transfer/reclassification	-	-	5,101	5,101
At 31.8.2001	<b>10,744</b>	<b>9,812</b>	<b>33,017</b>	<b>53,573</b>
<b>Accumulated depreciation</b>				
At 1.9.2000	-	<b>814</b>	<b>1,761</b>	<b>2,575</b>
Charge for the financial year	-	-	415	415
Transfer/reclassification	-	-	(131)	(131)
At 31.8.2001	-	<b>814</b>	<b>2,045</b>	<b>2,859</b>
<b>2000</b>				
<b>Cost</b>				
At 1.9.1999	11,775	17,052	29,450	58,277
Additions	-	-	1,459	1,459
Disposals	-	-	(2,790)	(2,790)
Transfer/reclassification	(1,031)	-	-	(1,031)
At 31.8.2000	10,744	17,052	28,119	55,915
<b>Accumulated depreciation</b>				
At 1.9.1999	-	814	1,334	2,148
Charge for the financial year	-	-	472	472
Released on disposals	-	-	(45)	(45)
At 31.8.2000	-	814	1,761	2,575
<b>Net book value</b>				
At 31.8.2001	<b>10,744</b>	<b>8,998</b>	<b>30,972</b>	<b>50,714</b>
At 31.8.2000	10,744	16,238	26,358	53,340

**notes to the financial statements**

*31 august 2001 (continued)*

transparency

**10a OPERATIONAL PROPERTY, PLANT AND EQUIPMENT (continued)**

<b>Company</b>	<b>Furniture, fittings, office equipment and computers</b>	<b>Motor vehicles</b>	<b>Total</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
<b>Cost</b>			
At 1.9.2000	6,310	5,827	12,137
Additions	3,710	3,459	7,169
Disposals	(17)	(1,036)	(1,053)
At 31.8.2001	10,003	8,250	18,253
<b>Accumulated depreciation</b>			
At 1.9.2000	4,647	2,617	7,264
Charge for the financial year	948	1,288	2,236
Released on disposals	(9)	(761)	(770)
At 31.8.2001	5,586	3,144	8,730
<b>2000</b>			
<b>Cost</b>			
At 1.9.1999	5,067	4,698	9,765
Additions	1,247	2,613	3,860
Disposals	(4)	(1,484)	(1,488)
At 31.8.2000	6,310	5,827	12,137
<b>Accumulated depreciation</b>			
At 1.9.1999	4,208	3,049	7,257
Charge for the financial year	443	630	1,073
Released on disposals	(4)	(1,062)	(1,066)
At 31.8.2000	4,647	2,617	7,264
<b>Net book value</b>			
At 31.8.2001	4,417	5,106	9,523
At 31.8.2000	1,663	3,210	4,873

## notes to the financial statements

31 august 2001 (continued)

### 10a OPERATIONAL PROPERTY, PLANT AND EQUIPMENT (continued)

Operational property, plant and equipment with net book value amounting to RM24,848,000 (2000: RM29,867,000) of certain subsidiaries have been charged as security for their borrowings and term loan facilities (Notes 26 and 29).

Interest expense on borrowings directly related to plant under construction that has been capitalised within additions of the Group during the financial year amounted to RM9,689,103 (2000: RM Nil).

Included in operational property, plant and equipment of the Group and of the Company are the net book values of the following assets acquired under finance lease agreements and hire purchase terms:

Group	Net book value	
	2001 RM'000	2000 RM'000
Plant and machinery	6,234	14,206
Furniture, fittings, office equipment and computers	7	-
Motor vehicles	6,102	3,425
	12,343	17,631
Company		
Motor vehicles	4,901	2,774

### 10b INVESTMENT PROPERTIES

Group 2001	At 1.9.2000 RM'000	Impairment losses RM'000	At 31.8.2001 RM'000
<b>At cost/valuation</b>			
Long leasehold land:			
At 1989 valuation	1,133	-	1,133
At cost	41,938	(4,113)	37,825
Buildings and improvements:			
At 1989 valuation	3,485	-	3,485
At cost	230,880	(25,852)	205,028
	277,436	(29,965)	247,471

## notes to the financial statements

31 august 2001 (continued)

**10b INVESTMENT PROPERTIES (continued)**

	2001	Charge for		
		At 1.9.2000 RM'000	the financial year RM'000	At 31.8.2001 RM'000
<b>Accumulated depreciation</b>				
Long leasehold land:				
At 1989 valuation		276	14	290
At cost		2,620	481	3,101
Buildings and improvements:				
At 1989 valuation		1,026	42	1,068
At cost		15,085	4,493	19,578
		19,007	5,030	24,037
 <b>Group 2000</b>				
<b>At cost/valuation</b>				
Long leasehold land:				
At 1989 valuation		1,133	–	1,133
At cost		10,938	31,000	41,938
Buildings and improvements:				
At 1989 valuation		3,485	–	3,485
At cost		55,811	175,069	230,880
		71,367	206,069	277,436
 <b>Accumulated depreciation</b>				
Long leasehold land:				
At 1989 valuation		262	14	276
At cost		2,432	188	2,620
Buildings and improvements:				
At 1989 valuation		984	42	1,026
At cost		13,975	1,110	15,085
		17,653	1,354	19,007

## notes to the financial statements

31 august 2001 (continued)

### 10b INVESTMENT PROPERTIES (continued)

	At 31.8.2001 RM'000	At 31.8.2000 RM'000
<b>Net book value</b>		
Long leasehold land:		
At 1989 valuation	843	857
At cost	34,724	39,318
Buildings and improvements:		
At 1989 valuation	2,417	2,459
At cost	185,450	215,795
	<b>223,434</b>	<b>258,429</b>

The leasehold land and buildings of the subsidiary with a total carrying value of RM192,207,000 is presently charged as security for its term loan (Note 29).

The leasehold land and building of another subsidiary is stated at Directors' valuation which is based on a valuation by professional valuers in 1989 using the open market value basis.

The leasehold investment properties consist of four leasehold land and buildings with unexpired periods of leases ranging from 43 years to 91 years.

### 11 DEVELOPMENT PROPERTIES

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>At valuation:</b>				
Freehold land	24,581	27,197	3,786	3,786
Leasehold land	29,000	29,000	-	-
	<b>53,581</b>	56,197	<b>3,786</b>	3,786
<b>At cost:</b>				
Freehold land	438,859	443,741	-	-
Development expenditure	1,019,343	701,489	247	134
	<b>1,511,783</b>	1,201,427	<b>4,033</b>	3,920
Less: Non current portion	(738,188)	(591,949)	(4,033)	(3,920)
	<b>773,595</b>	609,478	-	-
Add: Attributable profits	165,976	120,281	-	-
	<b>939,571</b>	729,759	-	-
Less: Provision for foreseeable losses	(52,374)	(11,615)	-	-
	<b>887,197</b>	718,144	-	-
Less: Progress billings	(653,297)	(467,699)	-	-
Current portion	<b>233,900</b>	250,445	-	-

notes to the financial statements  
31 august 2001 (continued)

accountability

# notes to the financial statements

31 august 2001 (continued)

## 11 DEVELOPMENT PROPERTIES (continued)

Title to freehold land of a subsidiary is in the process of being registered in its name (Note 30(a)).

The leasehold land of a subsidiary has been charged as security for its term loan (Note 29).

Included in development expenditure are the following charges made during the financial year:

	Group	
	2001 RM'000	2000 RM'000
Interest capitalised	<b>21,764</b>	24,211

## 12 EXPRESSWAY DEVELOPMENT EXPENDITURE

Expressway development expenditure	<b>18,256</b>	15,650
Less: Allowance for expressway development expenditure	<b>(18,256)</b>	-
	-	15,650

## 13 SUBSIDIARIES

	Company	
	2001 RM'000	2000 RM'000
Unquoted shares at cost:		
- in Malaysia	<b>452,773</b>	294,706
- outside Malaysia	3	3
	<b>452,776</b>	294,709
Loan stocks at cost	<b>17,333</b>	17,333
Less: Allowance for diminution in value of investments	<b>(251,200)</b>	(237,983)
	<b>218,909</b>	74,059

The loan stocks issued by a subsidiary under a Joint Venture Agreement dated 18 April 1996 are due for redemption on 1 January 2002 at 100% of its nominal value for all loan stocks not previously redeemed or purchased together with all accrued interest thereon. The agreement by the joint venture parties to vary and supplement the terms of the above joint venture agreement has not been finalised at the date of this financial statements. The Directors are of the opinion that the supplementary Joint Venture Agreement will not contravene any of the terms and conditions of the Bonds issued (Note 27) during the current financial year.

The Group's effective equity interest in the subsidiaries, their respective principal activities and country of incorporation are set out in Note 38.

## notes to the financial statements

31 august 2001 (continued)

### 14 ASSOCIATES

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>In Malaysia:</b>				
Unquoted investments at cost	<b>7,119</b>	7,400	-	280
Share of post-acquisition accumulated losses	(2,667)	(817)	-	-
	<b>4,452</b>	6,583	-	280
Preference shares at cost	-	3,800	-	3,800
	<b>4,452</b>	10,383	-	4,080
Quoted investments at cost	<b>2,620,182</b>	2,877,479	<b>2,620,182</b>	2,816,086
Less: Allowance for diminution in value	(1,430,329)	(999,545)	(1,843,259)	(1,345,382)
	<b>1,189,853</b>	1,877,934	<b>776,923</b>	1,470,704
Share of post-acquisition accumulated losses	(512,119)	(250,774)	-	-
	<b>677,734</b>	1,627,160	<b>776,923</b>	1,470,704
	<b>682,186</b>	1,637,543	<b>776,923</b>	1,474,784
Market value of quoted investments	<b>729,052</b>	1,759,857	<b>729,052</b>	1,599,825

Analysis of associates is as follows:

	2001 RM'000	2000 RM'000
Group's share of tangible assets	<b>277,033</b>	733,111
Group's share of intangible assets*	<b>271,975</b>	294,561
Group's share of net assets	<b>549,008</b>	1,027,672
Premium on acquisition	<b>133,178</b>	609,871
	<b>682,186</b>	1,637,543

\* Included in the Group's share of intangible assets is goodwill amounting to RM271,232,000 (2000: RM278,719,000).

The Group has excluded its share of loss after taxation of an associate for the financial year amounting to RM1,390,696 (2000: RM34,511,000) from the financial statements following the discontinuation of the equity accounting for the results of the associate as the carrying amount of this investment has reached zero.

The Group's effective equity interest in the associates, their respective principal activities and country of incorporation are set out in Note 38.

### 15 JOINTLY CONTROLLED ENTITIES

	Group	
	2001 RM'000	2000 RM'000
Share of net assets of the jointly controlled entities	<b>112</b>	5,121

The Group has a 50% interest in a jointly controlled entity, Zelleco-Hyundai JV which was formed on 24 January 1995 and commenced operations on 1 October 1995 to undertake the construction of a national power transmission system.

# notes to the financial statements

31 august 2001 (continued)

## 15 JOINTLY CONTROLLED ENTITIES (continued)

The Group also has 60% interest in another jointly controlled entity, Zelleco-Perspec Consortium which was formed on 8 October 1996 and immediately commenced operations to undertake piling works, substructure and basement construction and ancillary works for Kuala Lumpur Sentral Sdn. Bhd., a subsidiary of the Company.

The Group's share of the assets and liabilities of the jointly controlled entities is as follows:

	Group	
	2001 RM'000	2000 RM'000
Property, plant and equipment	1	1
Current assets	<b>328</b>	6,613
Current liabilities	<b>(217)</b>	(1,493)
	<b>112</b>	5,121

The Group's share of the revenue and expenses of the jointly controlled entities is as follows:

Revenue	-	-
Other operating income	<b>582</b>	544
Other operating expense	<b>(162)</b>	(399)
Profit from ordinary activities before taxation	<b>420</b>	145
Taxation	-	-
Profit from ordinary activities after taxation	<b>420</b>	145

## 16 OTHER INVESTMENTS

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>At cost:</b>				
Shares in a corporation, quoted outside Malaysia	<b>910</b>	910	<b>910</b>	910
Unquoted investments	<b>4,764</b>	4,764	<b>4,467</b>	4,467
Less: Allowance for diminution in value	<b>(4,489)</b>	(4,267)	<b>(4,467)</b>	(4,267)
	<b>275</b>	497	-	200
	<b>1,185</b>	1,407	<b>910</b>	1,110
Market value of quoted shares	<b>1,352</b>	2,151	<b>1,352</b>	2,151

## notes to the financial statements

31 august 2001 (continued)

### 17 PROJECT DEVELOPMENT EXPENDITURE

	Group	
	2001 RM'000	2000 RM'000
Project development expenditure	<b>14,121</b>	5,854
Less: Project development expenditure amortised/written off	(5,572)	(1,770)
	<b>8,549</b>	4,084
Project development expenditure includes the following charges made during the financial year:		
Interest capitalised	<b>2,009</b>	131

### 18 INVENTORIES

At cost:			
Completed properties for sale		<b>8,997</b>	13,857
Raw materials and consumables		<b>2,752</b>	1,034
		<b>11,749</b>	14,891

### 19 TRADE AND OTHER RECEIVABLES

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Trade receivables	<b>185,997</b>	136,034	<b>68,236</b>	28,178
Less: Allowance for doubtful debts	(45,235)	(31,131)	(26,228)	(24,870)
	<b>140,762</b>	104,903	<b>42,008</b>	3,308
Amounts due from customers on contracts (Note 20)	<b>47,386</b>	13,299	–	–
Amounts due from subsidiaries	–	–	<b>846,629</b>	546,716
Less: Allowance for doubtful debts	–	–	(406,545)	–
	–	–	<b>440,084</b>	546,716
Amounts due from associates	<b>514</b>	17,294	<b>4</b>	7,103
Amounts due from jointly controlled entities	–	397	–	–
Amounts due from other related parties	<b>95,475</b>	3,627	–	–
Deposits	<b>170,746</b>	95,761	<b>67,644</b>	76,241
Prepayments	<b>5,323</b>	2,310	<b>2,756</b>	–
Other receivables	<b>126,457</b>	312,023	<b>120,382</b>	255,484
Less: Allowance for doubtful debts	(66,156)	(55,392)	(60,707)	(55,175)
	<b>520,507</b>	494,222	<b>612,171</b>	833,677

Included in deposits of the Group is RM67,963,000 (2000: RM18,247,000) relating to the purchase of property, plant and equipment of a subsidiary's power plant project.

## notes to the financial statements

31 august 2001 (continued)

**19 TRADE AND OTHER RECEIVABLES (continued)**

Included in other receivables of the Group and the Company as at 31 August 2000 was RM148,651,250 being proceeds receivable upon the first tranche disposal of an associate. The amount was subsequently received during the financial year under review.

**20 CONSTRUCTION CONTRACTS**

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Aggregate costs incurred to date	<b>2,392,341</b>	2,122,724	<b>80,508</b>	–
Attributable profits on contract works performed to date	<b>378,792</b>	322,556	<b>2,490</b>	–
Less: Provision for foreseeable losses	(14,062)	(3,167)	–	–
	<b>2,757,071</b>	2,442,113	<b>82,998</b>	–
Less: Progress billings	(2,749,898)	(2,433,549)	(82,998)	–
	<b>7,173</b>	8,564	–	–
Amounts due from customers on contracts (Note 19)	<b>47,386</b>	13,299	–	–
Amounts due to customers on contracts (Note 24)	(40,213)	(4,735)	–	–
	<b>7,173</b>	8,564	–	–
Advances received on contracts, included under other payables	<b>1,100</b>	1,100	–	–
Retention sum on contracts, included under trade receivables	<b>19,502</b>	54,387	<b>8,300</b>	–
The costs incurred to date on construction contracts include the following charges made during the financial year:				
Hire of plant and machinery	<b>278</b>	884	–	–
Depreciation of property, plant and equipment	<b>2,780</b>	474	–	–
Professional fees	<b>2,347</b>	–	–	–
Interest expense on:				
- hire purchase	–	11	–	–
- others	–	2	–	–
Rental of premises	–	1	–	–

**21 MARKETABLE SECURITIES**

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Shares in corporations, quoted in Malaysia				
- At cost	<b>290</b>	290	-	-
Market value of quoted shares	<b>616</b>	788	-	-

**22 BANK BALANCES AND DEPOSITS**

Deposits with licensed banks	<b>318,082</b>	82,700	<b>4,200</b>	-
Deposits with finance companies	<b>3,120</b>	3,977	<b>2</b>	81
Cash held under Housing Development Accounts	<b>2,087</b>	1,964	-	-
Cash and bank balances	<b>11,400</b>	11,180	<b>1,359</b>	1,000
	<b>334,689</b>	99,821	<b>5,561</b>	1,081

Included in deposits of the Group with licensed banks and finance companies are restricted deposits amounting to RM275,099,067 (2000: RM6,621,000) (Note 33) representing :

- collateral pledged with licensed banks and finance companies by subsidiaries for credit facilities granted and bank guarantee facilities issued to third parties.
- proceeds from the issue of Bonds by a subsidiary which has been channelled to Designated Accounts less permitted withdrawals relating to the Kuala Lumpur central railway station development project as provided under the terms and conditions of the Project Account Agreement (Note 27).
- a first and second Memorandum of Deposit of fixed deposits of a subsidiary held as security for the Term Loan facility and Guarantee facility (Notes 29 and 36).

Cash held under Housing Development Accounts represents receipts from purchasers of residential properties less payments or withdrawals provided under the Housing Developers (Control and Licensing) Act, 1966.

## 23 PROVISIONS FOR LIABILITIES AND CHARGES

notes to the financial statements  
31 august 2001 (continued)

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Group	Retirement benefits RM'000	Rental Scheme RM'000	Guaranteed damages and guarantee reserve RM'000	Liquidated ascertained	Others RM'000	Total RM'000
				reserve RM'000		
At 1 September 1999	964	18,300	30,941	—	—	50,205
Charged to income statement	693	—	439	—	—	1,132
Utilised during the financial year	(36)	—	—	—	—	(36)
Unused amounts reversed	(213)	(14,852)	(13,185)	—	—	(28,250)
At 31 August 2000	1,408	3,448	18,195	—	—	23,051
Charged to income statement	457	—	7,966	2,227	—	10,650
Acquisition of a subsidiary	—	—	520	—	—	520
Utilised during the financial year	(254)	—	—	—	—	(254)
Unused amounts reversed	(223)	—	(8,329)	—	—	(8,552)
At 31 August 2001	<b>1,388</b>	<b>3,448</b>	<b>18,352</b>	<b>2,227</b>	<b>—</b>	<b>25,415</b>

**At 31 August 2000**

Current	—	3,448	18,195	—	21,643
Non current	1,408	—	—	—	1,408
	1,408	3,448	18,195	—	23,051

**At 31 August 2001**

Current	—	3,448	18,352	2,227	24,027
Non current	1,388	—	—	—	1,388
	1,388	3,448	18,352	2,227	25,415

Company	Retirement benefits RM'000	Total RM'000
At 1 September 1999	964	964
Unused amounts reversed	(213)	(213)
Utilised during the financial year	(36)	(36)
At 31 August 2000	715	715
Charged to income statement	155	155
Utilised during the financial year	(254)	(254)
At 31 August 2001	<b>616</b>	<b>616</b>

**At 31 August 2000**

Current	—	—
Non current	715	715
	715	715

**23 PROVISIONS FOR LIABILITIES AND CHARGES (continued)**

Company	Retirement benefits RM'000	Total RM'000
<b>At 31 August 2001</b>		
Current	-	-
Non current	<b>616</b>	<b>616</b>
	<b>616</b>	<b>616</b>

**(a) Retirement benefits**

The Group provides for unfunded retirement benefits to eligible employees i.e. those who have been in service of the Group for a continuous period of at least ten (10) years. The contribution is calculated based on one month last drawn salary times years of service of the eligible employees. The contributions are charged to the income statement in the financial year to which they relate.

**(b) Guaranteed Rental Scheme**

Provisions for guaranteed rental scheme are made for anticipated losses on contracts.

**(c) Liquidated ascertained damages and guarantee reserve**

Provision for liquidated ascertained damages and provision for guarantee reserve are in respect of projects undertaken by the subsidiaries. Provision for liquidated ascertained damages ("LAD") is recognised for expected LAD claims based on the contract agreement. Provision for guarantee reserve is made on each contract based on the estimated liability that may arise during the guarantee period.

**(d) Others**

Other provisions related to:

- (i) provision by a subsidiary for remedial works to complete the rehabilitation of the hill slope due to a landslide on the freehold land held by the subsidiary based on the estimation carried out by consultants.
- (ii) provision made by a subsidiary for concession fees payable to the Government of Malaysia and Express Rail Link Sdn. Bhd. in relation to the concession to operate, manage and maintain the Kuala Lumpur central railway station based on the effective date as stated in the Concession Agreement.

**24 TRADE AND OTHER PAYABLES**

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Trade payables	<b>272,850</b>	318,529	<b>1,419</b>	4,023
Amounts due to customers on contracts (Note 20)	<b>40,213</b>	4,735	—	—
Amounts due to subsidiaries	—	—	<b>307,164</b>	264,124
Amounts due to associates	<b>11,629</b>	5,286	<b>10,530</b>	1,044
Amounts due to jointly controlled entities	<b>529</b>	—	—	—
Amounts due to other related parties	<b>6,619</b>	5,195	—	—
Hire purchase and lease creditors due within 12 months (Note 25)	<b>8,549</b>	7,759	<b>772</b>	374
Other payables	<b>88,700</b>	92,937	<b>13,115</b>	29,490
Accruals	<b>33,959</b>	13,468	<b>2,944</b>	1,860
Accrued interest	<b>49,279</b>	41,270	<b>3,278</b>	3,283
	<b>512,327</b>	489,179	<b>339,222</b>	304,198

The amounts due to subsidiaries are unsecured, have no fixed terms of repayment and bear interest at 3.35% (2000: 3.95% to 4.50%) per annum.

The amounts due to associates and jointly controlled entities are unsecured, interest free and have no fixed terms of repayment.

The amounts due to other related parties are unsecured, interest free and have no fixed terms of repayment.

**25 HIRE PURCHASE AND LEASE CREDITORS**

Analysis of hire purchase and lease creditors:

Payable within one year	<b>8,934</b>	8,067	<b>1,086</b>	549
Payable between one and two years	<b>4,199</b>	5,280	<b>1,086</b>	549
Payable between two and five years	<b>10,378</b>	10,426	<b>3,259</b>	1,648
Payable after five years	<b>1,100</b>	3,170	<b>1,018</b>	905
	<b>24,611</b>	26,943	<b>6,449</b>	3,651
Less: Finance charges	<b>(2,175)</b>	(6,537)	<b>(1,897)</b>	(1,172)
	<b>22,436</b>	20,406	<b>4,552</b>	2,479

Representing hire purchase and lease creditors:

Due within 12 months (Note 24)	<b>8,549</b>	7,759	<b>772</b>	374
Due after 12 months (Note 28)	<b>13,887</b>	12,647	<b>3,780</b>	2,105
	<b>22,436</b>	20,406	<b>4,552</b>	2,479

## notes to the financial statements

31 august 2001 (continued)

### 26 SHORT TERM BORROWINGS

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Secured:</b>				
Bank overdrafts (Note 33)	<b>10,198</b>	11,754	-	-
Short term borrowings and other credit facilities	<b>385,166</b>	1,100	<b>195,000</b>	-
Long term loans due within 12 months (Note 29)	<b>375,250</b>	54,528	<b>320,000</b>	-
	<b>770,614</b>	67,382	<b>515,000</b>	-
<b>Unsecured:</b>				
Bank overdrafts (Note 33)	<b>3,418</b>	88,123	-	86,163
Short term borrowings and other credit facilities	<b>57,020</b>	703,212	-	188,571
Long term loans due within 12 months (Note 29)	-	257,428	-	257,428
	<b>60,438</b>	1,048,763	-	532,162
<b>Total</b>	<b>831,052</b>	1,116,145	<b>515,000</b>	532,162

The short term borrowings of the Group carry interest at rates ranging from 3.60% to 11.50% (2000: 4.30% to 10.69%) per annum during the financial year.

The secured short term borrowings of the Group are secured by legal charges over certain assets of the subsidiaries (Note 10(a)).

The secured short term borrowings of the Company are secured by:

- Standby Letter of Credits from various licensed banks.
- A charge-in-escrow over shares of The New Straits Times Press (Malaysia) Berhad, Sistem Televisyen Malaysia Berhad and Rashid Hussain Berhad and is subject to a minimum security cover of 1.5 times.
- A charge over a property of a subsidiary.

### 27 BONDS

	Group	
	2001 RM'000	2000 RM'000
Al-Bai-Bithaman Ajil Bonds	<b>920,000</b>	-
Less: Bond issuance expense	(9,661)	-
	<b>910,339</b>	-

Analysis of Bonds issuance expenses:

At 1 September	-	-
Incurred during the financial year	<b>10,215</b>	-
Amortisation	(554)	-
At 31 August	<b>9,661</b>	-

# notes to the financial statements

31 august 2001 (continued)

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## 27 BONDS (continued)

	Group	
	2001 RM'000	2000 RM'000
<b>Analysis of the Bonds:</b>		
Payable within one year	-	-
Payable between one year and two years	<b>120,000</b>	-
Payable between two and five years	<b>80,000</b>	-
Payable after five years	<b>720,000</b>	-
	<b>920,000</b>	-

During the financial year, a subsidiary issued RM920 million Al-Bai Bithaman Ajil Bonds ("Bonds") in a total of six tranches with face values of RM120 million, RM80 million, RM200 million, RM220 million and two of the six tranches with a face value of RM150 million each to the Primary Subscribers. Tenure of the Bonds ranges from 2 to 10 years from the date of issue and carry profit rates, which have been fixed in accordance with the Syariah principals, at rates ranging from 7.70% to 9.25% per annum and are payable semi annually from its respective issue dates. The Bonds are traded on the Scriptless Securities Trading System operated and managed by Bank Negara Malaysia.

The Bonds are secured against land titles of the sub-divided plots of land that has been and are to be effected in stages based on the physical progress of the construction works on the Kuala Lumpur central railway station pursuant to the Supplementary Agreement to the Concession Agreement with the Government of Malaysia and Syarikat Harta Dan Tanah Sdn. Bhd.

Proceeds from the issue of Bonds are channelled to Designated Accounts. Permitted withdrawals relating to the Kuala Lumpur central railway station development project from these Designated Accounts are subject to terms and conditions of the Project Account Agreement (Note 22).

## 28 LONG TERM LIABILITIES

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Long term loans due after 12 months (Note 29)	<b>79,563</b>	382,322	-	-
Deferred liabilities (Note 30)	<b>17,410</b>	99,326	-	138,906
Unsecured revolving loan	-	8,613	-	8,613
Hire purchase and lease creditors due after 12 months (Note 25)	<b>13,887</b>	12,647	<b>3,780</b>	2,105
	<b>110,860</b>	502,908	<b>3,780</b>	149,624

**29 LONG TERM LOANS**

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Secured:</b>				
Analysis of term loans:				
Payable within one year	<b>375,250</b>	54,528	<b>320,000</b>	-
Payable between one and two years	<b>39,339</b>	39,767	-	-
Payable between two and five years	<b>36,717</b>	341,080	-	-
Payable after five years	<b>3,507</b>	1,475	-	-
	<b>454,813</b>	436,850	<b>320,000</b>	-
Representing term loans:				
Due within 12 months (Note 26)	<b>375,250</b>	54,528	<b>320,000</b>	-
Due after 12 months (Note 28)	<b>79,563</b>	382,322	-	-
	<b>454,813</b>	436,850	<b>320,000</b>	-
<b>Unsecured:</b>				
Analysis of term loans:				
Payable within one year	-	257,428	-	257,428
Payable between one and two years	-	-	-	-
Payable between two and five years	-	-	-	-
Payable after five years	-	-	-	-
	-	257,428	-	257,428
Representing term loans:				
Due within 12 months (Note 26)	-	257,428	-	257,428
Due after 12 months (Note 28)	-	-	-	-
	-	257,428	-	257,428
<b>Total:</b>				
Analysis of term loans:				
Payable within one year	<b>375,250</b>	311,956	<b>320,000</b>	257,428
Payable between one and two years	<b>39,339</b>	39,767	-	-
Payable between two and five years	<b>36,717</b>	341,080	-	-
Payable after five years	<b>3,507</b>	1,475	-	-
	<b>454,813</b>	694,278	<b>320,000</b>	257,428
Representing term loans:				
Due within 12 months (Note 26)	<b>375,250</b>	311,956	<b>320,000</b>	257,428
Due after 12 months (Note 28)	<b>79,563</b>	382,322	-	-
	<b>454,813</b>	694,278	<b>320,000</b>	257,428

# notes to the financial statements

31 august 2001 (continued)

## **29 LONG TERM LOANS (continued)**

The long term loans of the Group carry interest at rates ranging from 5.30% to 11.25% (2000: 4.30% to 11.00%) per annum during the financial year and are repayable by fixed instalments which vary from monthly, quarterly and half yearly basis.

The secured long term loans are secured by:

- a charge over the entire share capital of a subsidiary.
- first fixed charge over properties of certain subsidiaries (Notes 10(a), 10(b)).
- debenture incorporating first fixed and floating charges over all present and future assets of certain subsidiaries.
- assignment of the Privatisation Agreement, Contractors' Performance Bond and insurance policies of a subsidiary.
- a first and second Memorandum of Deposit of fixed deposits of a subsidiary (Note 22).

## **30 DEFERRED LIABILITIES**

- (a) In 1996, a subsidiary of the Company, entered into a concession agreement with the Government of Malaysia and Syarikat Tanah dan Harta Sdn. Bhd. to carry out the design and construction works on the new Kuala Lumpur central railway station in consideration for which the subsidiary is given the right to develop and/or sell certain commercial development land in the vicinity of the proposed central railway station. The subsidiary capitalised the commercial land alienated to them by the Federal Government at RM420 million under development properties and provided for its cost as a deferred liability representing the estimated cost of the design and construction of the abovementioned central railway station. This deferred liability is reduced progressively as and when the cost is incurred in respect of the central railway station.

Pursuant to the Supplementary Agreement to the Concession Agreement with the Government of Malaysia and Syarikat Tanah dan Harta Sdn. Bhd., the transfer of title of the sub-divided plot of land within the commercial development land to the subsidiary shall be effected in stages based on the actual physical progress of the construction works on the central railway station.

- (b) In 1992, another subsidiary of the Company entered into a privatisation agreement with the State Government of Selangor to construct and complete a Government Office Block ("GOB"). In consideration, the subsidiary was given the rights to develop and construct on an area of commercial land in Shah Alam known as the "Alam Sentral", a shopping and commercial complex, an office tower block, a service apartment block and a hotel. The Alam Sentral development is adjacent to the GOB.

The subsidiary capitalised the commercial land alienated to them by the State Government of Selangor at an amount equivalent to the estimated construction cost of the GOB under development properties at approximately RM60 million and correspondingly, provided for its abovementioned cost as a deferred liability. This deferred liability is reduced progressively as and when the cost is incurred in respect of the GOB.

Included as a charge against the deferred liability during the financial year are provision for foreseeable losses of RM Nil (2000: RM9,901,567).

The subsidiary obtained a performance guarantee of RM60 million to guarantee its obligations under the privatisation agreement. Following the completion of the construction of the GOB on 15 June 2001, the performance guarantee was accordingly cancelled.

**31 DEFERRED TAXATION (ASSET)**

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
At 1 September	<b>12,540</b>	12,113	-	-
Net transfers to income statement (Note 8)	<b>6,619</b>	427	-	-
At 31 August	<b>19,159</b>	12,540	-	-
Representing the tax effects of:				
Timing difference relating to the recognition of property development income	<b>19,159</b>	12,540	-	-
Deferred taxation not provided for in the financial statements:				
Arising from revaluation of investment properties held for long term purpose	<b>995</b>	995	-	-
Arising from revaluation of certain development properties with unrealised balances	<b>3,800</b>	3,800	-	-

**32 SHARE CAPITAL**

	Group and Company	
	2001 RM'000	2000 RM'000
<b>Authorised:</b>		
2,000,000,000 ordinary shares of RM1.00 each	<b>2,000,000</b>	2,000,000
<b>Issued and fully paid:</b>		
Ordinary shares of RM1.00 each:		
At 1 September	<b>975,096</b>	969,781
Exercise of Options under ESOS	<b>1,454</b>	5,315
At 31 August	<b>976,550</b>	975,096

The Malaysian Resources Corporation Berhad Employees' Share Option Scheme ("ESOS" or the "Scheme") was approved by the shareholders at the Extraordinary General Meeting held on 9 February 1996 and became effective on 4 April 1996. The ESOS was in force for a duration of five (5) years commencing from 4 April 1996 and expired during the financial year on 3 April 2001.

The details of the ESOS are contained in the Bye-Laws and the salient features thereof were as follows:

- (a) The Scheme was set up for the participation in the ordinary share capital of the Company only.

The total number of shares to be offered under the ESOS shall not exceed 10% of the total number of issued and paid-up ordinary shares of the Company at any time during the tenure of the Scheme. At the commencement of the Scheme, the total number of shares available for offer were 49,292,624 ordinary shares of RM1.00 each.

# notes to the financial statements

31 august 2001 (continued)

## 32 SHARE CAPITAL (continued)

- (b) Eligible employees were those who have been in the service of the Group for a continuous period of at least one (1) year for Malaysian employees (including full-time Executive Directors who were involved in the day-to-day management and on the payroll of the Company) and five (5) years of continuous service with the Group for non-Malaysian employees.
- (c) An Option granted under the ESOS was capable of being exercised by the grantee by notice in writing to the Company during the year commencing from the date of the offer and expired on 3 April 2001. The Option granted was exercisable by the grantee in the following manner:

Year of exercising the Options	% to be exercised (cumulative) Options offered on the implementation of the ESOS	% to be exercised in equal proportion over the remaining life of the ESOS (cumulative)			Options offered in the 4th year of the ESOS
		Options offered in the 2nd year of the ESOS	Options offered in the 3rd year of the ESOS	Options offered in the 4th year of the ESOS	
Year 1	15	—	—	—	—
Year 2	30	25	—	—	—
Year 3	60	50	33	—	—
Year 4	80	75	66	50	—
Year 5	100	100	100	100	—

Options granted for each year may be exercised in full or in such lesser number of shares provided that the number shall be in multiples of and not less than 1,000 shares.

- (d) The price at which the eligible employees were entitled to take up shares under the ESOS was the average of the mean market quotations of the shares of the Company (as quoted and shown in the Daily Diary of the Kuala Lumpur Stock Exchange) for the five (5) market days preceding the respective dates of offer of the Options, or the nominal value of the share, whichever is higher.
- (e) An eligible employee could only participate in one ESOS implemented by any company in the Group at any one time.
- (f) All the new ordinary shares issued arising from the ESOS rank pari-passu in all respects with the existing ordinary shares of the Company.

During the financial year ended 31 August 2001, a total of 1,454,000 shares were issued by virtue of the exercise of the Options at prices ranging from RM1.00 to RM2.08 per share.

### 33 CASH AND CASH EQUIVALENTS

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Bank balances and deposits (Note 22)	<b>334,689</b>	99,821	<b>5,561</b>	1,081
Bank overdrafts:				
- secured (Note 26)	(10,198)	(11,754)	-	-
- unsecured (Note 26)	(3,418)	(88,123)	-	(86,163)
	<b>321,073</b>	(56)	<b>5,561</b>	(85,082)
Less: Fixed deposits held as security value (Note 22)	(275,099)	(6,621)	-	-
	<b>45,974</b>	(6,677)	<b>5,561</b>	(85,082)

### 34 PRIOR YEAR ADJUSTMENT

During the financial year, the Group changed its accounting policy on accounting for jointly controlled entities from that of accounting by proportionate consolidation to that of equity accounting at the Group's consolidated financial statements in compliance with the MASB 16 'Financial Reporting of Interest in Joint Ventures' as explained in Note 3(e) to the financial statements. This change in accounting policy has been accounted for retrospectively and the corresponding amounts have been adjusted accordingly.

The comparative information have been restated to conform with the changes in accounting policy. This change in accounting policy has no impact on profit after taxation of the Group for the financial year ended 31 August 2001. The other effects of the changes on the Group's financial statements are as follows:

	As previously reported RM'000	Effect of change in accounting policy RM'000	As restated RM'000
<b>Balance sheet</b>			
Interest in jointly controlled entities	-	5,121	<b>5,121</b>
Trade and other receivables	451,168	(3,129)	<b>448,057</b>
Amount due from other related parties	4,827	(1,200)	<b>3,627</b>
Amount due from jointly controlled entities	899	(502)	<b>397</b>
Bank balances and deposits	100,879	(1,058)	<b>99,821</b>
Trade payables	319,285	(756)	<b>318,529</b>
Amount due to jointly controlled entities	12	(12)	-
<b>Income statement</b>			
Other operating income	10,979	(544)	<b>10,435</b>
Other operating expenses	(27,808)	399	<b>(27,409)</b>
Share of results in jointly controlled entities	-	145	<b>145</b>

# notes to the financial statements

31 august 2001 (continued)

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## 35 SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES

In the normal course of business, the Group undertakes on agreed terms and prices, certain transactions with enterprises deemed related parties by virtue of being members or associates of the Malaysian Resources Corporation Berhad Group of companies.

The Malaysian Resources Corporation Berhad Group of companies, with whom the Group transacted with, includes the following companies:

Related parties	Relationship
Promising Quality Sdn. Bhd.	A subsidiary of an associate
Esprit Assets Sdn. Bhd.	A subsidiary of an associate

Significant related party transactions
The significant related party transactions undertaken by the Group with its related parties during the financial year were as follows:

	Group 2001 RM'000
Sale of goods to:	
- Promising Quality Sdn. Bhd.	92,400
- Esprit Assets Sdn. Bhd.	1,254
Purchase of services from:	
- associates (advertising fees)	76
- corporate shareholders (professional fees)	1,588

Purchase of services from associates and corporate shareholders are aggregated because these transactions are similar in nature and no single transaction is significant enough to render separate disclosure.

## 36 CONTINGENT LIABILITIES

	Group 2001 RM'000	Company 2001 RM'000	Company 2000 RM'000
Secured performance guarantees extended to third parties	700	60,800	-
Unsecured corporate guarantees given to financial institutions for:			
- credit facilities granted to:			
- subsidiaries	-	-	118,640
- third parties	-	222	637,501
	-	222	222
	-	222	118,640
			637,723

## notes to the financial statements

31 august 2001 (continued)

### 36 CONTINGENT LIABILITIES (continued)

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
- trade and performance guarantees extended to:				
- subsidiaries	-	-	-	23,429
- associate	-	4,995	-	4,995
- third parties	45,071	31,817	-	15,400
	45,071	36,812	-	43,824

The details of the secured performance guarantees are as follows:

- (a) A performance guarantee of RM700,000 (2000: RM800,000) is secured by way of a deposit of a similar amount with interest thereon pledged to and deposited with the Guarantor Bank pursuant to the Memorandum of Deposit (Note 22).
- (b) A performance guarantee of RM60,000,000 as at 31 August 2000, was secured by way of a debenture creating a fixed charge over a subsidiary's development properties, book or other debts and a floating charge over all the undertaking and other assets of the subsidiary. It is also secured by a first legal assignment on all the subsidiary's present and future rights, title and interest in and to, all benefits accrued and to be accrued under the Privatisation Agreement. The debenture was cancelled during the financial year following the fulfillment of its obligation under the Privatisation Agreement (Note 30(b)).

### 37 CAPITAL COMMITMENTS

	Group		Company	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Authorised capital expenditure contracted but not provided for in the financial statements:				
- property, plant and equipment	1,377,861	-	-	-
- property development expenditure	319	2,709	-	-
- redemption of preference shares of a subsidiary	-	136,964	-	-
	1,378,180	139,673	-	-
Authorised capital expenditure not contracted for:				
- project development expenditure	16,200	-	-	-

## notes to the financial statements

31 august 2001 (continued)

**38 ENTERPRISES IN THE GROUP**

The Group's effective equity interest in the subsidiaries and associates as at 31 August 2001, their respective principal activities and country of incorporation are as follows:

Name of enterprise	Principal activities	Country of incorporation	Effective equity interest	
			2001 %	2000 %
<b>SUBSIDIARIES:</b>				
Kuala Lumpur Sentral Sdn. Bhd.	Property development	Malaysia	<b>64.38</b>	64.38
<i>Held through 100% ownership by Kuala Lumpur Sentral Sdn. Bhd.</i>				
- Unity Portfolio Sdn. Bhd.	Pre-operating	Malaysia	<b>64.38</b>	64.38
MR Construction Sdn. Bhd.*	Construction	Malaysia	<b>51.00</b>	51.00
MR Enterprises Sdn. Bhd.*	Construction	Malaysia	<b>100.00</b>	100.00
MR Investments (Cayman) Pte. Ltd. #	Investment holding	Cayman Island	<b>100.00</b>	100.00
MR Management Sdn. Bhd.*	Investment holding and management services	Malaysia	<b>100.00</b>	100.00
MR Securities Sdn. Bhd.*	Nominee services	Malaysia	<b>100.00</b>	100.00
MRC Management (BVI) Ltd.#	Investment trading	British Virgin Island	<b>100.00</b>	100.00
MR-H Piling and Civil Engineering (M) Sdn. Bhd.*	Piling and civil engineering	Malaysia	<b>51.00</b>	51.00
MRCB Ceramics Sdn. Bhd.*	Manufacturing, distribution and sale of ceramic tiles	Malaysia	<b>75.00</b>	75.00
MRCB Construction Sdn. Bhd.	Civil and infrastructure building contractor	Malaysia	<b>100.00</b>	100.00
MRCB Dotcom Sdn. Bhd.	Planning and Management services	Malaysia	<b>100.00</b>	100.00
MRCB Engineering Sdn. Bhd.	Engineering services and construction	Malaysia	<b>100.00</b>	100.00
MRCB Intelligent System and Control Sdn. Bhd. <i>(formerly known as KL Sentral IT Sdn. Bhd.)</i>	System maintenance and application services and other technological applications	Malaysia	<b>100.00</b>	100.00
MRCB Land Sdn. Bhd.	Project management and development services	Malaysia	<b>100.00</b>	100.00
MRCB Project Management Sdn. Bhd.	Project management and engineering related services	Malaysia	<b>100.00</b>	100.00

## 38 ENTERPRISES IN THE GROUP (continued)

Name of enterprise	Principal activities	Country of incorporation	Effective equity interest	
			2001 %	2000 %
MRCB Multimedia Consortium Sdn. Bhd.	Application services relating to information and technologies	Malaysia	<b>71.48</b>	23.33
MRCB Property Management Sdn. Bhd.	Property investment and management	Malaysia	<b>100.00</b>	100.00
MRCB Selborn Corporation Sdn. Bhd.	Property development	Malaysia	<b>60.00</b>	60.00
MRCB Smart Sdn. Bhd.	One-stop card technology service provider	Malaysia	<b>100.00</b>	100.00
MRCB Software Vision Sdn. Bhd. # <i>(formerly known as Cybertronics Sdn. Bhd.)</i>	Information technology services and professional outsourcing	Malaysia	<b>100.00</b>	-
MRCB Trading Sdn. Bhd. *	Trading in building materials	Malaysia	<b>100.00</b>	100.00
MRCB Utama Sdn. Bhd.	Property development	Malaysia	<b>100.00</b>	100.00
<b>Held through 100% ownership by MRCB Utama Sdn. Bhd.</b>				
- Country Annexe Sdn. Bhd.	Pre-operating	Malaysia	<b>100.00</b>	100.00
MRCB (Terengganu) Sdn. Bhd.*	Property development	Malaysia	<b>100.00</b>	100.00
Mafira Holdings Sdn. Bhd.	Investment holding	Malaysia	<b>100.00</b>	100.00
<b>Held through 38.6% ownership by Mafira Holdings Sdn. Bhd.</b>				
- Zen Concrete Industries Sdn. Bhd.**	Manufacturing and sale of pre-stressed spun concrete poles	Malaysia	<b>38.60</b>	38.60
Malaysian Resources Development Sdn. Bhd.	Property development and investment holding	Malaysia	<b>100.00</b>	100.00
<b>Held through 100% ownership by Malaysian Resources Development Sdn. Bhd.</b>				
- Bitar Enterprises Sdn. Bhd.*	Property investment	Malaysia	<b>100.00</b>	100.00
- Golden East Corporation Sdn. Bhd.	Property development and management	Malaysia	<b>100.00</b>	100.00
- MR Properties Sdn. Bhd.*	Property development	Malaysia	<b>100.00</b>	100.00
- Seri Iskandar Utilities Corporation Sdn. Bhd.	Pre-operating	Malaysia	<b>100.00</b>	100.00

notes to the financial statements

31 august 2001 (continued)

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## notes to the financial statements

31 august 2001 (continued)

**38 ENTERPRISES IN THE GROUP (continued)**

Name of enterprise	Principal activities	Country of incorporation	Effective equity interest	
			2001	2000
			%	%
- Sunrise Properties Sdn. Bhd.*	Property development	Malaysia	<b>100.00</b>	100.00
- Taiyee Development Sdn. Bhd.*	Property development	Malaysia	<b>100.00</b>	100.00
- MRCB Property Development Sdn. Bhd.	Investment holding	Malaysia	<b>100.00</b>	100.00
<i>Held through 100% ownership by MRCB Property Development Sdn. Bhd.</i>				
- MRCB Cahaya Mutiara Sdn. Bhd.* <i>(formerly known as Cahaya Mutiara Properties Sdn. Bhd.)</i>	Property development and management	Malaysia	<b>100.00</b>	100.00
<i>Held through 70% ownership by Malaysian Resources Development Sdn. Bhd.</i>				
- Seri Iskandar Development Corporation Sdn. Bhd.	Property development	Malaysia	<b>70.00</b>	70.00
- Seri Ipoh-Lumut Expressway Sdn. Bhd.	Pre-operating	Malaysia	<b>70.00</b>	70.00
Malaysian Resources International Sdn. Bhd.*	Investment holding	Malaysia	<b>100.00</b>	100.00
<i>Held through 100% ownership by Malaysian Resources International Sdn. Bhd.</i>				
- MRCB Mauritius Limited**	Investment holding	Mauritius	<b>100.00</b>	100.00
<i>Held through 100% ownership by MRCB Mauritius Limited</i>				
- Novelway Investments (Proprietary) Ltd. **	Property development	South Africa	<b>100.00</b>	100.00
Malaysian Resources Sentral Sdn. Bhd. <i>(formerly known as Pentasuri Sdn. Bhd.) ##</i>	Provision of facility management	Malaysia	<b>100.00</b>	-
Onesentral Park Sdn. Bhd.	Property development	Malaysia	<b>51.00</b>	51.00
Region Resources Sdn. Bhd.*	Quarry operations	Malaysia	<b>80.00</b>	80.00

**38 ENTERPRISES IN THE GROUP (continued)**

Name of enterprise	Principal activities	Country of incorporation	Effective equity interest	
			2001 %	2000 %
<b><i>Held through 100% ownership by Region Resources Sdn. Bhd.</i></b>				
- Syarikat Gemilang Quarry Sdn. Bhd.*	Quarry operations	Malaysia	<b>80.00</b>	80.00
Semasa Sentral Sdn. Bhd.	Operation, management and maintenance of the Kuala Lumpur central railway station	Malaysia	<b>100.00</b>	100.00
Sepang Energy Resources Sdn. Bhd.*	Operations and maintenance services to a power plant	Malaysia	<b>100.00</b>	100.00
Sepang Power Sdn. Bhd.	Independent power producer	Malaysia	<b>70.00</b>	100.00
Sibexlink Sdn. Bhd. ##	Sale of business information and website development	Malaysia	<b>59.65</b>	-
Superview Development Sdn. Bhd.	Property development, management and shares trading	Malaysia	<b>100.00</b>	100.00
Transmission Technology Sdn. Bhd.	Engineering, construction and commissioning services to power transmission systems	Malaysia	<b>55.00</b>	55.00
Zelleco (M) Sendirian Berhad	Investment holding and contractor of civil and structural works	Malaysia	<b>70.00</b>	70.00
<b><i>Held through 100% ownership by Zelleco (M) Sendirian Berhad</i></b>				
- Zelleco Engineering Sdn. Bhd.	Fabrication of structural steel works	Malaysia	<b>70.00</b>	70.00
<b><i>Held through 75% ownership by Zelleco (M) Sendirian Berhad</i></b>				
- Zelleco Construction Sdn. Bhd.	Contractor of civil and structural works	Malaysia	<b>52.50</b>	52.50
<b><i>Held through 50% ownership by Zelleco Construction Sdn. Bhd.</i></b>				
- Pembangunan Sulaiman - Zelleco JV Sdn. Bhd.	Contractor of civil and structural works	Malaysia	<b>26.25</b>	26.25
Cheq Point (M) Sdn. Bhd.*	Charge card services and investment holding	Malaysia	<b>75.00</b>	75.00

notes to the financial statements

31 august 2001 (continued)

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## notes to the financial statements

31 august 2001 (continued)

## 38 ENTERPRISES IN THE GROUP (continued)

Name of enterprise	Principal activities	Country of incorporation	Effective equity interest			
			2001 %	2000 %		
<i>Held through 100% ownership by</i>						
<i>Cheq Point (M) Sdn. Bhd.</i>						
- Cheq Point Aero Leisure Sdn. Bhd.	Pre-operating	Malaysia	<b>75.00</b>	75.00		
- Cheq Point Global Travel Sdn. Bhd.	Pre-operating	Malaysia	<b>75.00</b>	75.00		
- Cheq Point (Sabah) Sdn. Bhd.	Pre-operating	Malaysia	<b>75.00</b>	75.00		
- Cheq Point (Sarawak) Sdn. Bhd.	Pre-operating	Malaysia	<b>75.00</b>	75.00		
- Cheq Point Travel & Tours Sdn. Bhd.	Pre-operating	Malaysia	<b>75.00</b>	75.00		
- CP Postal Marketing (M) Sdn. Bhd.	Pre-operating	Malaysia	<b>75.00</b>	75.00		
- General Data Management Services Sdn. Bhd.	Pre-operating	Malaysia	<b>75.00</b>	75.00		
Amirijaya Sdn. Bhd. ##	Pre-operating	Malaysia	<b>100.00</b>	–		
Digiwill Sdn. Bhd. ##	Pre-operating	Malaysia	<b>100.00</b>	–		
Estroman Sdn. Bhd. ##	Pre-operating	Malaysia	<b>100.00</b>	–		
MRCB Oil And Gas Technical Services Sdn. Bhd.	Pre-operating	Malaysia	<b>100.00</b>	100.00		
Malaysian Resources Technology Sdn. Bhd.	Pre-operating	Malaysia	<b>100.00</b>	100.00		
Multimedia Base Sdn. Bhd. ##	Pre-operating	Malaysia	<b>100.00</b>	–		
Netcelerator (M) Sdn. Bhd. ## <i>(formerly known as Casamewah Sdn. Bhd.)</i>	Pre-operating	Malaysia	<b>100.00</b>	–		
Profitune Sdn. Bhd. ##	Pre-operating	Malaysia	<b>100.00</b>	–		
Trans Peninsula Crude Oil Transaction Sdn. Bhd.	Pre-operating	Malaysia	<b>100.00</b>	100.00		

## 38 ENTERPRISES IN THE GROUP (continued)

Name of enterprise	Principal activities	Country of incorporation	Effective equity interest	
			2001 %	2000 %
<b>ASSOCIATES:</b>				
Harmonic Fairway Sdn. Bhd.**	Investment holding	Malaysia	<b>50.00</b>	50.00
Kota Francais (M) Sdn. Bhd.**	Franchising property management and consultancy	Malaysia	<b>20.00</b>	20.00
Malakoff Berhad**^	Investment holding and plantation	Malaysia	-	17.93
Rashid Hussain Berhad	Financial services	Malaysia	<b>22.69</b>	22.69
Sistem Televisyen Malaysia Berhad	Commercial television broadcasting	Malaysia	<b>49.65</b>	49.65
The New Straits Times Press (Malaysia) Berhad	Publishing and sale of newspapers, investment holding and property development	Malaysia	<b>43.53</b>	43.56

MRCB Multimedia Consortium Sdn. Bhd., an associate at 31 August 2000, became a subsidiary on 22 September 2001.

\* Presently dormant

\*\* Enterprises not audited by PricewaterhouseCoopers, Malaysia

# Subsidiaries incorporated outside Malaysia having their accounting records prepared and maintained in Ringgit Malaysia

## Subsidiary acquired during the financial year

^ Associate disposed off during the financial year

# notes to the financial statements

31 august 2001 (continued)

## 39 SEGMENT INFORMATION

Analysis of the Group's results and total assets employed by the various activities and geographical locations of the Group are:

	Revenue		Profit/(loss) before taxation		Total assets employed	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
	<b>By activity</b>					
Engineering and Construction	<b>199,085</b>	115,613	(10,184)	(18,294)	<b>75,727</b>	92,594
Property development	<b>278,537</b>	90,239	(62,333)	4,487	<b>1,724,833</b>	1,221,111
Power	<b>27,397</b>	29,181	(40,835)	19,604	<b>271,716</b>	161,091
Multimedia	<b>24,132</b>	—	(2,352)	(66)	<b>34,815</b>	—
Investment holding	—	4,929	(341,648)	94,388	<b>158,135</b>	323,073
Others	<b>3,929</b>	8,608	(48,586)	(9,210)	<b>34,428</b>	64,779
Investments in associates:						
Media	<b>296,070</b>	412,389	(72,365)	(40,551)	<b>402,472</b>	876,386
Power	<b>42,253</b>	354,313	<b>13,977</b>	120,032	—	414,171
Construction	<b>32,199</b>	43,244	<b>161</b>	233	<b>473</b>	357
Manufacturing	<b>8,475</b>	15,586	(2,269)	808	<b>3,979</b>	6,283
Financial services	<b>768,560</b>	854,038	(12,054)	2,225	<b>275,262</b>	336,603
Multimedia	—	2,607	—	117	—	3,742
	<b>1,680,637</b>	1,930,747	<b>(578,488)</b>	173,773	<b>2,981,840</b>	3,500,190
Less: Group's share of turnover of associates	<b>(1,147,557)</b>	(1,682,177)	—	—	—	—
Less: Financing cost of investment in segments	—	—	<b>(69,682)</b>	(92,482)	—	—
	<b>533,080</b>	248,570	<b>(648,170)</b>	81,291	<b>2,981,840</b>	3,500,190
<b>By geographical location</b>						
Malaysia	<b>533,055</b>	248,570	(642,764)	81,496	<b>2,954,938</b>	3,479,040
Outside Malaysia	<b>25</b>	—	(5,406)	(205)	<b>26,902</b>	21,150
	<b>533,080</b>	248,570	<b>(648,170)</b>	81,291	<b>2,981,840</b>	3,500,190

The above transactions are undertaken on agreed terms and prices in the normal course of business.

## **40 SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR**

- (a) On 23 October 2000, the Company and MR Investments (Cayman) Pte. Ltd., a wholly-owned subsidiary, completed the disposal of the Group's remaining equity interest in Malakoff Berhad to Malaysian Mining Corporation Berhad for a total cash consideration of RM595.3 million.
- (b) On 2 November 2000, MR Enterprises Sdn. Bhd. ("MR Enterprises"), a wholly-owned subsidiary, redeemed its entire 104,500,000 redeemable preference shares of RM1.00 each held by Teknik Janakuasa Sdn. Bhd., inclusive of premium on a pro-rated basis, for an amount of RM137.0 million.
- (c) As previously reported, on 24 December 1999, the Company entered into a Debt Restructuring Scheme with the bankers of the Company and two of its subsidiaries, i.e. MR Investments (Cayman) Pte. Ltd. and MRC Management (BVI) Ltd. for the extension of the credit facilities of approximately RM1,142.8 million. The credit facilities have subsequently been reduced to RM52.0 million during the financial year.
- (d) On 25 July 2001, the Company had accepted an offer from Utama Banking Group Berhad via a Letter of Offer to acquire the Company's 22.7% equity interest in Rashid Hussain Berhad for a cash consideration of RM399.5 million. The Company is negotiating the terms of the Sale and Purchase Agreement, which is subject to Bank Negara Malaysia's approval.

## **41 SIGNIFICANT EVENTS SUBSEQUENT TO BALANCE SHEET DATE**

- (a) On 11 September 2001, MR Securities Sdn. Bhd., a wholly-owned subsidiary of the Company, completed the acquisition of a 100% equity interest in Bintara Guard Force Security Sdn. Bhd. for a cash consideration of RM300,000.
- (b) As previously reported, on 5 October 2000, MRCB Property Development Sdn. Bhd. ("MPD") entered into a Sale and Purchase Agreement ("SPA") with Rich Focus Corporation Sdn. Bhd. ("Rich Focus") for the acquisition of 90% equity interest in KGN-RFC Development Sdn. Bhd. for a cash consideration of RM7.5 million. MPD is a wholly-owned subsidiary of Malaysian Resources Development Sdn. Bhd., which in turn is a wholly-owned subsidiary of the Company.

On 1 December 2001, MPD terminated the above SPA due to the non-satisfaction of material conditions precedent by Rich Focus.

- (c) On 8 October 2001, the Company ("MRCB") and its associate, Sistem Televisyen Malaysia Berhad ("TV3"), made a joint announcement on a Proposed Corporate Restructuring Scheme ("Corporate Proposals"). In brief, the Corporate Proposals would entail the following:
  - (i) Proposed TV3 Debt Reconstruction Scheme involving Proposed Capital Reduction and Proposed Share Premium Account Reduction, and Proposed Scheme of Arrangement which includes the proposed settlement to the scheme creditors of TV3 and six (6) of its subsidiaries.
  - (ii) Proposed Reorganisation of the Media Convergence Group involving the setting up of a new entity ("Newco") and the following:
    - Newco proposes to acquire 100% equity interest in TV3 from MRCB, TV3 scheme creditors (who would have received TV3 shares in part settlement of debts) and TV3 minority shareholders for a total consideration of RM318.1 million satisfied by the issuance of new Newco shares;

# notes to the financial statements

31 august 2001 (continued)

## 41 SIGNIFICANT EVENTS SUBSEQUENT TO BALANCE SHEET DATE (continued)

- MRCB proposes to acquire all the ordinary shares of Newco (not already owned by MRCB) for a total consideration of RM284.3 million satisfied by the issuance of new MRCB shares;
- MRCB proposes to transfer its entire 43.5% stake in The New Straits Times Press (Malaysia) Berhad ("NSTP") to Newco for a total consideration of RM338.2 million satisfied by the issuance of new Newco shares and new Newco Irredeemable Convertible Unsecured Loan Stocks ("ICULS");
- MRCB proposes to transfer its entire shareholdings in two (2) companies, namely MRCB Multimedia Consortium Sdn. Bhd. and MRCB Software Vision Sdn. Bhd. (collectively "IT Companies") to Newco for a total cash consideration of RM13.5 million;
- (iii) Proposed Fund Raising of Newco involving subscription of 77.3 million ordinary shares of Newco of RM1.00 each by MRCB at an issue price of RM1.10 per share for a total cash consideration of RM85.0 million, and issuance of RM125 million nominal amount of Bonds (at issue value of RM87.5 million) with 115 million detachable Warrants at an issue price of RM0.10 per Warrant by Newco to a placee;
- (iv) Proposed transfer of TV3 listing status to Newco;
- (v) Proposed debt settlement of MRCB lenders which includes the issuance of Redeemable Secured Loan Stocks;
- (vi) Proposed Demerger of MRCB and Newco;
- (vii) Proposed Put and Call Options of Newco shares between Realmild (M) Sdn Bhd, a direct major shareholder of MRCB as well as an indirect major shareholder of NSTP and TV3, and scheme creditors of TV3;
- (viii) Proposed Restricted Offers for Sale of RM10.25 million nominal amount of Newco ICULS and 10.25 million Warrants to the minority shareholders of TV3, and RM99.6 million nominal amount of Newco ICULS to all the shareholders of Newco other than TV3 minority shareholders.

The Corporate Proposals are subject to the approvals/sanctions, as the case may be, of the shareholders of MRCB, TV3 and IT Companies, MRCB lenders, TV3 scheme creditors, the High Court of Malaya and other relevant authorities.

Profitune Sdn. Bhd. ("Profitune"), a wholly-owned subsidiary of the Company, has been identified as the said Newco vehicle referred to above.

Pursuant to the Corporate Proposals, the Company and Profitune have entered into a Share Sale Agreement and a Share Subscription Agreement in respect of the disposal of the Company's entire 43.5% equity interest in NSTP and subscription of 77.3 million new Profitune shares, respectively.

**41 SIGNIFICANT EVENTS SUBSEQUENT TO BALANCE SHEET DATE (continued)**

- (d) On 19 November 2001, the Company announced that Seri Ipoh-Lumut Expressway Sdn. Bhd. ("SILEX"), a 70% owned subsidiary of Malaysian Resources Development Sdn. Bhd. which in turn is a wholly-owned subsidiary of the Company, has been informed by the Ministry of Works that SILEX will not be granted further extension of time for the Concession Agreement of the Ipoh-Lumut Expressway ("Expressway") on its present terms and conditions.

The Company has submitted several proposals to the Government to reconfigure the structure of the Expressway and is awaiting a decision on the proposals.

- (e) On 23 November 2001, the Company had entered into a Sale and Purchase Agreement with Tenaga National Berhad for the disposal of the Company's entire 70% equity interest in Sepang Power Sdn. Bhd. for a cash consideration of RM115.0 million. The disposal is subject to the relevant approvals.

**42 COMPARATIVES**

Comparative figures have been adjusted or extended to conform with changes in presentation due to the requirements of the new MASB Standard 16 'Financial Reporting of Interests in Joint Ventures' which has been applied retrospectively. The comparative figures were also extended to comply with the additional disclosure requirements of the additional MASB Standards that are applicable for the financial year ended 31 August 2001.

With the exception of MASB Standard 16 (see Note 34), there are no changes in accounting policies that affect net profit for the financial year as a result of the adoption of the abovementioned standards in these financial statements as the Group was already following the recognition and measurement principles in those standards.

# analysis of shareholdings

as at 31 december 2001

Authorised Share Capital	:	2,000,000,000
Paid-up Share Capital	:	976,549,499
Type of Shares	:	Ordinary Share of RM1.00 each
No. of Shareholders	:	65,945
Voting Rights	:	One vote for every share

Size of Shareholdings	No. of Shareholders	Percentage of Shareholders (%)	No. of Shares	Percentage of Share Capital (%)
Less than 1,000	5,278	8.00	1,289,833	0.13
1,001 to 10,000	53,150	80.60	169,177,313	17.32
10,001 to 100,000	6,964	10.56	194,494,876	19.92
100,001 to less than 5% of issued shares	551	0.84	265,103,811	27.15
5% and above of issued shares	2	0.00	346,483,666	35.48
Total	65,945	100	976,549,499	100

## LIST OF SUBSTANTIAL SHAREHOLDERS

Name	No. of Shares	Percentage of Share Capital (%)
Realmild (M) Sdn Bhd	244,857,156	25.07
Y. Bhg. Dato' Seri Abdul Rahman Maidin	244,857,156*	25.07
Employees Provident Fund Board	117,548,333	12.04

\* held through Realmild (M) Sdn Bhd

## DIRECTORS' SHAREHOLDING

Name	Direct Interest		Indirect Interest	
	No. of Shares	% of Shares	No. of Shares	% of Shares
Y. Bhg. Dato' Seri Abdul Rahman Maidin	–	–	244,857,156*	25.07

\* held through Realmild (M) Sdn Bhd

## 30 largest shareholders

as at 31 december 2001

30 largest shareholders as at 31 december 2001

Name of Shareholders	No. of Shares	Percentage of Share Capital (%)
1 RHB MERCHANT NOMINEES (TEMPATAN) SDN BHD < PLEDGED SECURITIES ACCOUNT FOR REALMILD (M) SDN BHD >	233,333,333	23.89
2 EMPLOYEES PROVIDENT FUND BOARD	113,150,333	11.59
3 CARTABAN NOMINEES (ASING) SDN BHD < SSBT FUND IG03 FOR MCBT GLOBAL EMERGING MARKETS>	14,450,000	1.48
4 MALAYSIA NOMINEES (TEMPATAN) SENDIRIAN BERHAD < GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (MLF) >	11,776,000	1.21
5 REALMILD (M) SDN BHD	11,523,823	1.18
6 KHAZANAH NASIONAL BERHAD	4,859,000	0.50
7 TAN SIEW BOOY	4,540,000	0.46
8 CEMPAKA ERAT SDN BHD	3,400,000	0.35
9 HSBC NOMINEES (ASING) SDN BHD < CHASE MANHATTAN BANK (IRELAND) PLC FOR INVESCO GT ASEAN FUND >	3,288,000	0.34
10 TASEC NOMINEES (ASING) SDN BHD < TA SECURITIES (HK) LTD FOR GOLDCAPE INTERNATIONAL LIMITED >	3,108,000	0.32
11 AMANAH RAYA NOMINEES (TEMPATAN) SDN BHD < KUALA LUMPUR GROWTH FUND >	3,009,000	0.31
12 MAYBAN NOMINEES (TEMPATAN) SDN BHD < MAYBAN TRUSTEES BERHAD FOR RHB DYNAMIC FUND (N14011200188) >	3,000,333	0.31
13 KAF NOMINEES (TEMPATAN) SDN BHD < DBS VICKERS SECS (S) PTE LTD FOR CHOY WEE CHIAP >	3,000,000	0.31
14 UNIVERSAL TRUSTEE (MALAYSIA) BERHAD < BHLB PACIFIC HIGH GROWTH FUND >	2,939,333	0.30
15 MAYBAN NOMINEES (TEMPATAN) SDN BHD < MAYBAN TRUSTEES BERHAD FOR KUALA LUMPUR ITTIKAL FUND (N14011970240) >	2,827,000	0.29
16 AMANAH RAYA NOMINEES (TEMPATAN) SDN BHD < KUALA LUMPUR SAVINGS FUND >	2,350,000	0.24
17 AMANAH RAYA BERHAD < TABUNG ITTIKAL ARAB-MALAYSIAN >	2,315,000	0.24
18 CITICORP NOMINEES (ASING) SDN BHD < TNTC FOR MARTIN CURRIE PACIFIC TRUST PLC >	2,200,000	0.23
19 MALAYSIA NOMINEES (TEMPATAN) SENDIRIAN BERHAD < PLEDGED SECURITIES ACCOUNT FOR GOOI SEONG GUM (10-00040-000) >	2,155,000	0.22
20 AM NOMINEES (TEMPATAN) SDN BHD < EMPLOYEES PROVIDENT FUND BOARD (A/C 1) >	2,148,000	0.22
21 CARTABAN NOMINEES (ASING) SDN BHD < CREDIT SUISSE SINGAPORE FOR KOSIPETTO MANAGEMENT LIMITED (120204) >	2,073,334	0.21
22 MAYBAN NOMINEES (TEMPATAN) SDN BHD < MAYBAN TRUSTEES BERHAD FOR RHB CAPITAL FUND (N14011200189) >	2,000,000	0.20

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**30 largest shareholders**(continued)

<b>Name of Shereholders Capital (%)</b>	<b>No. of Shares</b>	<b>Percentage of Share Capital (%)</b>
23 RHB NOMINEES (TEMPATAN) SDN BHD < RASHID HUSSAIN ASSET MANAGEMENT SDN BHD FOR KUMPULAN WANG SIMPANAN PEKERJA >	2,000,000	0.20
24 CITICORP NOMINEES (TEMPATAN) SDN BHD < PRUDENTIAL ASSURANCE MALAYSIA BERHAD (PAR FUND) >	1,874,000	0.19
25 HSBC NOMINEES (ASING) SDN BHD < JPMCB FOR ISHARES.INC >	1,830,000	0.19
26 HSBC NOMINEES (ASING) SDN BHD < SEB STOCKHOLM FOR WASA OMSESIDIGT >	1,800,000	0.18
27 THE CENTRAL DEPOSITORY (PTE) LIMITED	1,720,830	0.18
28 HDM NOMINEES (ASING) SDN BHD < OUB SECURITIES PTE LTD FOR ALLPLUS HOLDINGS PTE LTD >	1,700,000	0.17
29 HSBC NOMINEES (TEMPATAN) SDN BHD < HSBC (MALAYSIA) TRUSTEE BERHAD FOR AMANAH SAHAM SARAWAK >	1,700,000	0.17
30 THONG & KAY HIAN NOMINEES (ASING) SDN BHD < OUB KAY HIAN PTE LTD FOR K.I.P. INVESTMENTS HOLDINGS LIMITED >	1,650,000	0.17
<b>TOTAL</b>	<b>447,720,319</b>	<b>45.85</b>

<b>Description/ existing use</b>	<b>Location</b>	<b>Area</b>	<b>Net book value as at 31.8.2001</b>	<b>Date/ year of last revaluation/ acquisition</b>	<b>Tenure</b>	<b>Appro- ximate age of building</b>	<b>Encum- brance</b>
			(RM'000)				
Resource Complex - 6 storey industrial buildings/flatted factories and warehouse	33, Jalan Segambut Atas, Segambut, 51200 Kuala Lumpur, Wilayah Persekutuan.	72,098 sq. metres.	47,746	1989	Leasehold 66 years expiring on 2.2.2044	16 years	NIL
Resource Industrial Centre - 6 storey industrial factory/ educational institution	10, Jalan 1/137-B, Jalan Kelang Lama, 58100 Kuala Lumpur, Wilayah Persekutuan.	5,037 sq. metres.	3,255	1989	Leasehold 99 years expiring on 29.3.2065	17 years	NIL
Land for proposed mixed housing development	PT 6748 (part) and 6754, Mukim Kajang, District of Hulu Langat, Selangor Darul Ehsan.	8.51 hectares	27,461	1987	Freehold	-	NIL
Land for proposed mixed housing development	Lot 6061 (part) and 69 (part), Mukim Ulu Kelang, District of Gombak, Selangor Darul Ehsan.	7.06 hectares	13,400	1989	Freehold	-	YES
Land for proposed condominium development	Country lease No. 015146120, Municipality and District of Kota Kinabalu, Sabah.	1.10 hectares	472	1989	Leasehold 999 years expiring on 4.7.2918	-	NIL
Land for proposed industrial development	Lot 10836 to 10868, 10870 to 10981, 10984 to 11015, Mukim Rantau, District of Seremban, Negeri Sembilan Darul Khusus.	5.20 hectares	4,033	1.4.1984	Freehold	-	NIL
Land for proposed mixed commercial development	H.S. (D) 79956 P.T. No. 12, Seksyen 14, Bandar Shah Alam, Selangor Darul Ehsan.	1.21 hectares	15,311	1992	Leasehold 99 years expiring on 15.9.2092	-	YES

**properties of the group (continued)**

<b>Description/ existing use</b>	<b>Location</b>	<b>Area</b>	<b>Net book value as at 31.8.2001</b>	<b>Date/ year of last revaluation/ acquisition</b>	<b>Tenure</b>	<b>Appro- ximate age of building</b>	<b>Encum- brance</b>
			(RM'000)				
Plaza Alam Sentral - 7 level shopping complex	H.S. (D) 79956 P.T. No. 12, Seksyen 14, Bandar Shah Alam, Selangor Darul Ehsan.	68,233 sq. metres.	135,383	1992	Leasehold 99 years expiring on 15.9.2092	2 years	YES
Menara MRCB - 23 level office block	H.S. (D) 79956 P.T. No. 12, Seksyen 14, Bandar Shah Alam, Selangor Darul Ehsan.	25,641 sq. metres.	56,824	1992	Leasehold 99 years expiring on 15.9.2092	2 years	YES
4 storey shoplot/ office	63, Jalan SS 25/2, Taman Bukit Emas, Petaling Jaya, Selangor Darul Ehsan.	612 sq. metres.	383	13.1.1991	Freehold	9 years	NIL
Sentral Plaza - Corporate Office Suite	CS/3B/11-3 and CS/3A/11, Lot 16, Section 70, Mukim Kuala Lumpur, Wilayah Persekutuan.	956 sq. metres.	5,092	27.6.1997	Freehold	1 year	YES
Industrial land with factory building	Lot 49 & 50, Rawang Integrated Industrial Park, 48000 Rawang, Selangor Darul Ehsan.	3.41 hectares	15,209	15.10.1994	Freehold	7 years	YES
Business Office	Level 22, No 1, Jalan 2/106, Bandar Tun Razak, 56000 Kuala Lumpur, Wilayah Persekutuan.	1,812 sq. metres.	4,011	21.8.1995	Leasehold 99 years expiring on 22.7.2090	4 years	YES
Land and factory building	Lot A, Selangor Industrial Estate, Batu 13, Jalan Klang, 47100 Puchong, Selangor Darul Ehsan.	6.07 hectares	16,000	10.4.2000	Leasehold 99 years expiring on 8.2.2090	11 years	YES

<b>Description/ existing use</b>	<b>Location</b>	<b>Area</b>	<b>Date/ Net book value as at 31.8.2001</b>		<b>Tenure</b>	<b>Appro- ximate age of building</b>	<b>Encum- brance</b>
			<b>(RM'000)</b>	<b>year of last revaluation/ acquisition</b>			
Commercial buildings and landed properties surrounding the Kuala Lumpur central railway station	Lot 12, 16, 19, Sek. 70, Lot 203 and 238, Sek. 72, Mukim Bandar Kuala Lumpur, Daerah Kuala Lumpur, Jalan Damansara, Kuala Lumpur, Wilayah Persekutuan.	20.45 hectares	752,773	10.3.1999	Freehold	-	YES
3 storey shop/ office	10, Jalan 7/155, Bukit Jalil Integrated Business Park, Selangor Darul Ehsan.	461 sq. metres.	541	23.12.1994	Freehold	6 years	YES
11/2 storey light industrial building	Plot No. 5A, Perusahaan Ringan, Tingkat 11/2, Kawasan Industri Ringan Perai 4, Lot No. 1839, Suratan Hakmilik Sementara No. H.S. (M) 355, Mukim 12, Seberang Perai Tengah.	429 sq. metres.	597	1.8.1999	Freehold	3 years	YES
4 storey shop, office & apartment	26-1 & 28-1, Jalan PJS 5/4, Taman Desaria, 46000 Petaling Jaya, Selangor Darul Ehsan.	312 sq. metres.	208	16.4.1993	Leasehold 99 years expiring on 12.9.2090	8 years	YES
Industrial land	Plot No. 143 & 145, Rawang Industrial Park, 48000 Rawang, Selangor Darul Ehsan.	18,214 sq. metres.	6,269	2.12.1997	Freehold	-	YES
11/2 storey link factory	23, 25 and 27, Jalan Anggerik Mokara, 31/51, Kota Kemuning, Seksyen 31, 40460 Shah Alam, Selangor Darul Ehsan.	1,086 sq. metres.	1,091	10.4.1999	Freehold	3 years	YES

**properties of the group (continued)**

<b>Description/ existing use</b>	<b>Location</b>	<b>Area</b>	<b>Net book value as at 31.8.2001</b>	<b>Date/ year of last revaluation/ acquisition</b>	<b>Tenure</b>	<b>Appro- ximate age of building</b>	<b>Encum- brance</b>
			(RM'000)				
Vacant industrial land	Lot no. IL-1946, Bukit Beruntung, Mukim Serendah, Daerah Hulu Selangor, P.T. No. 1939, H.S.D. No. 8651, Selangor Darul Ehsan.	5,913 sq. metres.	1,031	22.6.1999	Freehold	-	NIL
4 storey shop office	Sub Lot No. 4, 5 & 6, H.S.(D) 49729, Lot PT 33487, Taman Kajang Utama, Mukim Kajang, Dearah Ulu Langat, Selangor Darul Ehsan.	1,485 sq. metres.	1,405	28.12.1999	Freehold	2 years	NIL



- 136 Laporan Pengarah
- 141 Penyata oleh Para Pengarah
- 141 Akuan Berkanun
- 142 Laporan Juruaudit
- 143 Penyata Pendapatan
- 144 Kunci Kira-kira
- 145 Penyata Perubahan dalam Ekuiti yang Disatukan
- 146 Penyata Perubahan dalam Ekuiti Syarikat
- 147 Penyata Aliran Tunai
- 153 Nota-nota kepada Penyata Kewangan



Para Pengarah dengan sukacitanya membentangkan laporan tahunan mereka kepada ahli-ahli bersama-sama dengan penyata kewangan Kumpulan dan Syarikat yang telah diaudit bagi tahun kewangan berakhir 31 Ogos 2001.

### **AKTIVITI UTAMA**

Syarikat pada dasarnya adalah sebuah syarikat pegangan pelaburan. Syarikat juga terlibat dalam aktiviti yang berkaitan dengan pembinaan dan menyediakan perkhidmatan pengurusan kepada syarikat-syarikat subsidiarinya.

Kumpulan pada dasarnya terlibat dalam perkhidmatan kejuruteraan dan pembinaan, pembangunan harta tanah, perkhidmatan multimedia dan teknologi maklumat, penerbitan, penyiaran dan perkhidmatan kewangan.

Tiada perubahan ketara yang berlaku terhadap aktiviti Kumpulan dan Syarikat sepanjang tahun kewangan selain daripada yang dinyatakan dalam Nota 40 kepada penyata kewangan.

### **KEPUTUSAN KEWANGAN**

	<b>Kumpulan RM'000</b>	<b>Syarikat RM'000</b>
Kerugian selepas cukai	649,569	638,900
Kepentingan minoriti	7,186	-
<b>Kerugian bersih yang boleh diagihkan kepada pemegang saham</b>	<b>656,755</b>	<b>638,900</b>

### **DIVIDEN**

Tiada dividen yang telah dibayar atau diisyihar oleh Syarikat semenjak 31 Ogos 2000. Para Pengarah tidak mencadangkan sebarang pembayaran dividen bagi tahun kewangan berakhir 31 Ogos 2001.

### **RIZAB DAN PERUNTUKAN**

Semua pindahan ketara kepada atau daripada rizab dan peruntukan sepanjang tahun kewangan ini adalah seperti yang dinyatakan dalam penyata kewangan.

### **MODAL SAHAM**

Sepanjang tahun kewangan, modal saham terbitan dan berbayar Syarikat telah bertambah daripada RM975,095,499 kepada RM976,549,499 melalui terbitan saham biasa sebanyak 1,454,000 bernilai RM1.00 setiap satu seperti berikut:

<b>Tujuan terbitan</b>	<b>Bilangan saham biasa bernilai RM1.00 setiap satu</b>
Pelaksanaan skim pilihan oleh kakitangan yang layak berhubung dengan Skim Pilihan Saham Kakitangan	1,454,000

Saham-saham biasa di atas yang diterbitkan sepanjang tahun kewangan mempunyai hak yang sama dalam semua segi dengan saham-saham biasa Syarikat yang sedia ada.

## SKIM PILIHAN SAHAM KAKITANGAN

Skim Pilihan Saham Kakitangan ("SPSK" atau "Skim") Malaysian Resources Corporation Berhad telah diluluskan oleh pemegang saham pada Mesyuarat Agung Luar Biasa yang diadakan pada 9 Februari 1996 dan berkuatkuasa pada 4 April 1996. SPSK berkuatkuasa untuk tempoh lima (5) tahun bermula dari 4 April 1996 dan luput sepanjang tahun kewangan pada 3 April 2001.

Butir-butir SPSK adalah terkandung dalam Undang-Undang Kecil dan ciri-ciri utamanya adalah seperti berikut:

- (a) Skim ditubuhkan untuk penyertaan dalam modal saham biasa Syarikat sahaja.

Jumlah saham yang akan ditawarkan di bawah SPSK tidak akan melebihi 10% daripada jumlah saham biasa Syarikat yang diterbitkan dan berbayar pada sebarang masa sepanjang tempoh Skim. Pada tarikh permulaan Skim, jumlah saham yang sedia untuk ditawarkan ialah 49,292,624 saham biasa bernilai RM1.00 setiap satu.

- (b) Kakitangan yang layak ialah mereka yang berkhidmat secara berterusan dengan Kumpulan untuk tempoh sekurang-kurangnya satu (1) tahun untuk kakitangan warganegara Malaysia (termasuk Pengarah-Pengarah Eksekutif sepenuh masa yang terlibat dalam pengurusan sehari-hari dan termasuk dalam senarai gaji Syarikat) dan lima (5) tahun perkhidmatan berterusan dengan Kumpulan untuk kakitangan bukan warganegara Malaysia.
- (c) Skim ini telah ditadbir oleh Jawatankuasa Pilihan yang terdiri daripada kakitangan pengurusan kanan yang dilantik oleh Lembaga Pengarah.
- (d) Pilihan yang diberikan di bawah SPSK boleh dilaksanakan oleh penerima dengan memberikan notis secara bertulis kepada Syarikat sepanjang tahun bermula dari tarikh tawaran dan berakhir pada 3 April 2001. Pilihan yang diberikan boleh dilaksanakan oleh penerima seperti berikut:

Tahun melaksanakan Pilihan	% untuk dilaksanakan (terkumpul) Pilihan ditawarkan semasa pelaksanaan SPSK	% untuk dilaksanakan dalam nisbah yang sama untuk baki tempoh SPSK (terkumpul)			
		Pilihan ditawarkan dalam tahun ke 2 SPSK	Pilihan ditawarkan dalam tahun ke 3 SPSK	Pilihan ditawarkan dalam tahun ke 4 SPSK	
		-	-	-	-
Tahun 1	15	-	-	-	-
Tahun 2	30	25	-	-	-
Tahun 3	60	50	33	-	-
Tahun 4	80	75	66	50	-
Tahun 5	100	100	100	100	100

Pilihan yang diberikan untuk setiap tahun boleh dilaksanakan sepenuhnya atau dalam jumlah saham yang lebih kecil dengan syarat bilangan tersebut hendaklah dalam gandaan dan tidak kurang daripada 1,000 saham.

- (e) Harga pada mana kakitangan yang layak berhak mendapatkan saham di bawah SPSK adalah purata sebut harga pasaran saham Syarikat (seperti yang disebut dan disiarkan dalam Diari Harian Bursa Saham Kuala Lumpur) untuk lima (5) hari pasaran terdahulu dari tarikh tawaran Pilihan masing-masing, atau nilai nominal saham, mengikut yang mana lebih tinggi.
- (f) Kakitangan yang layak hanya boleh menyertai satu SPSK yang dianjurkan oleh mana-mana syarikat dalam Kumpulan pada satu-satu masa.

**SKIM PILIHAN SAHAM KAKITANGAN (sambungan)**

(g) Semua terbitan saham biasa baru yang wujud daripada SPSK mempunyai hak yang sama rata dalam semua segi dengan saham biasa Syarikat yang sedia ada.

Sepanjang tahun kewangan, bilangan saham biasa bernilai RM1.00 setiap satu yang dirangkumi oleh Pilihan yang diberi, dilaksana dan dibatalkan di bawah SPSK adalah seperti berikut:

**Bilangan saham biasa bernilai RM1.00 setiap satu  
dirangkumi oleh Pilihan**

<b>Pecahan</b>	<b>Tarikh</b>	<b>Harga *</b>	<b>Pada</b>	<b>Diberi</b>	<b>Dilaksana</b>	<b>Dibatal</b>	<b>Pada</b>
			<b>1.9.2000</b>				<b>31.8.2001</b>
1	4 Apr 1996	RM4.48	14,834,334	-	-	(14,834,334)	-
2	31 Mei 1996	RM4.61	3,284,666	-	-	(3,284,666)	-
3	31 Ogos 1996	RM5.69	5,214,667	-	-	(5,214,667)	-
4	30 Nov 1996	RM6.92	3,523,000	-	-	(3,523,000)	-
5	28 Feb 1997	RM4.09	3,715,667	-	-	(3,715,667)	-
6	31 Mei 1997	RM4.09	3,343,333	-	-	(3,343,333)	-
7-10	1 Ogos 1998	RM1.00	1,725,000	-	(1,007,000)	(718,000)	-
11	30 Sep 1998	RM1.00	485,000	-	(288,000)	(197,000)	-
12	4 Jan 1999	RM1.44	614,000	-	(21,000)	(593,000)	-
13	20 Mac 1999	RM1.00	203,000	-	(89,000)	(114,000)	-
14	8 Jun 1999	RM1.73	164,000	-	(25,000)	(139,000)	-
15	8 Sep 1999	RM2.61	1,083,000	-	-	(1,083,000)	-
16	10 Dis 1999	RM2.41	443,000	-	-	(443,000)	-
16A	12 Jan 2000	RM2.59	42,796,000	-	-	(42,796,000)	-
17-18	28 Jun 2000	RM2.08	1,149,000	-	(24,000)	(1,125,000)	-
			82,577,667	-	(1,454,000)	(81,123,667)	-

\* Harga Pilihan bagi Pecahan 1 hingga Pecahan 6 telah diselaraskan terhadap kesan daripada terbitan bonus satu (1) saham biasa baru bagi setiap tiga (3) saham biasa sedia ada yang dimiliki, diterbitkan oleh Syarikat pada 3 September 1997.

**PENGARAH**

Para Pengarah yang memegang jawatan sepanjang tempoh semenjak tarikh laporan yang lepas adalah:

Y. Bhg. Dato' Seri Abdul Rahman Maidin (Pengerusi)	
Encik Abdul Rahman Ahmad (Ketua Pegawai Eksekutif)	(dilantik pada 9.8.2001)
Encik Shahril Ridzuan (Pengarah Eksekutif)	(dilantik pada 9.8.2001)
Y. Bhg. Datuk Zahari Omar (Naib Presiden Eksekutif)	
Y. Bhg. Dato' Ahmad Hj. Ibhnihajar	
Y. Bhg. Dato' Zainol Abidin Dato' Hj. Salleh	
Dr. Abdul Rahman Bidin	(bersara pada 7.9.2001)
Y. Bhg. Dato' Jamil Bidin	(bersara pada 7.9.2001)
Dr. Lim Ken Huat	(bersara pada 7.9.2001)

Sejajar dengan Artikel 100 Tatacara Pertubuhan Syarikat, Encik Abdul Rahman Ahmad dan Encik Shahril Ridza Ridzuan, yang dilantik sebagai Ahli Lembaga sepanjang tempoh ini, bersara pada Mesyuarat Agung Tahunan akan datang dan, disebabkan layak, menawarkan diri mereka untuk dilantik semula.

## PENGARAH (sambungan)

Sejajar dengan Artikel 95 Tatacara Pertubuhan Syarikat, Y. Bhg. Datuk Zahari Omar bersara pada Mesyuarat Agung Tahunan akan datang dan, disebabkan layak, menawarkan dirinya untuk dilantik semula.

## MANFAAT PARA PENGARAH

Sepanjang dan pada akhir tahun kewangan, tiada sebarang urusan yang membabitkan Syarikat sebagai satu pihak, dengan perkara atau perkara-perkara yang membolehkan para Pengarah Syarikat memperolehi ganjaran menerusi pengambilalihan saham atau debentur dalam Syarikat atau badan korporat lain.

Sejak akhir tahun kewangan yang lalu, tiada Pengarah Syarikat telah menerima atau layak menerima sebarang manfaat (selain daripada yang dinyatakan sebagai ganjaran para Pengarah dalam Nota 6 kepada penyata kewangan) hasil daripada kontrak yang dibuat oleh Syarikat atau perbadanan yang berkaitan dengan Pengarah atau dengan firma di mana beliau adalah seorang ahli, atau dengan syarikat di mana beliau mempunyai kepentingan kewangan yang besar.

## KEPENTINGAN PARA PENGARAH DALAM SAHAM

Menurut Daftar Pegangan Saham Pengarah, butir-butir kepentingan para Pengarah yang memegang jawatan pada akhir tahun kewangan dalam saham Syarikat dan perbadanan berkaitannya adalah seperti berikut:

	<b>Bilangan saham biasa bernilai RM1.00 setiap satu</b>			
	<b>Pada</b>	<b>Pada</b>	<b>Diambilalih</b>	<b>Dijual</b>
	<b>1.9.2000</b>	<b>31.8.2001</b>		
<b>Dianggap berkepentingan dalam Syarikat</b>				
Y. Bhg. Dato' Seri Abdul Rahman Maidin*	244,857,156	-	-	244,857,156

\* Y. Bhg. Dato' Seri Abdul Rahman Maidin dianggap mempunyai kepentingan dalam saham Syarikat melalui kepentingan besar beliau dalam Realmild (M) Sdn. Bhd. yang sebaliknya pula mempunyai kepentingan besar dalam Syarikat.

Berdasarkan kepentingan beliau dalam saham-saham Syarikat, Pengarah yang tertera di atas juga dianggap mempunyai kepentingan yang besar dalam syarikat-syarikat subsidiari dan syarikat-syarikat bersekutu setakat mana Syarikat mempunyai kepentingan.

Pengarah-pengarah lain yang memegang jawatan pada akhir tahun kewangan tidak mempunyai sebarang kepentingan dalam saham atau debentur Syarikat dan perbadanan yang berkaitan.

## MAKLUMAT BERKANUN MENGENAI PENYATA KEWANGAN

Sebelum penyata kewangan dan kunci kira-kira Kumpulan dan Syarikat disiapkan, para Pengarah telah mengambil langkah-langkah yang wajar:

- (a) untuk memastikan bahawa tindakan telah diambil berkaitan dengan penghapusan hutang-hutang lapuk dan membuat peruntukan bagi hutang-hutang rugu dan telah berpuas hati bahawa semua hutang lapuk yang diketahui telah dihapuskira dan peruntukan yang mencukupi telah dibuat untuk hutang-hutang rugu; dan
- (b) untuk memastikan bahawa sebarang aset semasa, selain daripada hutang-hutang, yang tidak mungkin mencapai nilai bukunya dalam amalan biasa perniagaan seperti yang ditunjukkan dalam rekod-rekod perakaunan Kumpulan dan Syarikat telah dikurangkan nilainya hingga ke nilai yang dianggarkan dapat dicapai.

**MAKLUMAT BERKANUN MENGENAI PENYATA KEWANGAN (sambungan)**

Pada tarikh laporan ini, para Pengarah tidak mengetahui sebarang keadaan:

- (a) yang boleh menyebabkan jumlah hutang-hutang lapuk yang dihapuskira atau jumlah peruntukan bagi hutang-hutang rugu dalam penyata kewangan Kumpulan dan Syarikat tidak mencukupi hingga ke tahap yang ketara; atau
- (b) yang boleh menyebabkan kekeliruan terhadap nilai aset semasa dalam penyata kewangan Kumpulan dan Syarikat; atau
- (c) yang berbangkit yang boleh mendatangkan kekeliruan atau kejanggalan kepada kaedah yang sedia ada untuk menilai aset atau tanggungan Kumpulan dan Syarikat.

Tiada tanggungan luar jangka atau tanggungan lain dikuatkuasakan atau berkemungkinan besar akan berkuatkuasa dalam tempoh dua belas bulan selepas akhir tahun kewangan di mana, pada pendapat para Pengarah, akan atau mungkin memberi kesan yang ketara terhadap keupayaan Kumpulan dan Syarikat untuk menyelesaikan tanggungan apabila tiba masanya.

Pada tarikh laporan ini, tidak wujud:

- (a) sebarang tuntutan ke atas aset Kumpulan atau Syarikat yang timbul sejak akhir tahun kewangan kerana menjamin tanggungan pihak lain; atau
- (b) sebarang tanggungan luar jangka Kumpulan atau Syarikat yang timbul sejak akhir tahun kewangan.

Pada tarikh laporan ini, para Pengarah tidak mengetahui sebarang keadaan yang tidak diliputi dalam laporan atau penyata kewangan yang mana boleh menyebabkan kekeliruan pada sebarang jumlah yang dinyatakan dalam penyata kewangan.

Pada pendapat para Pengarah:

- (a) keputusan-keputusan operasi Kumpulan dan Syarikat sepanjang tahun kewangan tidak terjejas dengan ketara oleh sebarang perkara, urusniaga atau kejadian yang ketara dan luar biasa; dan
- (b) tiada perkara, urusniaga atau kejadian yang ketara dan luar biasa yang timbul antara akhir tahun kewangan dan tarikh laporan ini, yang boleh menjelaskan keputusan-keputusan operasi Kumpulan atau Syarikat bagi tahun kewangan laporan ini dibuat selain daripada yang dinyatakan dalam Nota 41 kepada penyata kewangan.

**JURUAUDIT**

Juruaudit, PricewaterhouseCoopers, telah menyatakan kesanggupan mereka untuk meneruskan perkhidmatan.

Sejajar dengan resolusi Lembaga Pengarah bertarikh 31 Disember 2001.

**SHAHRIL RIDZA RIDZUAN**

*Pengarah Eksekutif*

**DATUK ZAHARI OMAR**

*Naib Presiden Eksekutif*

## penyata oleh para pengarah

menurut seksyen 169(15) Akta Syarikat, 1965

Kami, SHAHRIL RIDZUAN dan DATUK ZAHARI OMAR, dua orang daripada para Pengarah MALAYSIAN RESOURCES CORPORATION BERHAD, menyatakan bahawa, pada pendapat para Pengarah, penyata-penyata kewangan yang dibentangkan di muka surat 143 hingga 201 telah disediakan untuk memberi gambaran yang benar dan saksama tentang kedudukan Kumpulan dan Syarikat pada 31 Ogos 2001 dan keputusan serta aliran tunai Kumpulan dan Syarikat bagi tahun kewangan berakhir pada tarikh tersebut sejajar dengan piawaian perakaunan yang diluluskan dan berkenaan di Malaysia serta peruntukan Akta Syarikat, 1965.

Sejajar dengan resolusi Lembaga Pengarah bertarikh 31 Disember 2001.

**SHahril Ridza Ridzuan**

*Pengarah Eksekutif*

**Datuk Zahari Omar**

*Naib Presiden Eksekutif*

## akuan berkanun

menurut seksyen 169(16) Akta Syarikat, 1965

透彻

## akuan berkanun

menurut seksyen 169(16) Akta Syarikat, 1965

Saya, LEE TEU LUAN, Pegawai yang terutamanya bertanggungjawab ke atas pengurusan kewangan MALAYSIAN RESOURCES CORPORATION BERHAD, dengan secara bersungguh-sungguh dan tulus ikhlas mengakui bahawa penyata-penyata kewangan yang dibentangkan di muka surat 143 hingga 201, pada pendapat saya, betul dan saya membuat pengakuan yang bersungguh-sungguh ini dengan penuh kepercayaan bahawa ia adalah benar dan adalah menurut kuasa yang diperuntukkan oleh Akta Akuan Berkanun, 1960.

**Lee Teu Luau**

Ditandatangani dan diikrarkan oleh penama di atas  
LEE TEU LUAN di KUALA LUMPUR, Malaysia  
pada 31 Disember 2001.

Di hadapan saya,

**A.T. Lim Jo Sen A.M.N.**  
70M (Tkt. Mezz) Jalan Putra  
50350 Kuala Lumpur

**PESURUJAYA SUMPAH**

## **laporan juruaudit**

*kepada ahli-ahli Malaysian Resources Corporation Berhad (No. Syarikat 7994D)*

Kami telah mengaudit penyata kewangan yang dibentangkan di muka surat 143 hingga 201. Penyata kewangan ini adalah tanggungjawab para Pengarah Syarikat. Tanggungjawab kami adalah untuk menyatakan pendapat tentang penyata kewangan ini berasaskan kepada pengauditan yang dijalankan.

Kami telah menjalankan pengauditan sejarah dengan piawaian pengauditan yang diluluskan di Malaysia. Piawaian tersebut memerlukan kami merancang dan melaksanakan pengauditan untuk mendapatkan kepastian yang munasabah sama ada penyata kewangan ini bebas daripada kenyataan mengelirukan yang ketara. Audit merangkumi pemeriksaan, secara ujian terhadap bukti yang menyokong jumlah dan pendedahan dalam penyata kewangan. Audit ini juga meliputi penilaian terhadap dasar-dasar perakaunan yang digunakan dan anggaran penting yang dibuat oleh para Pengarah, serta penilaian secara menyeluruh ke atas pembentangan penyata kewangan. Kami percaya pengauditan kami telah memberikan asas yang munasabah untuk menyatakan pendapat kami.

Pada pendapat kami:

- (a) penyata kewangan ini telah disediakan sejajar dengan peruntukan Akta Syarikat, 1965 dan piawaian perakaunan yang diluluskan dan berkenaan di Malaysia supaya memberi gambaran yang benar dan saksama mengenai:
  - (i) perkara-perkara yang diperlukan oleh Seksyen 169 Akta Syarikat, 1965 yang perlu diliputi dalam penyata kewangan; dan
  - (ii) kedudukan Kumpulan dan Syarikat pada 31 Ogos 2001 dan keputusan serta aliran tunai Kumpulan dan Syarikat bagi tahun kewangan berakhir pada tarikh tersebut;
- dan
- (b) rekod perakaunan dan rekod-rekod lain serta daftar yang dikehendaki oleh Akta tersebut untuk disimpan oleh Syarikat dan syarikat-syarikat subsidiari yang mana kami adalah juruaudit telah disimpan dengan baik sejajar dengan peruntukan Akta tersebut.

Nama bagi syarikat-syarikat subsidiari yang mana kami tidak dilantik sebagai juruaudit dinyatakan dalam Nota 38 kepada penyata kewangan. Kami telah mempertimbangkan penyata kewangan syarikat-syarikat subsidiari ini dan laporan juruauditnya.

Kami berpuashati bahawa penyata kewangan syarikat-syarikat subsidiari yang telah disatukan dengan penyata kewangan Syarikat adalah dalam bentuk dan kandungan yang sesuai dan teratur bagi tujuan penyediaan penyata kewangan yang disatukan dan kami telah menerima maklumat dan penjelasan yang memuaskan sebagaimana yang diperlukan untuk tujuan-tujuan tersebut.

Laporan juruaudit ke atas penyata kewangan syarikat-syarikat subsidiari tidak tertakluk kepada sebarang pengecualian dan tidak mengandungi sebarang teguran yang dibuat di bawah seksyen kecil 3 Seksyen 174 Akta berkenaan.

### **PRICEWATERHOUSECOOPERS**

(No. AF: 1146)

Akauntan Awam

### **DATO' GUMURI BIN HUSSAIN**

(No. 892/04/02 (J))

Rakan dalam firma

Kuala Lumpur

31 Disember 2001

## **laporan juruaudit**

*kepada ahli-ahli Malaysian Resources Corporation Berhad (No. Syarikat 7994D)*

transparency

**penyata pendapatan**  
bagi tahun kewangan berakhir 31 ogos 2001

தமிழ்வான

	Nota	Kumpulan		Syarikat	
		2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Perolehan	4	<b>533,080</b>	248,570	<b>99,458</b>	18,904
Kos jualan		(470,200)	(218,974)	(81,302)	(6,182)
Keuntungan kasar		<b>62,880</b>	29,596	<b>18,156</b>	12,722
Pendapatan operasi lain:					
- keuntungan daripada pelupusan:					
• syarikat-syarikat subsidiari		<b>10</b>	654	-	-
• syarikat-syarikat bersekutu		<b>169,111</b>	122,090	<b>342,068</b>	250,338
• pelaburan lain		-	733	-	733
- lain-lain	5	<b>26,784</b>	10,435	<b>19,635</b>	2,456
Kos jualan dan pengedaran		(5,223)	(675)	(2,965)	(291)
Perbelanjaan pentadbiran		(64,086)	(35,740)	(24,823)	(19,167)
Perbelanjaan operasi lain:					
- peruntukan bagi kesusutan nilai					
pelaburan dalam:					
• syarikat-syarikat subsidiari		-	-	<b>(54,899)</b>	-
• syarikat-syarikat bersekutu		(430,784)	-	<b>(497,878)</b>	-
• pelaburan lain		(222)	-	<b>(200)</b>	-
- muhibah dihapuskira		(62,299)	-	-	-
- caj kemudahan atas kontrak lindung nilai		(35,602)	-	-	-
- kerugian rosotnilai daripada harta tanah pelaburan		(29,965)	-	-	-
- (peruntukan bagi)/penyataan semula kerugian					
yang dijangka daripada harta tanah pembangunan		(27,196)	12,560	-	-
- peruntukan bagi hutang rugu		(26,279)	(2,866)	<b>(381,420)</b>	(521)
- peruntukan bagi perbelanjaan pembangunan					
lebuhraya		(18,256)	-	-	-
- lain-lain		(52,259)	(26,447)	<b>(9,578)</b>	(13,962)
(Kerugian)/keuntungan daripada operasi	6	<b>(493,386)</b>	110,340	<b>(591,904)</b>	232,308
Kos kewangan	7	<b>(82,653)</b>	(112,058)	<b>(46,996)</b>	(59,620)
Bahagian keputusan syarikat-syarikat bersekutu		<b>(72,551)</b>	82,864	-	-
Bahagian keputusan entiti-entiti dikawal bersama		<b>420</b>	145	-	-
(Kerugian)/keuntungan daripada aktiviti biasa					
sebelum cukai		<b>(648,170)</b>	81,291	<b>(638,900)</b>	172,688
Cukai	8	<b>(1,399)</b>	(7,692)	-	14,073
(Kerugian)/keuntungan daripada aktiviti biasa					
selepas cukai		<b>(649,569)</b>	73,599	<b>(638,900)</b>	186,761
Kepentingan minoriti		<b>(7,186)</b>	(15,915)	-	-
(Kerugian)/keuntungan bersih boleh diagihkan					
kepada pemegang saham		<b>(656,755)</b>	57,684	<b>(638,900)</b>	186,761
(Kerugian)/pendapatan sesaham (sen):					
- Asas	9	<b>(67.31)</b>	5.93		

*Nota-nota di muka surat 153 hingga 201 merupakan sebahagian daripada penyata kewangan ini.*

**kunci kira-kira**

pada 31 ogos 2001

**kunci kira-kira**

pada 31 ogos 2001

بِسْمِ اللّٰهِ الرَّحْمٰنِ الرَّحِيْمِ  
تَعَالٰى عَجَلَ بِهِ

Nota	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>ASET BUKAN SEMASA</b>				
Hartanah, loji dan peralatan				
- Hartanah, loji dan peralatan operasi	10(a)	<b>218,107</b>	94,575	<b>9,523</b>
- Hartanah pelaburan	10(b)	<b>223,434</b>	258,429	-
		<b>441,541</b>	353,004	<b>9,523</b>
Hartanah pembangunan	11	<b>738,188</b>	591,949	<b>4,033</b>
Perbelanjaan pembangunan lebuhraya	12	-	15,650	-
Syarikat-syarikat subsidiari	13	-	-	<b>218,909</b>
Syarikat-syarikat bersekutu	14	<b>682,186</b>	1,637,543	<b>776,923</b>
Entiti-entiti dikawal bersama	15	<b>112</b>	5,121	-
Pelaburan lain	16	<b>1,185</b>	1,407	<b>910</b>
Perbelanjaan pembangunan projek	17	<b>8,549</b>	4,084	-
Muhibah daripada penyatauan		<b>8,944</b>	31,763	-
		<b>1,880,705</b>	2,640,521	<b>1,010,298</b>
				1,558,746
<b>ASET SEMASA</b>				
Hartanah pembangunan	11	<b>233,900</b>	250,445	-
Inventori	18	<b>11,749</b>	14,891	-
Penghutang dagangan dan lain-lain	19	<b>520,507</b>	494,222	<b>612,171</b>
Sekuriti boleh niaga	21	<b>290</b>	290	-
Baki di bank dan simpanan	22	<b>334,689</b>	99,821	<b>5,561</b>
		<b>1,101,135</b>	859,669	<b>617,732</b>
				834,758
<b>TANGGUNGAN SEMASA</b>				
Peruntukan bagi tanggungan dan caj	23	<b>24,027</b>	21,643	-
Pembiutang dagangan dan lain-lain	24	<b>512,327</b>	489,179	<b>339,222</b>
Pinjaman jangka pendek	26	<b>831,052</b>	1,116,145	<b>515,000</b>
Cukai		<b>27,046</b>	31,289	-
		<b>1,394,452</b>	1,658,256	<b>854,222</b>
				836,360
<b>TANGGUNGAN SEMASA BERSIH</b>		<b>(293,317)</b>	(798,587)	<b>(236,490)</b>
				(1,602)
<b>TANGGUNGAN BUKAN SEMASA</b>				
Peruntukan bagi tanggungan dan caj	23	<b>1,388</b>	1,408	<b>616</b>
Bon	27	<b>910,339</b>	-	-
Tanggungan jangka panjang	28	<b>110,860</b>	502,908	<b>3,780</b>
Cukai tertunda (aset)	31	<b>(19,159)</b>	(12,540)	-
		<b>1,003,428</b>	491,776	<b>4,396</b>
		<b>583,960</b>	1,350,158	<b>769,412</b>
				1,406,805
<b>MODAL DAN RIZAB-RIZAB</b>				
Modal saham	32	<b>976,550</b>	975,096	<b>976,550</b>
Rizab-rizab		<b>(503,436)</b>	166,524	<b>(207,138)</b>
Ekuiti pemegang saham		<b>473,114</b>	1,141,620	<b>769,412</b>
Kepentingan minoriti		<b>110,846</b>	208,538	-
		<b>583,960</b>	1,350,158	<b>769,412</b>
				1,406,805

Nota-nota di muka surat 153 hingga 201 merupakan sebahagian daripada penyata kewangan ini.

**penyata perubahan dalam ekuiti yang disatukan**

bagi tahun kewangan berakhir 31 Ogos 2001

**penyata perubahan dalam ekuiti yang disatukan**  
bagi tahun kewangan berakhir 31 Ogos 2001

责任

	<b>Modal Saham</b>	<b>Tidak Boleh Diagihkan</b>					<b>Jumlah RM'000</b>
		<b>Nilai nominal RM'000</b>	<b>Premium saham RM'000</b>	<b>Rizab berkanun RM'000</b>	<b>Perbezaan pertukaran matawang RM'000</b>	<b>Kerugian terkumpul RM'000</b>	
Pada 1 September 2000	<b>975,096</b>	<b>1,008,410</b>	<b>69,995</b>	<b>15</b>	<b>(911,896)</b>	<b>1,141,620</b>	
Terbitan modal saham - pelaksanaan Pilihan di bawah SPSK	<b>1,454</b>	<b>53</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,507</b>
Bahagian dalam pindahan kepada rizab berkanun oleh syarikat-syarikat bersekutu	-	-	<b>16,188</b>	-	<b>(16,188)</b>	-	-
Pertukaran matawang yang timbul dalam tahun kewangan	-	-	-	<b>775</b>	-	<b>775</b>	
Keuntungan/(kerugian) bersih yang tidak diiktiraf dalam penyata pendapatan	-	-	<b>16,188</b>	<b>775</b>	<b>(16,188)</b>	<b>775</b>	
Kerugian bersih bagi tahun kewangan	-	-	-	-	<b>(656,755)</b>	<b>(656,755)</b>	
Bahagian kerugian selepas pengambilalihan sebuah syarikat bersekutu daripada syarikat bersekutunya	-	-	-	-	<b>(14,033)</b>	<b>(14,033)</b>	
<b>Pada 31 Ogos 2001</b>	<b>976,550</b>	<b>1,008,463</b>	<b>86,183</b>	<b>790</b>	<b>(1,598,872)</b>	<b>473,114</b>	
Pada 1 September 1999	969,781	1,006,725	52,519	-	(949,493)	1,079,532	
Terbitan modal saham - pelaksanaan Pilihan di bawah SPSK	5,315	1,685	-	-	-	-	7,000
Bahagian dalam pindahan kepada rizab berkanun oleh syarikat-syarikat bersekutu	-	-	<b>17,476</b>	-	<b>(17,476)</b>	-	-
Pertukaran matawang yang timbul dalam tahun kewangan	-	-	-	<b>15</b>	-	<b>15</b>	
Keuntungan/(kerugian) bersih yang tidak diiktiraf dalam penyata pendapatan	-	-	<b>17,476</b>	<b>15</b>	<b>(17,476)</b>	<b>15</b>	
Keuntungan bersih bagi tahun kewangan	-	-	-	-	-	<b>57,684</b>	<b>57,684</b>
Bahagian terhadap pelarasan tahun sebelumnya oleh sebuah syarikat bersekutu	-	-	-	-	-	<b>(2,611)</b>	<b>(2,611)</b>
<b>Pada 31 Ogos 2000</b>	<b>975,096</b>	<b>1,008,410</b>	<b>69,995</b>	<b>15</b>	<b>(911,896)</b>	<b>1,141,620</b>	

*Nota-nota di muka surat 153 hingga 201 merupakan sebahagian daripada penyata kewangan ini.*

**penyata perubahan dalam ekuiti syarikat**

bagi tahun kewangan berakhir 31 Ogos 2001

	<b>Modal Saham</b>	<b>Tidak Boleh Diagihkan</b>	<b>Kerugian terkumpul</b>	<b>Jumlah</b>
	<b>Nilai nominal</b>	<b>Premium saham</b>		
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Pada 1 September 2000	<b>975,096</b>	<b>1,008,410</b>	(576,701)	<b>1,406,805</b>
Terbitan modal saham				
- pelaksanaan Pilihan di bawah SPSK	<b>1,454</b>	<b>53</b>	-	<b>1,507</b>
Kerugian bersih bagi tahun kewangan	-	-	(638,900)	(638,900)
Pada 31 Ogos 2001	<b>976,550</b>	<b>1,008,463</b>	(1,215,601)	<b>769,412</b>
Pada 1 September 1999	969,781	1,006,725	(763,462)	1,213,044
Terbitan modal saham				
- pelaksanaan Pilihan di bawah SPSK	5,315	1,685	-	7,000
Keuntungan bersih bagi tahun kewangan	-	-	186,761	186,761
Pada 31 Ogos 2000	975,096	1,008,410	(576,701)	1,406,805

**penyata perubahan dalam ekuiti syarikat**  
bagi tahun kewangan berakhir 31 Ogos 2001

accountability

*Nota-nota di muka surat 153 hingga 201 merupakan sebahagian daripada penyata kewangan ini.*

# penyata aliran tunai

bagi tahun kewangan berakhir 31 ogos 2001

Guaranty

	Nota	Kumpulan		Syarikat	
		2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
ALIRAN TUNAI DARIPADA AKTIVITI OPERASI					
(Kerugian)/keuntungan daripada aktiviti biasa sebelum cukai		(648,170)	81,291	(638,900)	172,688
Pelarasan bagi:					
Bahagian keputusan:					
- syarikat-syarikat bersekutu		72,551	(82,864)	-	-
- entiti-entiti dikawal bersama		(420)	(145)	-	-
Muhibah dihapuskira		62,299	-	-	-
Perbelanjaan faedah		72,507	101,167	36,790	50,550
Peruntukan bagi kesusutan nilai pelaburan dalam:					
- syarikat-syarikat subsidiari		-	-	54,899	-
- syarikat-syarikat bersekutu		430,784	-	497,878	-
- pelaburan lain		222	-	200	-
Kerugian rosotnilai daripada hartaanah pelaburan		29,965	-	-	-
Peruntukan bagi/(penyataan semula) kerugian yang dijangka daripada hartaanah pembangunan		27,196	(12,560)	-	-
Peruntukan bagi hutang rugu		26,279	2,866	381,420	521
Peruntukan bagi perbelanjaan pembangunan lebuhraya		18,256	-	-	-
Hartaanah, loji dan peralatan operasi:					
- susutnilai		8,496	10,679	2,236	1,073
- kerugian rosotnilai		5,526	-	-	-
- hapuskira		7,324	14	-	3
- keuntungan bersih daripada pelupusan		(448)	(951)	(230)	(140)
Susutnilai hartaanah pelaburan		5,030	1,354	-	-
Peruntukan bagi/(penyataan semula):					
- tanggungan dan caj		2,098	(27,118)	155	(213)
- kerugian daripada kontrak		5,989	569	-	-
Perbelanjaan pembangunan projek dilunaskan/dihapuskira		5,572	1,770	-	-
Hutang lapuk dihapuskira		4,436	960	30	619
Keuntungan antara syarikat daripada pelupusan sebuah syarikat bersekutu		-	-	138,906	-
Pelunasan perbelanjaan terbitan bon		554	-	-	-
Keuntungan bersih daripada pelupusan/ pencairan pelaburan dalam:					
- syarikat-syarikat subsidiari		(10)	(654)	-	-
- syarikat-syarikat bersekutu		(169,111)	(122,090)	(342,068)	(250,338)
- pelaburan lain		-	(733)	-	(733)
- sekuriti boleh niaga		-	(2,133)	-	-
Pendapatan faedah		(4,763)	(3,980)	(2,309)	(5,124)
Keuntungan bersih tidak nyata daripada pertukaran matawang asing		(2,738)	(272)	-	-
Pendapatan dividen		-	(13)	-	(4,334)
		(40,576)	(52,843)	129,007	(35,428)

## penyata aliran tunai

bagi tahun kewangan berakhir 31 ogos 2001 (sambungan)

## penyata aliran tunai

bagi tahun kewangan berakhir 31 ogos 2001 (sambungan)

Nota	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Perubahan dalam modal kerja:				
Peningkatan dalam harta tanah pembangunan	(136,089)	(56,770)	(113)	(50)
Peningkatan dalam perbelanjaan pembangunan lebuhraya	(2,606)	(4,522)	-	-
Peningkatan dalam perbelanjaan pembangunan projek	(8,028)	(913)	-	-
Pengurangan/(peningkatan) dalam inventori	3,143	(87,859)	-	-
(Peningkatan)/pengurangan dalam penghutang	(41,509)	(1,316)	85,426	(182,140)
Pengurangan dalam sekuriti boleh niaga	-	3,113	-	-
Peningkatan dalam jumlah hutang oleh syarikat-syarikat subsidiari	-	-	(407,304)	(172,744)
Pengurangan dalam jumlah hutang oleh syarikat-syarikat bersekutu	19,738	12,595	14,355	947
Peningkatan/(pengurangan) dalam pembiutang	28,264	(25,824)	(19,104)	2,831
Pengurangan dalam tanggungan tertunda	(55,615)	(162,338)	(138,906)	-
Tunai bersih digunakan dalam operasi	(233,278)	(376,677)	(336,639)	(386,584)
Faedah diterima	4,763	3,980	2,309	5,124
Dividen diterima daripada:				
- syarikat-syarikat bersekutu	3,385	3,630	3,385	3,120
- syarikat-syarikat subsidiari	-	-	2,376	-
- sekuriti boleh niaga	-	10	-	-
Cukai (dibayar)/dikembalikan	(1,728)	4,451	-	15,287
Faedah dibayar	(157,512)	(125,522)	(33,512)	(47,267)
Ganjaran persaraan dibayar	(254)	(36)	(254)	(36)
Aliran keluar tunai bersih daripada aktiviti operasi	(384,624)	(490,164)	(362,335)	(410,356)

## ALIRAN TUNAI DARIPADA AKTIVITI PELABURAN

### Hasil daripada pelupusan:

- saham dalam syarikat-syarikat bersekutu	595,275	436,434	401,296	411,621
- pelaburan lain	-	733	-	733
Hasil daripada pelupusan harta tanah, loji dan peralatan operasi	1,662	5,071	513	559
Tunai bersih daripada pelupusan kepentingan dalam sebuah syarikat subsidiari	A	-	1,973	-
Hasil daripada jualan saham kepada pemegang saham minoriti		300	-	-
Tunai bersih daripada pengambilalihan syarikat-syarikat subsidiari	B	(5,751)	287	-
Pembelian harta tanah, loji dan peralatan operasi		(142,913)	(9,286)	(7,169)
Pembelian saham tambahan dalam pelaburan syarikat-syarikat subsidiari		-	-	(3,860)
Aliran masuk tunai bersih daripada aktiviti pelaburan		448,573	435,212	391,083
				407,852

**penyata aliran tunai**  
bagi tahun kewangan berakhir 31 ogos 2001 (sambungan)

	Nota	<b>Kumpulan</b>		<b>Syarikat</b>		
		2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000	
<b>ALIRAN TUNAI DARIPADA AKTIVITI PEMBIAYAAN</b>						
Hasil daripada:						
- pinjaman jangka pendek		<b>367,065</b>	78,484	<b>195,000</b>	73,834	
- pinjaman jangka panjang		<b>926,332</b>	219,726	<b>320,000</b>	-	
- terbitan saham		<b>1,507</b>	7,000	<b>1,507</b>	7,000	
Pembayaran balik:						
- pinjaman jangka panjang		(269,625)	(150,882)	(266,041)	(43,959)	
- pinjaman jangka pendek		(629,191)	(18,594)	(188,571)	(18,513)	
Simpanan tetap dipegang sebagai nilai jaminan		(268,478)	(3,955)	-	-	
Dividen dibayar kepada kepentingan minoriti		(1,944)	-	-	-	
Pembayaran kepada pemegang saham minoriti di atas penebusan saham-saham keutamaan dalam sebuah syarikat subsidiari		(136,964)	-	-	-	
Aliran (keluar)/masuk tunai bersih daripada aktiviti pembiayaan		(11,298)	131,779	<b>61,895</b>	18,362	
<b>PENINGKATAN BERSIH DALAM TUNAI DAN PERSAMAAN TUNAI</b>						
TUNAI DAN PERSAMAAN TUNAI PADA AWAL TAHUN KEWANGAN		<b>52,651</b>	76,827	<b>90,643</b>	15,858	
TUNAI DAN PERSAMAAN TUNAI PADA AKHIR TAHUN KEWANGAN	33	<b>45,974</b>	(6,677)	<b>(85,082)</b>	(100,940)	

正直

*Nota-nota di muka surat 153 hingga 201 merupakan sebahagian daripada penyata kewangan ini.*

## penyata aliran tunai

bagi tahun kewangan berakhir 31 ogos 2001 (sambungan)

### (A) RINGKASAN KESAN PELUPUSAN SEBUAH SYARIKAT SUBSIDIARI

	2001 RM'000	2000 RM'000
Aset bersih dilupuskan:		
Hartanah, loji dan peralatan	-	3,445
Inventori	-	7
Penghutang dagangan dan lain-lain	-	2,557
Pembiutang dagangan dan lain-lain	-	(4,872)
Overdraft bank	-	(998)
Kepentingan minoriti	-	(48)
<b>Aset bersih dilupuskan</b>	<b>-</b>	<b>91</b>
 Kos sampingan daripada pelupusan sebuah syarikat subsidiari	-	230
<u>Keuntungan terkecuali daripada pelupusan</u>	<u>-</u>	<u>654</u>
<b>Jumlah pertimbangan diterima daripada pelupusan</b>	<b>-</b>	<b>975</b>
 Tambah: Overdraft bank	-	998
<b>Tunai bersih daripada pelupusan kepentingan dalam sebuah syarikat subsidiari</b>	<b>-</b>	<b>1,973</b>

Tiada pelupusan kepentingan dalam syarikat-syarikat subsidiari sepanjang tahun kewangan ini.

### (B) RINGKASAN KESAN PENGAMBILALIHAN SYARIKAT-SYARIKAT SUBSIDIARI

	2001 RM'000	2000 RM'000
Aset bersih diambilalih:		
Hartanah, loji dan peralatan	1,564	43
Hartanah pembangunan	-	19,162
Perbelanjaan pembangunan projek	-	2
Penghutang dagangan dan lain-lain	19,374	237
Simpanan dengan syarikat-syarikat kewangan	291	308
Tunai dan baki di bank	5,082	-
Pembiutang dagangan dan lain-lain	(11,718)	(21,326)
Peruntukan bagi tanggungan dan caj	(520)	-
Overdraft bank	-	(21)
Pinjaman jangka panjang	(5,000)	-
Kepentingan minoriti	(1,223)	-
<b>Aset/(tanggungan) bersih diambilalih</b>	<b>7,850</b>	<b>(1,595)</b>
 Tolak: Jumlah diambilkira sebagai sebuah syarikat bersekutu pada 1.9.2000	(3,742)	-
<u>Muhibah daripada pengambilalihan</u>	<u>7,016</u>	<u>1,595</u>
<b>Pertimbangan pembelian</b>	<b>11,124</b>	<b>-</b>
 Tolak: Simpanan dengan syarikat kewangan yang diambilalih	(291)	(308)
Tunai dan baki di bank diambilalih	(5,082)	-
Overdraft bank	-	21
 Tunai bersih digunakan untuk/(diperolehi daripada) pengambilalihan syarikat-syarikat subsidiari	<b>5,751</b>	<b>(287)</b>

## penyata aliran tunai

bagi tahun kewangan berakhir 31 ogos 2001 (sambungan)

integrity

**penyata aliran tunai**  
bagi tahun kewangan berakhir 31 Ogos 2001 (sambungan)

357

**(B) RINGKASAN KESAN PENGAMBILALIHAN SYARIKAT-SYARIKAT SUBSIDIARI (sambungan)**

(a) MRCB Multimedia Consortium Sdn. Bhd.

Pada 22 September 2000, Syarikat telah mengambilalih 48.15% kepentingan ekuiti tambahan dalam MRCB Multimedia Consortium Sdn. Bhd. ("MMCSB") untuk pertimbangan tunai berjumlah RM4,494,000. Sehubungan itu, MMCSB, sebuah syarikat bersekutu, menjadi syarikat subsidiari Syarikat dan kepentingan ekuiti berkesan Kumpulan dalam MMCSB meningkat daripada 23.33% kepada 71.48% (Nota 38).

(b) Malaysian Resources Sentral Sdn. Bhd. (dahulu dikenali sebagai Pentasuri Sdn. Bhd.)

Pada 3 Oktober 2000, Syarikat telah membayar RM2 secara tunai untuk melanggan 100% kepentingan ekuiti dalam Malaysian Resources Sentral Sdn. Bhd., sebuah syarikat yang baru diperbadankan (Nota 38).

(c) MRCB Software Vision Sdn. Bhd. (dahulu dikenali sebagai Cybertronics Sdn. Bhd.)

Pada 15 Disember 2000, Syarikat telah membayar RM2 secara tunai untuk melanggan 100% kepentingan ekuiti dalam MRCB Software Vision Sdn. Bhd. ("MSVSB"), sebuah syarikat yang baru diperbadankan. Pada 6 Ogos 2001, Syarikat telah membayar RM99,998 secara tunai untuk melanggan saham tambahan dalam MSVSB (Nota 38).

(d) Sibexlink Sdn. Bhd.

Pada 6 Julai 2001, Syarikat telah mengambilalih 59.65% kepentingan ekuiti dalam Sibexlink Sdn. Bhd. untuk pertimbangan tunai berjumlah RM6,630,000 (Nota 38).

(e) Pengambilalihan lain

Pada 15 Disember 2000, Syarikat telah melanggan 100% kepentingan ekuiti dalam enam (6) syarikat yang baru diperbadankan seperti berikut untuk pertimbangan tunai RM2 setiap satu (Nota 38):

- (i) Netcelerator (M) Sdn. Bhd. (dahulu dikenali sebagai Casamewah Sdn. Bhd.)
- (ii) Estroman Sdn. Bhd.
- (iii) Amirijaya Sdn. Bhd.
- (iv) Multimedia Base Sdn. Bhd.
- (v) Profitune Sdn. Bhd.
- (vi) Digiwill Sdn. Bhd.

Kesan pengambilalihan ke atas keputusan kewangan Kumpulan dari tarikh pengambilalihan masing-masing sehingga 31 Ogos 2001 adalah seperti berikut:

	RM'000
Perolehan	24,095
Kos operasi	(19,236)
Keuntungan daripada operasi	4,859
Kos kewangan	(1)
Keuntungan sebelum cukai	4,858
Cukai	-
Keuntungan selepas cukai dan boleh diagihkan kepada pemegang saham	<u>4,858</u>

**penyata aliran tunai**

bagi tahun kewangan berakhir 31 Ogos 2001 (sambungan)

**(B) RINGKASAN KESAN PENGAMBILALIHAN SYARIKAT-SYARIKAT SUBSIDIARI (sambungan)**

Kesan pengambilalihan ke atas kedudukan kewangan Kumpulan pada 31 Ogos 2001 adalah seperti berikut:

Pada 31.8.2001 RM'000	
Hartanah, loji dan peralatan	1,437
Muhibah daripada pengambilalihan	7,016
Penghutang dagangan dan lain-lain	22,904
Tunai dan baki di bank	8,506
Pembiutang dagangan dan lain-lain	(13,195)
Peruntukan bagi tanggungan dan caj	(720)
Pinjaman jangka pendek	(5,000)
Kepentingan minoriti	(1,313)
<hr/>	
Bahagian Kumpulan terhadap aset bersih	19,635
Tolak: Jumlah diambilkira sebagai sebuah syarikat bersekutu	(3,742)
Tolak: Bahagian keuntungan Kumpulan jika Kumpulan tidak mengambilalih kepentingan ekuiti tambahan	(1,223)
<hr/>	
	14,670

**penyata aliran tunai**

bagi tahun kewangan berakhir 31 Ogos 2001 (sambungan)

فُتْحٌ عَنْرَافِنْ

# nota-nota kepada penyata kewangan

31 ogos 2001

肯定

## 1 MAKLUMAT AM

Syarikat pada dasarnya adalah sebuah syarikat pegangan pelaburan. Syarikat juga terlibat dalam aktiviti yang berkaitan dengan pembinaan dan menyediakan perkhidmatan pengurusan kepada syarikat-syarikat subsidiarinya.

Kumpulan pada dasarnya terlibat dalam perkhidmatan kejuruteraan dan pembinaan, pembangunan harta tanah, perkhidmatan multimedia dan teknologi maklumat, penerbitan, penyiaran dan perkhidmatan kewangan.

Aktiviti utama syarikat-syarikat subsidiari dan bersekutu dinyatakan dalam Nota 38 kepada penyata kewangan.

Syarikat adalah sebuah syarikat awam tanggungan berhad, diperbadankan dan bermastautin di Malaysia serta disenaraikan di Papan Utama Bursa Saham Kuala Lumpur.

Alamat berdaftar Syarikat adalah seperti berikut:

Aras 10, Menara MRCB  
No. 2, Jalan Majlis 14/10, Seksyen 14  
40000 Shah Alam, Selangor Darul Ehsan

## 2 ASAS PENYEDIAAN PENYATA KEWANGAN

Penyata kewangan Kumpulan dan Syarikat telah disediakan mengikut konvensyen kos sejarah seperti yang telah diubahsuai bagi penilaian semula beberapa harta tanah pelaburan dan harta tanah pembangunan tertentu, kecuali seperti yang dinyatakan dalam ringkasan dasar-dasar perakaunan utama di bawah. Penyata kewangan ini mematuhi piawaian perakaunan yang diluluskan dan berkenaan di Malaysia dan peruntukan Akta Syarikat, 1965.

Penyata kewangan yang disediakan selaras dengan piawaian perakaunan yang dilulus dan berkenaan di Malaysia dan peruntukan Akta Syarikat, 1965 memerlukan para Pengarah membuat anggaran dan andaian yang memberi kesan terhadap jumlah aset dan tanggungan yang dilaporkan dan pendedahan aset dan tanggungan luar jangka pada tarikh penyata kewangan serta jumlah perolehan dan perbelanjaan yang dilaporkan sepanjang tahun kewangan. Keputusan sebenar mungkin berbeza daripada jumlah anggaran tersebut.

## 3 RINGKASAN DASAR-DASAR PERAKAUNAN UTAMA

### (a) Asas penyataan

Penyata pendapatan dan kunci kira-kira yang disatukan meliputi penyata kewangan Syarikat dan kesemua syarikat subsidiarinya yang disediakan sehingga akhir tahun kewangan.

Penyata kewangan syarikat-syarikat subsidiari disatukan menggunakan kaedah pengambilalihan perakaunan, bermula dari tarikh kawalan dipindahkan kepada Kumpulan dan tidak lagi disatukan dari tarikh kawalan berakhir.

Di bawah kaedah pengambilalihan perakaunan, keputusan syarikat-syarikat subsidiari yang diambilalih atau dilupuskan sepanjang tahun kewangan diambilkira dari tarikh pengambilalihan sehingga tarikh pelupusan. Pada tarikh pengambilalihan, nilai saksama aset bersih syarikat-syarikat subsidiari dikenalpasti dan nilai-nilai tersebut ditunjukkan dalam penyata kewangan yang disatukan. Perbezaan antara kos pengambilalihan dan nilai saksama aset bersih syarikat-syarikat subsidiari ditunjukkan sebagai muhibah daripada penyataan.

### **3 RINGKASAN DASAR-DASAR PERAKAUNAN UTAMA (sambungan)**

#### **(a) Asas penyatuan (sambungan)**

Urusniaga antara syarikat, baki dan keuntungan tidak nyata daripada urusniaga dihapuskira; kerugian tidak nyata juga dihapuskira kecuali kos tidak boleh diperolehi semula. Di mana sesuai, perubahan dibuat terhadap penyata kewangan syarikat-syarikat subsidiari untuk memastikan keselarasan dengan dasar-dasar perakaunan yang diambilpakai oleh Kumpulan. Kepentingan minoriti ditentukan mengikut bahagian minoriti selepas pengambilalihan bagi nilai aset dan tanggungan yang dikenalpasti diambilalih. Penyataan berasingan dibuat untuk kepentingan minoriti.

Keuntungan atau kerugian daripada pelupusan sesebuah syarikat subsidiari adalah perbezaan antara hasil pelupusan bersih dan bahagian Kumpulan terhadap aset bersihnya berserta dengan muhibah daripada pengambilalihan.

#### **(b) Muhibah daripada penyatuan**

Muhibah yang wujud daripada penyatuan mewakili lebihan nilai saksama pertimbangan pembelian syarikat-syarikat subsidiari ke atas nilai saksama bahagian Kumpulan terhadap aset bersih yang boleh diasingkan pada tarikh pengambilalihan. Muhibah dinyatakan pada kos kecuali bila mana ia dihapuskira jika, para Pengarah berpendapat ia mengalami kesusutan kekal. Muhibah yang dihapuskira oleh syarikat-syarikat bersekutu dinyatakan semula dalam penyata kewangan Kumpulan supaya selaras dengan dasar Kumpulan.

#### **(c) Syarikat-syarikat subsidiari**

Syarikat-syarikat subsidiari adalah syarikat-syarikat perdagangan di mana Kumpulan mempunyai kawalan ke atas dasar-dasar kewangan dan operasi bagi memperolehi manfaat daripada aktiviti-aktivitinya.

Pelaburan dalam syarikat-syarikat subsidiari dinyatakan pada kos kecuali para Pengarah berpendapat bahawa terdapat kesusutan nilai berkekalan dalam pelaburan, bila mana peruntukan akan dibuat untuk kesusutan dalam nilai. Kesusutan kekal dalam nilai pelaburan diiktiraf sebagai perbelanjaan dalam tahun kewangan bila mana kesusutan tersebut dikenalpasti.

#### **(d) Syarikat-syarikat bersekutu**

Pelaburan dalam syarikat-syarikat bersekutu diambilkira dalam penyata kewangan yang disatukan menggunakan kaedah perakaunan ekuiti. Syarikat-syarikat bersekutu adalah syarikat-syarikat perdagangan di mana Kumpulan mempunyai pengaruh yang ketara. Pengaruh yang ketara adalah kuasa untuk mengambil bahagian dalam keputusan berhubung dasar kewangan dan operasi syarikat-syarikat bersekutu tetapi tidak mempunyai kawalan ke atas dasar-dasar berkenaan.

Pelaburan dalam syarikat-syarikat bersekutu dinyatakan pada kos kecuali para Pengarah berpendapat bahawa terdapat kesusutan kekal dalam nilai pelaburan, bila mana peruntukan akan dibuat bagi kesusutan nilai. Kesusutan nilai sesuatu pelaburan diiktiraf sebagai perbelanjaan dalam tahun kewangan bila mana kesusutan tersebut dikenalpasti.

Perakaunan ekuiti melibatkan pengiktirafan dalam penyata pendapatan bahagian Kumpulan dalam keputusan syarikat-syarikat bersekutu bagi tempoh tersebut. Pelaburan Kumpulan dalam syarikat-syarikat bersekutu dinyatakan dalam kunci kira-kira pada jumlah yang menunjukkan bahagiannya dalam aset bersih syarikat-syarikat bersekutu tersebut dan termasuk muhibah daripada pengambilalihan. Perakaunan ekuiti tidak diteruskan apabila nilai dibawa pelaburan dalam sesebuah syarikat bersekutu mencapai sifar, kecuali Kumpulan menanggung atau menjamin tanggungjawab syarikat bersekutu berkenaan.

# nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

KELLOGGI

## **3 RINGKASAN DASAR-DASAR PERAKAUNAN UTAMA (sambungan)**

### **(d) Syarikat-syarikat bersekutu (sambungan)**

Keuntungan tidak nyata daripada urusniaga antara Kumpulan dan syarikat-syarikat bersekutunya dihapuskan ke tahap kepentingan Kumpulan dalam syarikat bersekutu tersebut; kerugian tidak nyata juga dihapuskan kecuali urusniaga tersebut mengemukakan bukti tentang kerosakan aset yang dipindahkan. Dalam menggunakan kaedah ekuiti ini, di mana sesuai, perubahan dibuat terhadap penyata kewangan syarikat-syarikat bersekutu untuk memastikan keselarasan dengan dasar-dasar perakaunan Kumpulan.

### **(e) Entiti dikawal bersama**

Entiti dikawal bersama adalah perbadanan, perkongsian atau entiti lain di mana Kumpulan mempunyai persetujuan perkongsian kawalan secara kontrak dengan satu pihak atau lebih berhubung keputusan dasar kewangan dan operasi.

Dengan penggunaan Piawaian 16 MASB "Laporan Kewangan Kepentingan dalam Usahasama", keputusan dan kepentingan dalam entiti dikawal bersama diambilkira secara ekuiti dalam penyata kewangan Kumpulan yang disatukan. Ini merupakan perubahan dalam dasar perakaunan dari tahun lepas di mana kepentingan dalam entiti dikawal bersama telah disatukan secara berkadar kepada kunci kira-kira dan keputusan Kumpulan. Kesan perubahan dasar perakaunan ini dinyatakan dalam Nota 34 kepada penyata kewangan.

Keuntungan tidak nyata daripada urusniaga antara Kumpulan dan entiti dikawal bersama dihapuskan hingga ke tahap kepentingan Kumpulan dalam entiti dikawal bersama tersebut; kerugian tidak nyata juga dihapuskan kecuali urusniaga tersebut mengemukakan bukti tentang kerosakan aset yang dipindahkan. Dalam menggunakan kaedah ekuiti ini, di mana sesuai, perubahan dibuat terhadap penyata kewangan entiti dikawal bersama untuk memastikan keselarasan dengan dasar-dasar perakaunan Kumpulan.

### **(f) Pelaburan lain**

Pelaburan jangka panjang dinyatakan pada kos. Peruntukan bagi kesusutan dalam nilai pelaburan hanya akan dibuat di mana, para Pengarah berpendapat, berlaku kesusutan kekal dalam nilai. Kesusutan kekal dalam nilai pelaburan diiktiraf sebagai perbelanjaan dalam tahun kewangan bila mana kesusutan tersebut dikenalpasti.

Apabila sesuatu pelaburan dilupuskan, perbezaan antara hasil pelupusan bersih dan nilai dibawa dicaj atau dikreditkan kepada penyata pendapatan.

### **(g) Sekuriti boleh niaga**

Sekuriti boleh niaga dinyatakan pada nilai yang lebih rendah antara kos dan nilai pasaran, yang ditentukan berasaskan jumlah portfolio mengikut kategori pelaburan. Kos diperolehi berdasarkan purata wajaran. Nilai pasaran dikira dengan merujuk kepada harga jualan tukaran saham yang disenaraikan pada penutupan perniagaan pada tarikh kunci kira-kira. Peningkatan/pengurangan dalam nilai dibawa sekuriti boleh niaga dikredit/dicajkan kepada penyata pendapatan.

Apabila sesuatu pelaburan dilupuskan, perbezaan antara hasil pelupusan bersih dan nilai dibawa dicaj atau dikreditkan kepada penyata pendapatan.

### **(h) Hartanah, loji dan peralatan**

Hartanah, loji dan peralatan operasi dinyatakan pada kos ditolak susutnilai terkumpul kecuali bagi tanah pegangan bebas dan pembinaan dalam proses yang tidak disusutnilai. Tanah pegangan pajakan dilunaskan berasaskan kaedah garis lurus sepanjang tempoh pajakan selama 99 tahun.

Hartanah, loji dan peralatan operasi lain disusutnilai berasaskan kaedah garis lurus untuk menghapuskan kos setiap aset kepada nilai sisa sepanjang anggaran tempoh penggunaannya pada kadar tahunan seperti berikut:

### 3 RINGKASAN DASAR-DASAR PERAKAUNAN UTAMA (sambungan)

**(h) Hartanah, loji dan peralatan (sambungan)**

Bangunan	2%
Loji dan jentera	5% - 20%
Perabot, kelengkapan, peralatan pejabat dan komputer	5% - 33 1/3%
Kenderaan bermotor	20% - 33 1/3%

Hartanah pelaburan yang dipegang sebagai aset dinyatakan pada kos atau penilaian para Pengarah yang berdasarkan kepada penilaian jurunilai profesional pada tahun 1989 menggunakan asas nilai pasaran terbuka, ditolak susutnilai terkumpul.

Para Pengarah telah menggunakan peruntukan peralihan yang dikeluarkan oleh Lembaga Piawaian Perakaunan Malaysia ("MASB") mengenai penggunaan Piawaian 15 MASB 'Hartanah, Loji dan Peralatan' yang membolehkan tanah pegangan pajakan dan bangunan dinyatakan pada penilaian tahun sebelumnya di tolak susutnilai. Oleh itu, penilaian tersebut tidak dikemaskini.

Tanah pegangan pajakan di bawah harta pelaburan dilunaskan sepanjang tempoh pajakan masing-masing selama antara 66 tahun hingga 99 tahun. Susutnilai dikira berdasarkan kaedah garis lurus untuk menghapuskira kos bagi setiap aset sepanjang anggaran tempoh penggunaannya. Kadar susutnilai tahunan utama bagi bangunan di bawah harta pelaburan ialah 2%.

Di mana petunjuk kerosakan nilai wujud, nilai dibawa aset berkenaan ditaksir dan dikurangkan dengan serta-merta kepada nilai yang boleh diperolehinya.

**(i) Pajakan kewangan dan sewa beli**

Pajakan harta, loji dan peralatan di mana sebahagian besar manfaat dan risiko hak milik dipindahkan kepada Kumpulan dan Syarikat dikelaskan sebagai pajakan kewangan.

Harta, loji dan peralatan yang diambil alih di bawah pajakan kewangan dan sewa beli dipermodalkan dalam penyata kewangan dan disusutnilaikan sejajar dengan dasar yang tertera dalam Nota 3(h) di atas. Hutang yang belum dijelaskan di bawah pajakan kewangan dan sewa beli selepas ditolak caj kewangan dinyatakan sebagai tanggungan dalam penyata kewangan. Caj kewangan diperuntukkan kepada penyata pendapatan sepanjang tempoh perjanjian masing-masing.

**(j) Perbelanjaan pembangunan projek**

Perbelanjaan yang ditanggung sebelum tarikh permulaan operasi komersil dipermodalkan sebagai perbelanjaan pembangunan projek dan dilunaskan sepanjang tempoh yang tidak melebihi sepuluh tahun apabila operasi bermula. Jumlah yang dipermodalkan dicaj sebagai perbelanjaan dalam penyata kewangan dalam tahun kewangan bila mana ia dikenalpasti tiada jangkaan manfaat ekonomi pada masa hadapan dihasilkan daripada perbelanjaan pembangunan projek.

**(k) Matawang asing**

Entiti asing Kumpulan adalah operasi yang bukan merupakan sebahagian daripada operasi Syarikat. Penyata pendapatan entiti asing ditukar kepada Ringgit Malaysia pada kadar tukaran purata bagi tahun kewangan dan kunci kira-kira ditukar pada kadar tukaran yang berkuatkuasa pada tarikh kunci kira-kira. Perbezaan pertukaran yang timbul daripada pertukaran semula pelaburan bersih dalam entiti asing diambil kira ke dalam 'Perbezaan pertukaran matawang' dalam ekuiti pemegang saham. Semasa pelupusan entiti asing berkenaan, perbezaan pertukaran itu diiktiraf dalam penyata pendapatan sebagai sebahagian daripada keuntungan atau kerugian daripada pelupusan.

# nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

信誉

## 3 RINGKASAN DASAR-DASAR PERAKAUNAN UTAMA (sambungan)

### (k) Matawang asing (sambungan)

Muhibah dan perubahan nilai saksama yang timbul daripada pengambilalihan sebuah entiti asing dianggap sebagai aset dan tanggungan Kumpulan dan ditukar pada kadar tukaran yang berkuatkuasa pada tarikh urusniaga.

Penyata kewangan operasi asing yang merupakan sebahagian daripada operasi Syarikat ditukar menggunakan tatacara dalam perenggan berikut seolah-olah urusniaga operasi asing berkenaan adalah operasi Syarikat.

Urusniaga dalam matawang asing ditukar kepada Ringgit Malaysia pada kadar tukaran yang berkuatkuasa pada tarikh urusniaga. Aset dan tanggungan dalam matawang asing pada tarikh kunci kira-kira ditukar kepada Ringgit Malaysia pada kadar tukaran yang berkuatkuasa pada tarikh tersebut. Perbezaan pertukaran yang timbul daripada penyelesaian terhadap urusniaga matawang asing dan pertukaran aset dan tanggungan dalam matawang asing dimasukkan ke dalam penyata pendapatan.

Kadar penutup utama yang digunakan dalam pertukaran matawang asing adalah seperti berikut:

Matawang asing	31.8.2001	31.8.2000
	RM	RM
1 Dolar AS	3.825	3.825
1 Deutschemark	1.790	1.761
1 Kroner Sweden	0.371	0.408
100 Rand Afrika Selatan	45.51	54.43

### (l) Hartanah pembangunan

Hartanah pembangunan dinyatakan pada kos atau penilaian para Pengarah berdasarkan kepada penilaian jurumilai profesional pada tahun 1989 dan 1995 bagi syarikat subsidiari berkaitan, menggunakan asas nilai pasaran terbuka dicampur keuntungan yang disumbangkan ditolak bil berperingkat dan peruntukan bagi kerugian yang dijangka. Para Pengarah tidak mengamalkan dasar penilaian semula yang kerap ke atas aset tersebut.

Kos meliputi kos tanah dan perbelanjaan pembangunan yang termasuk kos pinjaman berkaitan dengan pembiayaan pembangunan sehingga harta berkenaan sedia untuk digunakan.

Kumpulan menganggap bahagian harta berkenaan sebagai aset semasa jika kerja pembangunan yang ketara sedang dijalankan dan dijangka akan siap mengikut pusingan operasi biasa selama dua hingga tiga tahun.

### (m) Pengiktirafan pendapatan daripada harta berkenaan

Keuntungan daripada penjualan harta berkenaan diiktiraf mengikut kaedah peratusan siap. Kerugian yang dijangka akan diiktiraf dengan serta merta dalam penyata pendapatan.

Tiada keuntungan diiktiraf di mana pembangunan masih diperangkat permulaan atau sebelum ia mencapai suatu tahap di mana keputusan kewangan daripada pembangunan tersebut boleh ditentukan dengan ketepatan yang munasabah.

### (n) Perbelanjaan pembangunan lebuhraya

Perbelanjaan pembangunan lebuhraya mewakili kos yang ditanggung, yang meliputi kos pinjaman berkaitan pembiayaan pembangunan, berhubung dengan Projek Lebuhraya Ipoh-Lumut.

### 3 RINGKASAN DASAR-DASAR PERAKAUNAN UTAMA (sambungan)

#### (n) Perbelanjaan pembangunan lebuhraya (sambungan)

Jumlah perbelanjaan pembangunan yang ditanggung bagi projek ini akan dilunaskan sepanjang baki tempoh konsesi apabila pembinaan lebuhraya disiapkan dan pungutan hasil tol bermula. Jumlah yang dipermodalkan dicaj sebagai perbelanjaan dalam penyata pendapatan pada tahun ia dikenalpasti bahawa tiada manfaat ekonomi masa hadapan dijangka akan diperolehi daripada perbelanjaan pembangunan lebuhraya tersebut.

#### (o) Kontrak pembinaan

Apabila hasil daripada kontrak pembinaan tidak boleh dianggarkan dengan pasti, perolehan kontrak diiktiraf hanya ke tahap kos kontrak yang ditanggung yang mungkin dapat diperolehi semula dan kos kontrak diiktiraf sebagai perbelanjaan.

Apabila hasil daripada kontrak pembinaan boleh dianggarkan dengan pasti, perolehan dan kos kontrak diiktiraf sepanjang tempoh kontrak masing-masing sebagai perolehan dan perbelanjaan.

Kumpulan menggunakan kaedah peratusan siap untuk menentukan jumlah perolehan dan kos yang sesuai bagi membuat pengiktirafan dalam tempoh tertentu; peringkat penyiapan diukur dengan merujuk kepada nisbah kos kontrak yang ditanggung bagi kerja yang dijalankan hingga kini kepada jumlah kos yang dianggarkan bagi kontrak tersebut. Apabila wujud kemungkinan bahawa kos kontrak akan melebihi jumlah perolehan kontrak, jangkaan kerugian diiktiraf sebagai perbelanjaan dengan serta-merta.

Tiada keuntungan diiktiraf di mana kerja kontrak masih di peringkat permulaan atau sebelum ia mencapai suatu tahap di mana keputusan kewangan daripada kontrak tersebut boleh ditentukan dengan ketepatan yang munasabah.

Jumlah kos yang ditanggung dan keuntungan/kerugian yang diiktiraf bagi setiap kontrak dibandingkan dengan bil berperingkat sehingga akhir tahun kewangan. Apabila kos ditanggung dan keuntungan diiktiraf (ditolak kerugian diiktiraf) melebihi bil berperingkat, bakinya ditunjukkan sebagai 'Jumlah dihutang oleh pelanggan bagi kontrak' di bawah penghutang dagangan dan lain-lain. Sebaliknya, apabila bil berperingkat melebihi kos ditanggung dan keuntungan diiktiraf, baki tersebut ditunjukkan sebagai 'Jumlah hutang kepada pelanggan bagi kontrak' di bawah pembiutang dagangan dan lain-lain.

#### (p) Inventori

Inventori dinyatakan pada nilai yang lebih rendah antara kos dan nilai bersih boleh dicapai. Kos meliputi di mana perlu, bahagian perbelanjaan yang berpatutan dan ditentukan menggunakan kaedah purata wajaran dan pengenalan tertentu yang mana berkenaan selepas mengambil kira peruntukan bagi semua barang yang dianggap usang atau bergerak perlahan.

#### (q) Penghutang

Penghutang dinyatakan pada nilai jangkaan yang dapat dicapai. Satu anggaran dibuat bagi hutang ragu berdasarkan kepada kajian bagi semua jumlah tertungggak pada akhir tahun kewangan. Hutang lapuk dihapuskira sepanjang tahun kewangan bila mana ia dikenalpasti.

#### (r) Peruntukan

Peruntukan dibuat apabila Kumpulan mempunyai tanggungjawab perundangan atau konstruktif semasa disebabkan oleh peristiwa lepas, apabila berkemungkinan bahawa aliran keluar sumber diperlukan untuk menyelesaikan tanggungjawab tersebut, dan apabila anggaran jumlah yang munasabah boleh dibuat.

# nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

瑟巴尼亞有限公司

## 3 RINGKASAN DASAR-DASAR PERAKAUNAN UTAMA (sambungan)

### (r) Peruntukan (sambungan)

#### **Ganjaran persaraan**

Kumpulan mencarum kepada pelan caruman manfaat persaraan tidak bertabung kepada kakitangan yang layak iaitu mereka yang telah berkhidmat dengan Kumpulan secara berterusan selama sekurang-kurangnya sepuluh (10) tahun. Caruman dikira berasaskan kepada satu bulan gaji terakhir yang diterima didarab dengan bilangan tahun perkhidmatan kakitangan berkenaan. Caruman ini dicaj kepada penyata pendapatan pada tahun kewangan yang berkaitan.

#### **Peruntukan lain**

Kumpulan memperuntukkan jangkaan tanggungan ke atas projek-projek yang masih dalam proses/tempoh jaminan pada tarikh kunci kira-kira. Peruntukan ini dikira berasaskan kepada perjanjian kontrak/sejarah lalu.

Kumpulan juga mengiktiraf anggaran yuran konsesi yang perlu dibayar kepada Kerajaan Malaysia dan Express Rail Link Sdn. Bhd. pada tarikh kunci kira-kira berkaitan dengan konsesi untuk mengendali, mengurus dan menyelenggara stesen keretapi pusat Kuala Lumpur. Peruntukan dikira berasaskan kepada tarikh berkuatkuasa seperti yang dinyatakan dalam Perjanjian Konsesi.

### (s) Bon

Bon yang diterbitkan oleh Kumpulan dinyatakan pada hasil bersih yang diterima semasa terbitan. Perbelanjaan penerbitan bon-bon tersebut yang mewakili perbezaan antara hasil bersih dan jumlah pembayaran bon diperuntukkan sepanjang tempoh bon pada kadar yang seragam daripada nilai dibawa dan dicaj kepada penyata pendapatan.

### (t) Tanggungan tertunda

Tanggungan tertunda mewakili kos anggaran bagi rekabentuk dan pembinaan stesen keretapi pusat Kuala Lumpur dan sebuah blok pejabat Kerajaan Negeri di Shah Alam, Selangor Darul Ehsan, pada jumlah yang bersamaan dengan tanah komersil yang diperuntukkan kepada Kumpulan sebagai pertimbangan. Tanggungan tertunda dikurangkan secara berperingkat apabila kos ditanggung berhubung projek-projek yang dinyatakan di atas.

### (u) Cukai tertunda

Perbelanjaan cukai ditentukan berasaskan perakaunan cukai berkesan menggunakan kaedah tanggungan. Cukai tertunda diikitiraf bagi semua perbezaan masa antara pendapatan perakaunan dan pendapatan yang boleh dicukai. Kesan cukai bagi perbezaan masa yang menyebabkan baki debit atau debit kepada baki cukai tertunda tidak dibawa ke hadapan kecuali terdapat jangkaan yang munasabah bahawa ia boleh dicapai.

Kemungkinan penjimatan cukai berhubung kerugian cukai dibawa ke hadapan hanya diiktiraf jika wujud kemungkinan yang mengatasi keraguan munasabah bahawa pendapatan boleh dicukai masa hadapan akan mencukupi bagi manfaat kerugian yang akan dicapai.

Cukai tambahan telah diiktiraf ke tahap dividen daripada syarikat-syarikat subsidiari, entiti yang dikawal bersama dan syarikat bersekutu yang dijangka akan menyebabkan cukai sedemikian. Tiada cukai diiktiraf bagi pendapatan lain yang tidak diterima kerana jumlah tersebut dianggap akan dilaburkan semula secara berkekalan oleh syarikat-syarikat berkenaan.

### (v) Permodalan faedah

Faedah daripada pinjaman yang berkaitan dengan pembelian hartaanah, loji dan peralatan dipermodalkan sehingga aset berkenaan sedia untuk kegunaan seperti yang dikehendaki. Faedah berkaitan hartaanah pembangunan dipermodalkan sepanjang tempoh di mana aktiviti untuk menyedia dan membangunkan hartaanah tersebut dijalankan.

### 3 RINGKASAN DASAR-DASAR PERAKAUNAN UTAMA (sambungan)

#### (w) Tunai dan persamaan tunai

Bagi tujuan penyediaan penyata aliran tunai, tunai dan persamaan tunai merangkumi tunai dalam tangan, baki di bank, simpanan tuntutan, overdraf bank dan pelaburan jangka pendek berkecairan tinggi yang sedia untuk ditukar kepada jumlah tunai yang diketahui dan tertakluk kepada risiko perubahan nilai yang tidak ketara.

#### (x) Pengiktirafan perolehan

Perolehan diiktiraf apabila barang dihantar dan diterima oleh pelanggan atau perkhidmatan diberi kepada pelanggan, selepas menghapuskan perolehan dalam Kumpulan.

Perolehan berkaitan dengan kontrak jangka panjang diambilkira di bawah kaedah peratusan siap; peringkat penyiapan diukur dengan merujuk kepada kos sebenar yang ditanggung hingga kini kepada jumlah kos yang dianggarkan bagi setiap kontrak.

Perolehan-perolehan lain yang diperolehi oleh Kumpulan diiktiraf berdasarkan berikut:

Pendapatan faedah - berasaskan terakru

Pendapatan dividen - apabila hak pemegang saham untuk menerima bayaran diwujudkan.

### 4 PEROLEHAN

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Jualan:				
- harta tanah pembangunan	<b>270,332</b>	81,698	-	-
- barang	<b>2,122</b>	8,631	<b>810</b>	6,592
- pelaburan	-	3,113	-	-
Kontrak pembinaan	<b>225,926</b>	144,557	<b>82,998</b>	-
Kontrak teknologi maklumat	<b>24,132</b>	-	-	-
Yuran pengurusan	-	-	<b>11,133</b>	4,962
Pendapatan dividen (kasar):				
- syarikat subsidiari	-	-	<b>3,300</b>	-
- pelaburan disebut harga di Malaysia	-	13	-	4,334
Pendapatan faedah daripada stok pinjaman	-	1,803	<b>1,217</b>	3,016
Pendapatan harta tanah pelaburan	<b>6,830</b>	7,277	-	-
Pendapatan sewa	<b>1,799</b>	-	-	-
Penyediaan perkhidmatan lain	<b>1,939</b>	1,478	-	-
	<b>533,080</b>	248,570	<b>99,458</b>	18,904

## 5 PENDAPATAN OPERASI LAIN

	Kumpulan 2001 RM'000	Kumpulan 2000 RM'000	Syarikat 2001 RM'000	Syarikat 2000 RM'000
Pendapatan operasi lain meliputi				
Pendapatan sewa daripada tanah dan bangunan	<b>1,391</b>	1,540	<b>1,320</b>	1,481
Pendapatan sewa daripada aset lain	<b>108</b>	38	—	—
Pendapatan faedah daripada:				
- syarikat-syarikat subsidiari	—	—	<b>1,042</b>	1,151
- simpanan tetap	<b>4,571</b>	1,371	<b>50</b>	803
- lain-lain	<b>192</b>	806	—	154
Pampasan	<b>16,989</b>	—	<b>16,989</b>	—
Perampasan bil berperingkat dan pendahuluan	<b>448</b>	1,218	—	—

## 6 (KERUGIAN)/KEUNTUNGAN DARIPADA OPERASI

(Kerugian)/keuntungan daripada operasi diperolehi selepas dikenakan/(dikreditkan):

Ganjaran juruaudit:

- semasa	<b>368</b>	305	<b>42</b>	52
- kurangan peruntukan dalam tahun-tahun sebelumnya	—	61	<b>14</b>	74
Kos kakitangan *	<b>44,231</b>	28,827	<b>15,367</b>	11,521
Hartanah, loji dan peralatan operasi:				
- susutnilai	<b>8,496</b>	10,679	<b>2,236</b>	1,073
- kerugian rosotnilai	<b>5,526</b>	—	—	—
- hapuskira	<b>7,324</b>	14	—	3
- keuntungan bersih daripada pelupusan	<b>(448)</b>	(951)	<b>(230)</b>	(140)
Susutnilai hartanah pelaburan	<b>5,030</b>	1,354	—	—
Sewa:				
- premis	<b>1,585</b>	4,254	<b>5,594</b>	4,985
- kenderaan bermotor	<b>369</b>	143	<b>97</b>	—
- peralatan pejabat	<b>199</b>	15	<b>64</b>	—
Sewa loji dan jentera/peralatan	<b>55</b>	1,165	—	—
Hutang lapuk dihapuskira	<b>4,436</b>	960	<b>30</b>	619
Skim pemberhentian sukarela	<b>184</b>	204	—	—
Peruntukan kerugian yang boleh dijangka bagi kontrak	<b>5,989</b>	569	—	—
Perbelanjaan pembangunan projek dilunaskan/dihapuskira	<b>5,572</b>	1,770	—	—
Peruntukan/(penyataan semula) bagi tanggungan dan caj	<b>2,098</b>	(27,118)	<b>155</b>	(213)
Pelunasan perbelanjaan terbitan bon	<b>554</b>	—	—	—
Kerugian/(keuntungan) bersih yang nyata daripada tukaran asing	<b>643</b>	(286)	<b>(2,738)</b>	(290)
Keuntungan bersih tidak nyata daripada tukaran asing	<b>(2,738)</b>	—	—	—
Keuntungan daripada pelupusan sekuriti boleh niaga	—	(2,133)	—	—

## nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

### 6 (KERUGIAN)/KEUNTUNGAN DARIPADA OPERASI (sambungan)

Kos kontrak Kumpulan dan Syarikat yang diiktiraf sebagai perbelanjaan sepanjang tahun kewangan masing-masing berjumlah RM453,239,000 (2000: RM187,696,000) dan RM80,508,000 (2000: RM Tiada). Kos inventori dan perkhidmatan Kumpulan dan Syarikat yang diiktiraf sebagai perbelanjaan sepanjang tahun kewangan masing-masing berjumlah RM16,961,000 (2000: RM31,278,000) dan RM794,000 (2000: RM6,182,000).

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
* Termasuk dalam kos kakitangan bagi tahun kewangan adalah:				
Ganjaran Pengarah dibayar kepada:				
Para Pengarah Syarikat:				
- yuran	20	20	20	20
- bayaran lain	1,984	1,205	1,984	1,205
Para Pengarah syarikat-syarikat subsidiari:				
- yuran	24	24	-	-
- bayaran lain	829	893	-	-

Anggaran manfaat dalam nilai kewangan yang diberikan kepada para Pengarah Kumpulan dan Syarikat melalui penggunaan aset Kumpulan dan Syarikat dan penyediaan manfaat lain masing-masing berjumlah RM192,591 (2000: RM186,950) dan RM70,699 (2000: RM60,350).

Bilangan kakitangan bagi Kumpulan dan Syarikat pada akhir tahun kewangan masing-masing adalah seramai 908 (2000: 677) dan 278 (2000: 223) orang.

### 7 KOS KEWANGAN

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Yuran penyelenggaraan pinjaman	12,163	11,482	10,206	9,070
Perbelanjaan faedah bagi:				
- pinjaman berjangka	58,042	90,636	31,112	38,245
- overdraf bank, penerimaan amanah dan bil perlu dibayar	2,084	7,446	1,181	6,332
- sewa beli	1,874	2,414	244	56
- stok pinjaman	673	671	-	-
- pinjaman antara syarikat	-	-	4,253	5,917
Caj kewangan ke atas terbitan bon	9,834	-	-	-
Keuntungan pertukaran bersih daripada pinjaman dalam matawang asing:				
- tidak nyata	-	(272)	-	-
- nyata	(2,017)	(319)	-	-
	82,653	112,058	46,996	59,620

nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

excellence

# nota-nota kepada penyata kewangan

31 Ogos 2001 (sambungan)

Hak Cipta

## 8 CUKAI

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Di Malaysia:</b>				
Cukai semasa	<b>8,548</b>	6,827	-	-
Cukai keuntungan harta tanah sebenar	<b>23</b>	-	-	-
Lebihan peruntukan dari tahun-tahun sebelumnya	<b>(11,086)</b>	(11,808)	-	(14,073)
Cukai tertunda (Nota 31)	<b>(6,619)</b>	(427)	-	-
Bahagian cukai syarikat-syarikat bersekutu	<b>10,533</b>	13,100	-	-
	<b>1,399</b>	7,692	-	(14,073)

Caj cukai yang tidak mengikut nisbah bagi Kumpulan wujud disebabkan oleh kerugian cukai syarikat-syarikat subsidiari dan bersekutu tertentu yang tidak dibenarkan untuk diimbangi oleh keuntungan syarikat-syarikat subsidiari dan bersekutu dalam Kumpulan kerana tiada pelepasan Kumpulan yang dibenarkan dan juga disebabkan oleh perbelanjaan tertentu yang tidak boleh ditolak bagi tujuan cukai.

Syarikat tidak mempunyai caj cukai bagi tahun kewangan kerana ia tidak mempunyai pendapatan yang boleh dicaj.

### Kerugian cukai

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Penjimatan cukai disebabkan oleh penggunaan kerugian cukai tahun semasa di mana kredit diiktiraf pada tahun kewangan				
	<b>4,783</b>	438	<b>3,486</b>	415
Penjimatan cukai daripada penggunaan kerugian cukai dibawa ke hadapan dari tahun-tahun sebelumnya di mana kredit berkaitan diiktiraf pada tahun kewangan	<b>3,746</b>	3,855	-	-
Kerugian cukai di mana kredit cukai berkaitan tidak diiktiraf dalam penyata kewangan	<b>273,306</b>	201,464	<b>74,183</b>	47,019

## **nota-nota kepada penyata kewangan**

*31 ogos 2001 (sambungan)*

### **9 (KERUGIAN)/PENDAPATAN SESAHAM**

#### **(a) (Kerugian)/pendapatan atas sesaham**

(Kerugian)/pendapatan atas sesaham Kumpulan dikira dengan membahagikan (kerugian)/keuntungan bersih yang boleh diagihkan kepada pemegang saham kepada purata wajaran bilangan saham biasa dalam terbitan sepanjang tahun kewangan.

	<b>Kumpulan</b>	
	<b>2001</b>	<b>2000</b>
(Kerugian)/keuntungan bersih boleh diagihkan kepada pemegang saham (RM'000)	(656,755)	57,684
Purata wajaran bilangan saham biasa dalam terbitan ('000)	<b>975,650</b>	972,501
(Kerugian)/pendapatan atas sesaham (sen)	<b>(67.31)</b>	5.93

#### **(b) (Kerugian)/pendapatan sesaham dicairkan**

(Kerugian)/pendapatan sesaham dicairkan tidak dinyatakan dalam penyata kewangan kerana ia tidak berkenaan bagi Kumpulan kerana tiada kemungkinan pencairan saham biasa berlaku berikutan tamatnya tempoh Pilihan pada 3 April 2001 (Nota 32).

### **10 HARTANAH, LOJI DAN PERALATAN**

<b>Nilai buku bersih</b>	<b>Kumpulan</b>		<b>Syarikat</b>	
	<b>2001</b> <b>RM'000</b>	<b>2000</b> <b>RM'000</b>	<b>2001</b> <b>RM'000</b>	<b>2000</b> <b>RM'000</b>
Hartanah, loji dan peralatan operasi (Nota 10a)	<b>218,107</b>	94,575	<b>9,523</b>	4,873
Hartanah pelaburan (Nota 10b)	<b>223,434</b>	258,429	-	-
	<b>441,541</b>	353,004	<b>9,523</b>	4,873

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

كتاب السنين

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

**10a HARTANAH, LOJI DAN PERALATAN OPERASI**

Kumpulan 2001	Tanah dan bangunan RM'000	Loji dan jentera RM'000	komputer RM'000	Perabot, kelengkapan, peralatan pejabat dan		Pembinaan dalam proses RM'000	Jumlah RM'000
				Kenderaan bermotor RM'000	Perabot, kelengkapan, peralatan pejabat dan		
<b>Kos</b>							
Pada 1.9.2000	55,915	51,016	19,143	13,911	2,827	142,812	
Penambahan	-	29	14,998	5,470	126,809	147,306	
Pelupusan	-	(1,691)	(120)	(2,292)	-	(4,103)	
Hapuskira	(7,240)	-	-	(220)	-	(7,460)	
Kerugian rosotnilai	(203)	(5,026)	(297)	-	-	(5,526)	
Pengambilalihan sebuah syarikat subsidiari	-	-	3,739	49	-	3,788	
Pindahan/pengkelasan semula	5,101	-	(43)	(131)	(5,101)	(174)	
Perbezaan tukaran matawang	-	-	(12)	-	-	(12)	
Pada 31.8.2001	53,573	44,328	37,408	16,787	124,535	276,631	
<b>Susutnilai terkumpul</b>							
Pada 1.9.2000	2,575	24,558	12,706	8,398	-	48,237	
Caj bagi tahun kewangan	415	4,618	3,796	2,447	-	11,276	
Pelepasan daripada pelupusan	-	(1,102)	(98)	(1,698)	-	(2,898)	
Hapuskira	-	-	-	(136)	-	(136)	
Pengambilalihan sebuah syarikat subsidiari	-	-	2,174	50	-	2,224	
Pindahan/pengkelasan semula	(131)	-	(31)	-	-	(162)	
Perbezaan tukaran matawang	-	-	(12)	(5)	-	(17)	
Pada 31.8.2001	2,859	28,074	18,535	9,056	-	58,524	

**nota-nota kepada penyata kewangan**

31 ogos 2001 (sambungan)

**10a HARTANAH, LOJI DAN PERALATAN OPERASI (sambungan)**

Kumpulan 2000	Perabot, kelengkapan, peralatan pejabat dan komputer						Jumlah RM'000
	Tanah dan bangunan RM'000	Loji dan jentera RM'000	Perabot, kelengkapan, peralatan pejabat dan komputer RM'000	Kenderaan bermotor RM'000	Pembinaan dalam proses RM'000		
<b>Kos</b>							
Pada 1.9.1999	58,277	56,853	15,546	14,032	103	144,811	
Penambahan	1,459	348	3,876	3,492	2,724	11,899	
Pelupusan	(2,790)	(803)	(147)	(3,492)	–	(7,232)	
Pengambilalihan sebuah syarikat subsidiari	–	–	43	–	–	43	
Pelupusan syarikat-syarikat subsidiari	–	(5,382)	(175)	(121)	–	(5,678)	
Pindahan/pengkelasannya semula	(1,031)	–	–	–	–	(1,031)	
Pada 31.8.2000	55,915	51,016	19,143	13,911	2,827	142,812	
<b>Susutnilai terkumpul</b>							
Pada 1.9.1999	2,148	19,929	10,885	9,451	–	42,413	
Caj bagi tahun kewangan	472	6,695	1,977	2,009	–	11,153	
Pelepasan daripada pelupusan	(45)	(56)	(52)	(2,943)	–	(3,096)	
Pengambilalihan sebuah syarikat subsidiari	–	–	–	–	–	–	
Pelupusan syarikat-syarikat subsidiari	–	(2,010)	(104)	(119)	–	(2,233)	
Pindahan/pengkelasannya semula	–	–	–	–	–	–	
Pada 31.8.2000	2,575	24,558	12,706	8,398	–	48,237	
<b>Nilai buku bersih</b>							
Pada 31.8.2001	<b>50,714</b>	<b>16,254</b>	<b>18,873</b>	<b>7,731</b>	<b>124,535</b>	<b>218,107</b>	
Pada 31.8.2000	53,340	26,458	6,437	5,513	2,827	94,575	

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

transparency

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

**10a HARTANAH, LOJI DAN PERALATAN OPERASI (sambungan)**

Tanah dan bangunan Kumpulan adalah seperti berikut:

<b>Kumpulan 2001</b>	<b>Tanah pegangan bebas RM'000</b>	<b>Tanah pegangan panjang RM'000</b>	<b>Bangunan</b>	<b>Jumlah RM'000</b>
			<b>RM'000</b>	
<b>Kos</b>				
Pada 1.9.2000	<b>10,744</b>	<b>17,052</b>	<b>28,119</b>	<b>55,915</b>
Hapuskira	–	(7,240)	–	(7,240)
Kerugian rosotnilai	–	–	(203)	(203)
Pindahan/pengkelasan semula	–	–	5,101	5,101
Pada 31.8.2001	<b>10,744</b>	<b>9,812</b>	<b>33,017</b>	<b>53,573</b>
<b>Susutnilai terkumpul</b>				
Pada 1.9.2000	–	<b>814</b>	<b>1,761</b>	<b>2,575</b>
Caj bagi tahun kewangan	–	–	415	415
Pindahan/pengkelasan semula	–	–	(131)	(131)
Pada 31.8.2001	–	<b>814</b>	<b>2,045</b>	<b>2,859</b>
<b>2000</b>				
<b>Kos</b>				
Pada 1.9.1999	11,775	17,052	29,450	58,277
Penambahan	–	–	1,459	1,459
Pelupusan	–	–	(2,790)	(2,790)
Pindahan/pengkelasan semula	(1,031)	–	–	(1,031)
Pada 31.8.2000	<b>10,744</b>	<b>17,052</b>	<b>28,119</b>	<b>55,915</b>
<b>Susutnilai terkumpul</b>				
Pada 1.9.1999	–	<b>814</b>	<b>1,334</b>	<b>2,148</b>
Caj bagi tahun kewangan	–	–	472	472
Pelepasan daripada pelupusan	–	–	(45)	(45)
Pada 31.8.2000	–	<b>814</b>	<b>1,761</b>	<b>2,575</b>
<b>Nilai buku bersih</b>				
Pada 31.8.2001	<b>10,744</b>	<b>8,998</b>	<b>30,972</b>	<b>50,714</b>
Pada 31.8.2000	10,744	16,238	26,358	53,340

**nota-nota kepada penyata kewangan**

31 ogos 2001 (sambungan)

**10a HARTANAH, LOJI DAN PERALATAN OPERASI (sambungan)**

Syarikat 2001	Perabot, kelengkapan, peralatan pejabat dan komputer RM'000	Kenderaan bermotor RM'000	Jumlah RM'000
<b>Kos</b>			
Pada 1.9.2000	<b>6,310</b>	<b>5,827</b>	<b>12,137</b>
Penambahan	<b>3,710</b>	<b>3,459</b>	<b>7,169</b>
Pelupusan	<b>(17)</b>	<b>(1,036)</b>	<b>(1,053)</b>
Pada 31.8.2001	<b>10,003</b>	<b>8,250</b>	<b>18,253</b>

**Susutnilai terkumpul**

Pada 1.9.2000	<b>4,647</b>	<b>2,617</b>	<b>7,264</b>
Caj bagi tahun kewangan	<b>948</b>	<b>1,288</b>	<b>2,236</b>
Pelepasan daripada pelupusan	<b>(9)</b>	<b>(761)</b>	<b>(770)</b>
Pada 31.8.2001	<b>5,586</b>	<b>3,144</b>	<b>8,730</b>

**2000**

**Kos**

Pada 1.9.1999	5,067	4,698	9,765
Penambahan	1,247	2,613	3,860
Pelupusan	(4)	(1,484)	(1,488)
Pada 31.8.2000	6,310	5,827	12,137

**Susutnilai terkumpul**

Pada 1.9.1999	4,208	3,049	7,257
Caj bagi tahun kewangan	443	630	1,073
Pelepasan daripada pelupusan	(4)	(1,062)	(1,066)
Pada 31.8.2000	4,647	2,617	7,264

**Nilai buku bersih**

Pada 31.8.2001	<b>4,417</b>	<b>5,106</b>	<b>9,523</b>
Pada 31.8.2000	1,663	3,210	4,873

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

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# nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

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**10a HARTANAH, LOJI DAN PERALATAN OPERASI (sambungan)**

Hartanah, loji dan peralatan operasi dengan nilai buku bersih berjumlah RM24,848,000 (2000: RM29,867,000) syarikat-syarikat subsidiari tertentu telah dicaj sebagai cagaran kepada kemudahan pinjaman dan pinjaman berjangka syarikat-syarikat tersebut (Nota 26 dan 29).

Perbelanjaan faedah ke atas pinjaman yang berkaitan secara langsung dengan loji dalam pembinaan yang telah dipermodalkan sebagai penambahan bagi Kumpulan sepanjang tahun kewangan ini berjumlah RM9,689,103 (2000: RM Tiada).

Hartanah, loji dan peralatan operasi Kumpulan dan Syarikat turut meliputi nilai buku bersih aset-aset berikut yang diperolehi di bawah perjanjian pajakan kewangan dan syarat-syarat sewa beli:

	Nilai buku bersih	
	2001 RM'000	2000 RM'000
<b>Kumpulan</b>		
Loji dan jentera	<b>6,234</b>	14,206
Perabot, kelengkapan, peralatan pejabat dan komputer	7	-
Kenderaan bermotor	<b>6,102</b>	3,425
	<b>12,343</b>	17,631
<b>Syarikat</b>		
Kenderaan bermotor	<b>4,901</b>	2,774

**10b HARTANAH PELABURAN**

	Pada	Kerugian	Pada
	1.9.2000 RM'000	rosot nilai RM'000	31.8.2001 RM'000
<b>Kumpulan</b>			
<b>Pada kos/penilaian</b>			
Tanah pegangan pajakan jangka panjang:			
Pada penilaian 1989	<b>1,133</b>	-	<b>1,133</b>
Pada kos	<b>41,938</b>	(4,113)	<b>37,825</b>
Bangunan dan pembaikan:			
Pada penilaian 1989	<b>3,485</b>	-	<b>3,485</b>
Pada kos	<b>230,880</b>	(25,852)	<b>205,028</b>
	<b>277,436</b>	(29,965)	<b>247,471</b>

**nota-nota kepada penyata kewangan**

31 ogos 2001 (sambungan)

**10b HARTANAH PELABURAN (sambungan)**

	2001	Pada	Caj bagi	Pada	
		1.9.2000 RM'000	tahun kewangan RM'000	31.8.2001 RM'000	
<b>Susutnilai terkumpul</b>					
Tanah pegangan pajakan jangka panjang:					
Pada penilaian 1989		276	14	290	
Pada kos		2,620	481	3,101	
Bangunan dan pemberiahan:					
Pada penilaian 1989		1,026	42	1,068	
Pada kos		15,085	4,493	19,578	
		19,007	5,030	24,037	
<b>Kumpulan 2000</b>	Pada	Pengkelasan	Pada		
	1.9.1999 RM'000	semula RM'000	31.8.2000 RM'000		
<b>Pada kos/penilaian</b>					
Tanah pegangan pajakan jangka panjang:					
Pada penilaian 1989		1,133	-	1,133	
Pada kos		10,938	31,000	41,938	
Bangunan dan pemberiahan:					
Pada penilaian 1989		3,485	-	3,485	
Pada kos		55,811	175,069	230,880	
		71,367	206,069	277,436	
Pada	Caj bagi	Pada			
1.9.1999 RM'000	tahun kewangan RM'000	31.8.2000 RM'000			
<b>Susutnilai terkumpul</b>					
Tanah pegangan pajakan jangka panjang:					
Pada penilaian 1989		262	14	276	
Pada kos		2,432	188	2,620	
Bangunan dan pemberiahan:					
Pada penilaian 1989		984	42	1,026	
Pada kos		13,975	1,110	15,085	
		17,653	1,354	19,007	

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

accountability

# nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

## 10b HARTANAH PELABURAN (sambungan)

	Pada 31.8.2001 RM'000	Pada 31.8.2000 RM'000
<b>Nilai buku bersih</b>		
Tanah pegangan pajakan jangka panjang:		
Pada penilaian 1989	843	857
Pada kos	<b>34,724</b>	39,318
Bangunan dan pembaikan:		
Pada penilaian 1989	2,417	2,459
Pada kos	<b>185,450</b>	215,795
	<b>223,434</b>	258,429

Tanah pegangan pajakan dan bangunan sebuah syarikat subsidiari dengan jumlah nilai dibawa berjumlah RM192,207,000 kini dicaj sebagai cagaran bagi pinjaman berjangkanya (Nota 29).

Tanah pegangan pajakan dan bangunan sebuah syarikat subsidiari lain dinyatakan pada penilaian para Pengarah berdasarkan kepada penilaian jurunilai profesional pada tahun 1989 menggunakan asas nilai pasaran terbuka.

Hartanah pelaburan pegangan pajakan meliputi empat bidang tanah pegangan pajakan dan bangunan dengan tempoh pajakan yang belum luput antara 43 hingga 91 tahun.

## 11 HARTANAH PEMBANGUNAN

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Pada penilaian:</b>				
Tanah pegangan bebas	<b>24,581</b>	27,197	<b>3,786</b>	3,786
Tanah pegangan pajakan	<b>29,000</b>	29,000	-	-
	<b>53,581</b>	56,197	<b>3,786</b>	3,786
<b>Pada kos:</b>				
Tanah pegangan bebas	<b>438,859</b>	443,741	-	-
Perbelanjaan pembangunan	<b>1,019,343</b>	701,489	<b>247</b>	134
	<b>1,511,783</b>	1,201,427	<b>4,033</b>	3,920
Tolak: Bahagian bukan semasa	<b>(738,188)</b>	(591,949)	<b>(4,033)</b>	(3,920)
	<b>773,595</b>	609,478	-	-
Campur: Keuntungan yang disumbangkan	<b>165,976</b>	120,281	-	-
	<b>939,571</b>	729,759	-	-
Tolak: Peruntukan bagi kerugian yang dijangka	<b>(52,374)</b>	(11,615)	-	-
	<b>887,197</b>	718,144	-	-
Tolak: Bil berperingkat	<b>(653,297)</b>	(467,699)	-	-
Bahagian semasa	<b>233,900</b>	250,445	-	-

## 11 HARTANAH PEMBANGUNAN (sambungan)

Hak milik tanah pegangan bebas sebuah syarikat subsidiari masih dalam proses pendaftaran kepada namanya (Nota 30(a)).

Tanah pegangan pajakan sebuah syarikat subsidiari telah dicaj sebagai cagaran kepada pinjaman berjangkanya (Nota 29).

Termasuk dalam perbelanjaan pembangunan adalah caj-caj berikut yang dikenakan sepanjang tahun kewangan:

	Kumpulan	
	2001 RM'000	2000 RM'000
Faerah dipermodalkan	21,764	24,211

## 12 PERBELANJAAN PEMBANGUNAN LEBUHRAYA

Perbelanjaan pembangunan lebuhraya	18,256	15,650
Tolak: Peruntukan bagi perbelanjaan pembangunan lebuhraya	(18,256)	-
	-	15,650

## 13 SYARIKAT-SYARIKAT SUBSIDIARI

	Syarikat	
	2001 RM'000	2000 RM'000
Saham tidak disebutharga pada kos:		
- di Malaysia	452,773	294,706
- di luar Malaysia	3	3
	452,776	294,709
Stok pinjaman pada kos	17,333	17,333
Tolak: Peruntukan bagi kesusutan nilai pelaburan	(251,200)	(237,983)
	218,909	74,059

Stok pinjaman yang dikeluarkan oleh sebuah syarikat subsidiari di bawah satu Perjanjian Usahasama bertarikh 18 April 1996 akan matang untuk ditebus pada 1 Januari 2002 pada kadar 100% daripada nilai nominal bagi semua stok pinjaman yang belum ditebus sebelumnya atau dibeli bersama dengan faerah terakru ke atasnya. Perjanjian oleh pihak-pihak usahasama untuk mengubah dan menambah syarat-syarat usahasama di atas masih belum diputuskan pada tarikh penyata kewangan ini. Para Pengarah berpendapat bahawa penambahan kepada Perjanjian Usahasama tidak akan mencabuli syarat-syarat Bon yang diterbitkan (Nota 27) sepanjang tahun kewangan ini.

Kepentingan ekuiti berkesan Kumpulan dalam syarikat-syarikat subsidiari, aktiviti utama masing-masing dan negara di mana syarikat berkenaan diperbadankan disenaraikan dalam Nota 38.

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

#### 14 SYARIKAT-SYARIKAT BERSEKUTU

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Di Malaysia:</b>				
Pelaburan tidak disebutharga pada kos	<b>7,119</b>	7,400	-	280
Bahagian kerugian terkumpul selepas pengambilalihan	(2,667)	(817)	-	-
	<b>4,452</b>	6,583	-	280
Saham keutamaan pada kos	-	3,800	-	3,800
	<b>4,452</b>	10,383	-	4,080
 Pelaburan disebutharga pada kos	<b>2,620,182</b>	2,877,479	<b>2,620,182</b>	2,816,086
Tolak: Peruntukan bagi kesusutan nilai	(1,430,329)	(999,545)	(1,843,259)	(1,345,382)
	<b>1,189,853</b>	1,877,934	<b>776,923</b>	1,470,704
 Bahagian kerugian terkumpul selepas pengambilalihan	<b>(512,119)</b>	(250,774)	-	-
	<b>677,734</b>	1,627,160	<b>776,923</b>	1,470,704
	<b>682,186</b>	1,637,543	<b>776,923</b>	1,474,784
 Nilai pasaran pelaburan disebutharga	<b>729,052</b>	1,759,857	<b>729,052</b>	1,599,825

Analisis syarikat-syarikat bersekutu adalah seperti berikut:

	2001 RM'000	2000 RM'000
Bahagian aset nyata Kumpulan	<b>277,033</b>	733,111
Bahagian aset tidak nyata Kumpulan*	<b>271,975</b>	294,561
Bahagian aset bersih Kumpulan	<b>549,008</b>	1,027,672
Premium daripada pengambilalihan	<b>133,178</b>	609,871
	<b>682,186</b>	1,637,543

\* Termasuk dalam bahagian aset tidak nyata Kumpulan adalah muhibah berjumlah RM271,232,000 (2000: RM278,719,000).

Pada tahun kewangan ini, Kumpulan telah mengeluarkan bahagian kerugian selepas cukai sebuah syarikat bersekutu sebanyak RM1,390,696 (2000: RM34,511,000) daripada penyata kewangan berikutnya perakaunan ekuiti tidak diteruskan lagi bagi keputusan syarikat bersekutu tersebut kerana nilai dibawa pelaburan ini telah mencapai sifar.

Kepentingan ekuiti berkesan Kumpulan dalam syarikat-syarikat bersekutu, aktiviti utama masing-masing dan negara di mana syarikat berkenaan diperbadankan disenaraikan dalam Nota 38.

**15 ENTITI-ENTITI DIKAWAL BERSAMA**

	Kumpulan	
	2001 RM'000	2000 RM'000
Bahagian aset bersih dalam entiti-entiti dikawal bersama	112	5,121

Kumpulan mempunyai 50% kepentingan dalam sebuah entiti dikawal bersama, Zelleco-Hyundai JV yang telah ditubuhkan pada 24 Januari 1995 dan memulakan operasi pada 1 Oktober 1995 untuk menjalankan pembinaan sebuah sistem transmisi tenaga kebangsaan.

Kumpulan juga mempunyai 60% kepentingan dalam sebuah lagi entiti dikawal bersama iaitu, Zelleco-Perspec Consortium yang telah ditubuhkan pada 8 Oktober 1996 dan memulakan operasi serta merta untuk menjalankan kerja menanam cerucuk, pembinaan substruktur dan tingkat bawah tanah serta kerja-kerja sokongan untuk Kuala Lumpur Sentral Sdn. Bhd., sebuah syarikat subsidiari Syarikat.

Bahagian aset dan tanggungan Kumpulan dalam entiti-entiti dikawal bersama adalah seperti berikut:

	Kumpulan	
	2001 RM'000	2000 RM'000
Hartanah, loji dan peralatan	1	1
Aset semasa	<b>328</b>	6,613
Tanggungan semasa	<b>(217)</b>	(1,493)
	<b>112</b>	5,121

Bahagian perolehan dan perbelanjaan Kumpulan dalam entiti-entiti dikawal bersama adalah seperti berikut:

Perolehan	-	-
Pendapatan operasi lain	<b>582</b>	544
Perbelanjaan operasi lain	<b>(162)</b>	(399)
Keuntungan daripada aktiviti biasa sebelum cukai	<b>420</b>	145
Cukai	-	-
Keuntungan daripada aktiviti biasa selepas cukai	<b>420</b>	145

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

**16 PELABURAN LAIN**

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Pada kos:</b>				
Saham dalam sebuah perbadanan, disebut harga di luar Malaysia	<b>910</b>	910	<b>910</b>	910
Pelaburan tidak disebut harga	<b>4,764</b>	4,764	<b>4,467</b>	4,467
Tolak: Peruntukan bagi kesusutan nilai	(4,489)	(4,267)	(4,467)	(4,267)
	<b>275</b>	497	-	200
	<b>1,185</b>	1,407	<b>910</b>	1,110
Nilai pasaran saham disebut harga	<b>1,352</b>	2,151	<b>1,352</b>	2,151

**17 PERBELANJAAN PEMBANGUNAN PROJEK**

	Kumpulan	
	2001 RM'000	2000 RM'000
Perbelanjaan pembangunan projek	<b>14,121</b>	5,854
Tolak: Perbelanjaan pembangunan projek dilunaskan/dihapuskira	(5,572)	(1,770)
	<b>8,549</b>	4,084
Perbelanjaan pembangunan projek meliputi caj-caj berikut yang dikenakan sepanjang tahun kewangan:		
Faedah dipermodalkan	<b>2,009</b>	131

**18 INVENTORI**

Pada kos:		
Hartanah siap untuk dijual	<b>8,997</b>	13,857
Bahan mentah dan bahan kegunaan	<b>2,752</b>	1,034
	<b>11,749</b>	14,891

**nota-nota kepada penyata kewangan**

31 ogos 2001 (sambungan)

**19 PENGHUTANG DAGANGAN DAN LAIN-LAIN**

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Penghutang dagangan	<b>185,997</b>	136,034	<b>68,236</b>	28,178
Tolak: Peruntukan bagi hutang ragu	(45,235)	(31,131)	(26,228)	(24,870)
	<b>140,762</b>	104,903	<b>42,008</b>	3,308
Jumlah hutang oleh pelanggan bagi kontrak (Nota 20)	<b>47,386</b>	13,299	-	-
Jumlah hutang oleh syarikat-syarikat subsidiari	-	-	<b>846,629</b>	546,716
Tolak: Peruntukan bagi hutang ragu	-	-	(406,545)	-
	-	-	<b>440,084</b>	546,716
Jumlah hutang oleh syarikat-syarikat bersekutu	<b>514</b>	17,294	<b>4</b>	7,103
Jumlah hutang oleh entiti-entiti dikawal bersama	-	397	-	-
Jumlah hutang oleh pihak-pihak berkaitan lain	<b>95,475</b>	3,627	-	-
Simpanan	<b>170,746</b>	95,761	<b>67,644</b>	76,241
Bayaran pendahuluan	<b>5,323</b>	2,310	<b>2,756</b>	-
Penghutang lain	<b>126,457</b>	312,023	<b>120,382</b>	255,484
Tolak: Peruntukan bagi hutang ragu	(66,156)	(55,392)	(60,707)	(55,175)
	<b>520,507</b>	494,222	<b>612,171</b>	833,677

Termasuk dalam simpanan Kumpulan ialah RM67,963,000 (2000: RM18,247,000) yang berkaitan dengan pembelian harta tanah, loji dan peralatan bagi projek loji janakuasa sebuah syarikat subsidiari.

Termasuk dalam penghutang lain Kumpulan dan Syarikat pada 31 Ogos 2000 adalah sebanyak RM148,651,250 sebagai hasil yang akan diterima sebagai pembayaran pertama di atas pelupusan sebuah syarikat bersekutu. Jumlah ini kemudiannya telah diterima pada tahun kewangan dalam kajian.

**nota-nota kepada penyata kewangan**

31 ogos 2001 (sambungan)

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**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

**20 KONTRAK PEMBINAAN**

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Jumlah kos yang ditanggung hingga kini	<b>2,392,341</b>	2,122,724	<b>80,508</b>	-
Keuntungan disumbangkan oleh kerja-kerja kontrak hingga kini	<b>378,792</b>	322,556	<b>2,490</b>	-
Tolak: Peruntukan bagi kerugian yang dijangka	(14,062)	(3,167)	-	-
	<b>2,757,071</b>	2,442,113	<b>82,998</b>	-
Tolak: Bil berperingkat	(2,749,898)	(2,433,549)	(82,998)	-
	<b>7,173</b>	8,564	-	-
<hr/>				
Jumlah hutang oleh pelanggan bagi kontrak (Nota 19)	<b>47,386</b>	13,299	-	-
Jumlah hutang kepada pelanggan bagi kontrak (Nota 24)	(40,213)	(4,735)	-	-
	<b>7,173</b>	8,564	-	-
<hr/>				
Pendahuluan diterima bagi kontrak, termasuk di bawah pembiutang lain	<b>1,100</b>	1,100	-	-
<hr/>				
Jumlah tertahan bagi kontrak, termasuk di bawah penghutang dagangan	<b>19,502</b>	54,387	<b>8,300</b>	-
<hr/>				
Kos yang ditanggung hingga kini bagi kontrak pembinaan termasuk caj-caj berikut yang dikenakan sepanjang tahun kewangan:				
Sewa loji dan jentera	<b>278</b>	884	-	-
Susutnilai harta tanah, loji dan peralatan	<b>2,780</b>	474	-	-
Yuran profesional	<b>2,347</b>	-	-	-
Perbelanjaan faedah bagi:				
- sewa beli	-	11	-	-
- lain-lain	-	2	-	-
Sewa premis	-	1	-	-

**21 SEKURITI BOLEH NIAGA**

Saham dalam perbadanan, disebutharga di Malaysia				
- Pada kos	<b>290</b>	290	-	-
Nilai pasaran saham disebutharga	<b>616</b>	788	-	-

**22 BAKI DI BANK DAN SIMPANAN**

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Simpanan dengan bank-bank berlesen	<b>318,082</b>	82,700	<b>4,200</b>	-
Simpanan dengan syarikat-syarikat kewangan	<b>3,120</b>	3,977	<b>2</b>	81
Tunai dipegang di bawah Akaun Pemaju Perumahan	<b>2,087</b>	1,964	-	-
Tunai dan baki di bank	<b>11,400</b>	11,180	<b>1,359</b>	1,000
	<b>334,689</b>	99,821	<b>5,561</b>	1,081

Termasuk dalam simpanan Kumpulan dengan bank-bank berlesen dan syarikat-syarikat kewangan adalah simpanan tertahan berjumlah RM275,099,067 (2000: RM6,621,000) (Nota 33) mewakili:

- jaminan sandaran dengan bank-bank berlesen dan syarikat-syarikat kewangan oleh syarikat-syarikat subsidiari bagi kemudahan kredit yang diberi dan kemudahan jaminan bank yang dikeluarkan kepada pihak ketiga.
- hasil daripada terbitan Bon oleh sebuah syarikat subsidiari yang telah disalurkan kepada Akaun Yang Ditetapkan ditolak pengeluaran yang dibenarkan berkaitan dengan projek pembangunan stesen keretapi pusat Kuala Lumpur seperti yang diperuntukkan di bawah syarat-syarat Perjanjian Akaun Projek (Nota 27).
- Memorandum Deposit pertama dan kedua ke atas simpanan tetap sebuah syarikat subsidiari yang dipegang sebagai cagaran bagi kemudahan Pinjaman Berjangka dan kemudahan Jaminan (Nota 29 dan 36).

Tunai dipegang di bawah Akaun Pemaju Perumahan mewakili kutipan daripada pembeli harta tanah kediaman ditolak pembayaran atau pengeluaran yang dibenarkan di bawah Akta Pemaju Perumahan (Kawalan dan Perlesenan), 1966.

### 23 PERUNTUKAN BAGI TANGGUNGAN DAN CAJ

nota-nota kepada penyata kewangan  
31 Ogos 2001 (sambungan)

Kumpulan	Ganjaran persaraan RM'000	Skim Sewa Terjamin RM'000	Bayaran ganti rugi dan rizab jaminan RM'000	Lain-lain RM'000	Jumlah RM'000
Pada 1 September	964	18,300	30,941	–	50,205
Dicajkan kepada penyata pendapatan	693	–	439	–	1,132
Digunakan sepanjang tahun kewangan	(36)	–	–	–	(36)
Penyataan semula jumlah yang tidak digunakan	(213)	(14,852)	(13,185)	–	(28,250)
<b>Pada 31 Ogos 2000</b>	<b>1,408</b>	<b>3,448</b>	<b>18,195</b>	<b>–</b>	<b>23,051</b>
Dicajkan kepada penyata pendapatan	457	–	7,966	2,227	10,650
Pengambilalihan sebuah syarikat subsidiari	–	–	520	–	520
Digunakan sepanjang tahun kewangan	(254)	–	–	–	(254)
Penyataan semula jumlah yang tidak digunakan	(223)	–	(8,329)	–	(8,552)
<b>Pada 31 Ogos 2001</b>	<b>1,388</b>	<b>3,448</b>	<b>18,352</b>	<b>2,227</b>	<b>25,415</b>
<b>Pada 31 Ogos 2000</b>					
Semasa	–	3,448	18,195	–	21,643
Bukan semasa	1,408	–	–	–	1,408
	<b>1,408</b>	<b>3,448</b>	<b>18,195</b>	<b>–</b>	<b>23,051</b>
<b>Pada 31 Ogos 2001</b>					
Semasa	–	<b>3,448</b>	<b>18,352</b>	<b>2,227</b>	<b>24,027</b>
Bukan semasa	<b>1,388</b>	–	–	–	<b>1,388</b>
	<b>1,388</b>	<b>3,448</b>	<b>18,352</b>	<b>2,227</b>	<b>25,415</b>

**23 PERUNTUKAN BAGI TANGGUNGAN DAN CAJ (sambungan)**

Syarikat	Ganjaran persaraan RM'000	Jumlah RM'000
Pada 1 September 1999	964	964
Penyataan semula jumlah yang tidak digunakan	(213)	(213)
Digunakan sepanjang tahun kewangan	(36)	(36)
<b>Pada 31 Ogos 2000</b>	<b>715</b>	<b>715</b>
Dicajkan kepada penyata pendapatan	155	155
Digunakan sepanjang tahun kewangan	(254)	(254)
<b>Pada 31 Ogos 2001</b>	<b>616</b>	<b>616</b>
<b>Pada 31 Ogos 2000</b>		
Semasa	-	-
Bukan semasa	715	715
	<b>715</b>	<b>715</b>
<b>Pada 31 Ogos 2001</b>		
Semasa	-	-
Bukan semasa	<b>616</b>	<b>616</b>
	<b>616</b>	<b>616</b>

**(a) Ganjaran persaraan**

Kumpulan menyediakan ganjaran persaraan tidak bertabung bagi kakitangan yang layak iaitu mereka yang berkhidmat dengan Kumpulan secara berterusan selama sekurang-kurangnya sepuluh (10) tahun. Caruman dikira berdasarkan kepada satu bulan gaji terakhir yang diterima didarab dengan bilangan tahun perkhidmatan kakitangan berkenaan. Caruman ini dicaj kepada penyata pendapatan pada tahun kewangan yang berkaitan.

**(b) Skim Sewa Terjamin**

Peruntukan bagi skim sewa terjamin dibuat bagi kerugian yang dijangka daripada kontrak.

**(c) Pembayaran ganti rugi dan rizab jaminan**

Peruntukan bagi pembayaran ganti rugi dan peruntukan bagi rizab jaminan adalah berhubung dengan projek yang dilaksanakan oleh syarikat-syarikat subsidiari. Peruntukan bagi pembayaran ganti rugi ("LAD") diiktiraf bagi jangkaan tuntutan LAD berdasarkan kepada perjanjian kontrak. Peruntukan bagi rizab jaminan dibuat bagi setiap kontrak berdasarkan kepada anggaran tanggungan yang mungkin wujud sepanjang tempoh jaminan.

**23 PERUNTUKAN BAGI TANGGUNGAN DAN CAJ (sambungan)****(d) Lain-lain**

Peruntukan-peruntukan lain adalah berhubung dengan:

- (i) peruntukan oleh sebuah syarikat subsidiari bagi kerja-kerja pembaikan untuk menyiapkan kerja pemuliharan cerun bukit disebabkan oleh tanah runtuh di atas tanah pegangan bebas yang dimiliki oleh syarikat subsidiari tersebut berdasarkan kepada anggaran yang dibuat oleh perunding.
- (ii) peruntukan yang dibuat oleh sebuah syarikat subsidiari bagi yuran konsesi yang perlu dibayar kepada Kerajaan Malaysia dan Express Rail Link Sdn. Bhd. berhubung dengan konsesi untuk mengendalikan, mengurus dan menyelenggara stesen keretapi pusat Kuala Lumpur berdasarkan kepada tarikh berkuatkuasa seperti yang dinyatakan dalam Perjanjian Konsesi.

**24 PEMIUTANG DAGANGAN DAN LAIN-LAIN**

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Pemiutang dagangan	<b>272,850</b>	318,529	<b>1,419</b>	4,023
Jumlah hutang kepada pelanggan bagi kontrak (Nota 20)	<b>40,213</b>	4,735	—	—
Jumlah hutang kepada syarikat-syarikat subsidiari	—	—	<b>307,164</b>	264,124
Jumlah hutang kepada syarikat-syarikat bersekutu	<b>11,629</b>	5,286	<b>10,530</b>	1,044
Jumlah hutang kepada entiti-entiti dikawal bersama	<b>529</b>	—	—	—
Jumlah hutang kepada pihak berkaitan lain	<b>6,619</b>	5,195	—	—
Pemiutang sewa beli dan pajakan perlu dibayar dalam masa 12 bulan (Nota 25)	<b>8,549</b>	7,759	<b>772</b>	374
Pemiutang lain	<b>88,700</b>	92,937	<b>13,115</b>	29,490
Terakru	<b>33,959</b>	13,468	<b>2,944</b>	1,860
Faedah terakru	<b>49,279</b>	41,270	<b>3,278</b>	3,283
	<b>512,327</b>	489,179	<b>339,222</b>	304,198

Jumlah hutang kepada syarikat-syarikat subsidiari adalah tidak bercagar, tidak mempunyai syarat-syarat bayaran balik yang tetap dan dikenakan faedah pada kadar 3.35% (2000: 3.95% hingga 4.50%) setahun.

Jumlah hutang kepada syarikat-syarikat bersekutu dan entiti dikawal bersama adalah tidak bercagar, tanpa faedah dan tidak mempunyai tempoh bayaran balik yang tetap.

Jumlah hutang kepada pihak-pihak berkaitan lain adalah tidak bercagar, tanpa faedah dan tidak mempunyai tempoh bayaran balik yang tetap.

## nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

### 25 PEMIUTANG SEWA BELI DAN PAJAKAN

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Analisis pemutang sewa beli dan pajakan:</b>				
Perlu dibayar dalam masa satu tahun	<b>8,934</b>	8,067	<b>1,086</b>	549
Perlu dibayar antara satu dan dua tahun	<b>4,199</b>	5,280	<b>1,086</b>	549
Perlu dibayar antara dua dan lima tahun	<b>10,378</b>	10,426	<b>3,259</b>	1,648
Perlu dibayar selepas lima tahun	<b>1,100</b>	3,170	<b>1,018</b>	905
	<b>24,611</b>	26,943	<b>6,449</b>	3,651
Tolak: Caj kewangan	(2,175)	(6,537)	(1,897)	(1,172)
	<b>22,436</b>	20,406	<b>4,552</b>	2,479
<b>Mewakili pemutang sewa beli dan pajakan:</b>				
Perlu dibayar dalam masa 12 bulan (Nota 24)	<b>8,549</b>	7,759	<b>772</b>	374
Perlu dibayar selepas 12 bulan (Nota 28)	<b>13,887</b>	12,647	<b>3,780</b>	2,105
	<b>22,436</b>	20,406	<b>4,552</b>	2,479

### 26 PINJAMAN JANGKA PENDEK

Bercagar:

Overdraft bank (Nota 33)	<b>10,198</b>	11,754	-	-
Pinjaman jangka pendek dan kemudahan kredit lain	<b>385,166</b>	1,100	<b>195,000</b>	-
Pinjaman jangka panjang perlu dibayar dalam masa 12 bulan (Nota 29)	<b>375,250</b>	54,528	<b>320,000</b>	-
	<b>770,614</b>	67,382	<b>515,000</b>	-

Tidak bercagar:

Overdraft bank (Nota 33)	<b>3,418</b>	88,123	-	86,163
Pinjaman jangka pendek dan kemudahan kredit lain	<b>57,020</b>	703,212	-	188,571
Pinjaman jangka panjang perlu dibayar dalam masa 12 bulan (Nota 29)	-	257,428	-	257,428
	<b>60,438</b>	1,048,763	-	532,162
Jumlah	<b>831,052</b>	1,116,145	<b>515,000</b>	532,162

Pinjaman jangka pendek Kumpulan dikenakan faedah pada kadar antara 3.60% hingga 11.50% (2000: 4.30% hingga 10.69%) setahun sepanjang tahun kewangan.

Pinjaman jangka pendek bercagar Kumpulan dijamin oleh caj guaman ke atas aset-aset tertentu syarikat-syarikat subsidiari (Nota 10(a)).

nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

reputation

# nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

## 26 PINJAMAN JANGKA PENDEK (sambungan)

Pinjaman jangka pendek bercagar Syarikat dijamin oleh:

- Surat Kredit Sedia Tunggu dari beberapa bank berlesen.
- Caj 'in-escrow' ke atas saham The New Straits Times Press (Malaysia) Berhad, Sistem Televisyen Malaysia Berhad dan Rashid Hussain Berhad dan tertakluk kepada perlindungan jaminan minimum sebanyak 1.5 kali.
- Caj ke atas hartanah sebuah syarikat subsidiari.

## 27 BON

	Kumpulan	
	2001 RM'000	2000 RM'000
Bon Al-Bai Bithaman Ajil	920,000	-
Tolak: Perbelanjaan terbitan Bon	(9,661)	-
	<b>910,339</b>	-

Analisis perbelanjaan terbitan Bon:

Pada 1 September	-	-
Ditanggung sepanjang tahun kewangan	10,215	-
Pelunasan	(554)	-
Pada 31 Ogos	<b>9,661</b>	-

Analisis Bon:

Perlu dibayar dalam masa satu tahun	-	-
Perlu dibayar antara satu dan dua tahun	120,000	-
Perlu dibayar antara dua dan lima tahun	80,000	-
Perlu dibayar selepas lima tahun	720,000	-
	<b>920,000</b>	-

Sepanjang tahun kewangan, sebuah syarikat subsidiari telah menerbitkan Bon Al-Bai Bithaman Ajil ("Bon") bernilai RM920 juta dalam enam pecahan dengan nilai muka sebanyak RM120 juta, RM80 juta, RM200 juta, RM220 juta dan dua daripada enam pecahan tersebut dengan nilai muka RM150 juta setiap satu kepada Pelanggan Utama. Tempoh Bon adalah antara 2 hingga 10 tahun dari tarikh terbitan dan membawa kadar keuntungan, yang ditetapkan menurut prinsip Syariah, pada kadar antara 7.70% hingga 9.25% setahun dan perlu dibayar setiap enam bulan dari tarikh terbitan masing-masing. Bon ini didagang berdasarkan kepada Sistem Dagangan Sekuriti Tanpa Skrip yang dijalankan dan diuruskan oleh Bank Negara Malaysia.

Bon-bon tersebut dicagarkan kepada hak milik tanah plot pecahan yang telah dan akan berkuatkuasa secara berperingkat berdasarkan kepada penyiapan fizikal kerja pembinaan di stesen keretapi pusat Kuala Lumpur menurut Perjanjian Tambahan kepada Perjanjian Konsesi dengan Kerajaan Malaysia dan Syarikat Harta Dan Tanah Sdn. Bhd.

Hasil daripada terbitan Bon-bon tersebut disalurkan kepada Akaun Yang Ditetapkan. Pengeluaran yang dibenarkan bagi projek pembangunan stesen keretapi pusat Kuala Lumpur adalah tertakluk kepada syarat-syarat Perjanjian Akaun Projek (Nota 22).

## 28 TANGGUNGAN JANGKA PANJANG

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Pinjaman jangka panjang matang selepas 12 bulan (Nota 29)	<b>79,563</b>	382,322	-	-
Tanggungan tertunda (Nota 30)	<b>17,410</b>	99,326	-	138,906
Pinjaman pusingan tidak bercagar	-	8,613	-	8,613
Pembiutang sewa beli dan pajakan matang selepas 12 bulan (Nota 25)	<b>13,887</b>	12,647	<b>3,780</b>	2,105
	<b>110,860</b>	502,908	<b>3,780</b>	149,624

## 29 PINJAMAN JANGKA PANJANG

### Bercagar:

Analisis pinjaman berjangka:

Perlu dibayar dalam tempoh satu tahun	<b>375,250</b>	54,528	<b>320,000</b>	-
Perlu dibayar antara satu hingga dua tahun	<b>39,339</b>	39,767	-	-
Perlu dibayar antara dua hingga lima tahun	<b>36,717</b>	341,080	-	-
Perlu dibayar selepas lima tahun	<b>3,507</b>	1,475	-	-
	<b>454,813</b>	436,850	<b>320,000</b>	-

Mewakili pinjaman berjangka:

Matang dalam tempoh 12 bulan (Nota 26)	<b>375,250</b>	54,528	<b>320,000</b>	-
Matang selepas 12 bulan (Nota 28)	<b>79,563</b>	382,322	-	-
	<b>454,813</b>	436,850	<b>320,000</b>	-

### Tidak bercagar:

Analisis pinjaman berjangka:

Perlu dibayar dalam tempoh satu tahun	-	257,428	-	257,428
Perlu dibayar antara satu hingga dua tahun	-	-	-	-
Perlu dibayar antara dua hingga lima tahun	-	-	-	-
Perlu dibayar selepas lima tahun	-	-	-	-
	-	257,428	-	257,428

Mewakili pinjaman berjangka:

Matang dalam tempoh 12 bulan (Nota 26)	-	257,428	-	257,428
Matang selepas 12 bulan (Nota 28)	-	-	-	-
	-	257,428	-	257,428

**29 PINJAMAN JANGKA PANJANG (sambungan)**

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
<b>Jumlah:</b>				
Analisis pinjaman berjangka:				
Perlu dibayar dalam tempoh satu tahun	<b>375,250</b>	311,956	<b>320,000</b>	257,428
Perlu dibayar antara satu hingga dua tahun	<b>39,339</b>	39,767	-	-
Perlu dibayar antara dua hingga lima tahun	<b>36,717</b>	341,080	-	-
Perlu dibayar selepas lima tahun	<b>3,507</b>	1,475	-	-
	<b>454,813</b>	694,278	<b>320,000</b>	257,428
Pinjaman berjangka mewakili:				
Matang dalam tempoh 12 bulan (Nota 26)	<b>375,250</b>	311,956	<b>320,000</b>	257,428
Matang selepas 12 bulan (Nota 28)	<b>79,563</b>	382,322	-	-
	<b>454,813</b>	694,278	<b>320,000</b>	257,428

Pinjaman jangka panjang Kumpulan dikenakan faedah pada kadar antara 5.30% hingga 11.25% (2000: 4.30% hingga 11.00%) setahun sepanjang tahun kewangan dan perlu dibayar semula melalui ansuran tetap yang berbeza-beza dari bulanan, suku tahunan dan setengah tahunan.

Pinjaman jangka panjang bercagar dijamin oleh:

- caj ke atas keseluruhan modal saham sebuah syarikat subsidiari.
- caj tetap pertama ke atas hartanah syarikat-syarikat subsidiari tertentu (Nota 10(a), 10(b)).
- debentur yang meliputi caj tetap dan terapung pertama ke atas semua aset sedia ada dan masa hadapan syarikat-syarikat subsidiari tertentu.
- Pindahmilikan Perjanjian Penswastaan, Bon Prestasi Kontraktor dan polisi insurans sebuah syarikat subsidiari.
- Memorandum Deposit pertama dan kedua ke atas simpanan tetap sebuah syarikat subsidiari (Nota 22).

**30 TANGGUNGAN TERTUNDA**

- (a) Pada tahun 1996, sebuah syarikat subsidiari milik Syarikat memeterai perjanjian konsesi dengan Kerajaan Malaysia dan Syarikat Tanah dan Harta Sdn. Bhd. untuk menjalankan kerja merekabentuk dan membina stesen keretapi pusat Kuala Lumpur yang baru, di mana sebagai pertimbangan syarikat subsidiari tersebut diberikan hak untuk memaju dan/atau menjual tanah pembangunan komersil tertentu di kawasan sekitar stesen keretapi pusat yang dicadangkan. Syarikat subsidiari berkenaan telah mempermodalkan tanah komersil yang telah diperuntukkan kepada mereka oleh Kerajaan Persekutuan pada kos RM420 juta sebagai hartanah pembangunan dan telah memperuntukkan kosnya sebagai tanggungan tertunda mewakili kos anggaran rekabentuk dan pembinaan stesen keretapi pusat tersebut. Tanggungan tertunda ini akan dikurangkan secara berperingkat apabila menanggung kos yang melibatkan stesen keretapi pusat tersebut.

Menurut Perjanjian Tambahan kepada Perjanjian Konsesi dengan Kerajaan Malaysia dan Syarikat Tanah dan Harta Sdn. Bhd., proses pemindahan hak milik bagi bahagian-bahagian plot tanah di dalam kawasan tanah pembangunan komersil tersebut kepada syarikat subsidiari berkenaan akan dilakukan secara berperingkat berdasarkan kepada kemajuan fizikal sebenar kerja pembinaan yang dilakukan ke atas stesen keretapi pusat itu.

### 30 TANGGUNGAN TERTUNDA (sambungan)

- (b) Pada tahun 1992, sebuah lagi syarikat subsidiari milik Syarikat memeterai perjanjian penswastaan dengan Kerajaan Negeri Selangor untuk membina dan menyiapkan sebuah Blok Pejabat Kerajaan ("BPK"). Sebagai pertimbangan, syarikat subsidiari berkenaan telah diberikan hak untuk memaju dan membina sebuah kompleks membeli-belah dan komersil, sebuah blok menara pejabat, sebuah blok pangsapuri khidmat dan sebuah hotel di atas sebuah tanah komersil di Shah Alam dikenali sebagai "Alam Sentral". Pembangunan Alam Sentral terletak bersebelahan dengan BPK.

Syarikat subsidiari tersebut telah mempermodalkan tanah komersil yang telah diperuntukkan kepada mereka oleh Kerajaan Negeri Selangor pada satu jumlah yang bersamaan dengan anggaran kos pembinaan BPK sebagai harta tanah pembangunan dengan nilai anggaran kira-kira RM60 juta dan telah memperuntukkan kos di atas sebagai tanggungan tertunda. Tanggungan tertunda ini akan dikurangkan secara berperingkat apabila menanggung kos yang melibatkan BPK.

Termasuk sebagai caj ke atas tanggungan tertunda sepanjang tahun kewangan ini adalah peruntukan bagi kerugian yang dijangka sebanyak RM Tiada (2000: RM9,901,567).

Syarikat subsidiari berkenaan telah mendapatkan jaminan prestasi sebanyak RM60 juta untuk menjamin tanggungjawabnya di bawah perjanjian penswastaan tersebut. Berikutan penyiapan pembinaan BPK pada 15 Jun 2001, jaminan prestasi tersebut telah dibatalkan.

### 31 CUKAI TERTUNDA (ASET)

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Pada 1 September	<b>12,540</b>	12,113	-	-
Pindahan bersih kepada penyata pendapatan (Nota 8)	<b>6,619</b>	427	-	-
<b>Pada 31 Ogos</b>	<b>19,159</b>	12,540	-	-
Mewakili kesan cukai daripada:				
Perbezaan masa berkaitan pengiktirafan pendapatan pembangunan harta tanah	<b>19,159</b>	12,540	-	-
Cukai tertunda tidak diperuntukkan dalam penyata kewangan:				
Timbul daripada penilaian semula harta tanah pelaburan dipegang bagi tujuan jangka panjang	<b>995</b>	995	-	-
Timbul daripada penilaian semula harta tanah pembangunan tertentu dengan baki yang tidak nyata	<b>3,800</b>	3,800	-	-

# nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

## 32 MODAL SAHAM

	Kumpulan dan Syarikat 2001                  2000 RM'000              RM'000
<b>Dibenarkan:</b>	
2,000,000,000 saham biasa bernilai RM1.00 setiap satu	<b>2,000,000</b> 2,000,000
<b>Diterbit dan dibayar sepenuhnya:</b>	
Saham biasa bernilai RM1.00 setiap satu:	
Pada 1 September	975,096      969,781
Pelaksanaan Pilihan di bawah SPSK	1,454      5,315
Pada 31 Ogos	<b>976,550</b> 975,096

Skim Pilihan Saham Kakitangan (“SPSK” atau “Skim”) Malaysian Resources Corporation Berhad telah diluluskan oleh pemegang saham pada Mesyuarat Agung Luar Biasa yang diadakan pada 9 Februari 1996 dan berkuatkuasa pada 4 April 1996. SPSK berkuatkuasa untuk tempoh lima (5) tahun bermula dari 4 April 1996 dan luput sepanjang tahun kewangan pada 3 April 2001.

Butir-butir SPSK adalah terkandung dalam Undang-Undang Kecil dan ciri-ciri utamanya adalah seperti berikut:

- (a) Skim ini ditubuhkan untuk penyertaan dalam modal saham biasa Syarikat sahaja.

Jumlah saham yang akan ditawarkan di bawah SPSK tidak akan melebihi 10% daripada jumlah saham biasa diterbitkan dan berbayar pada sebarang masa sepanjang tempoh Skim ini. Pada tarikh permulaan Skim, jumlah saham yang sedia untuk ditawarkan ialah 49,292,624 saham biasa bernilai RM1.00 setiap satu.

- (b) Kakitangan yang layak ialah mereka yang berkhidmat secara berterusan dengan Kumpulan untuk tempoh sekurang-kurangnya satu (1) tahun untuk kakitangan warganegara Malaysia (termasuk Pengarah-Pengarah Eksekutif sepenuh masa yang terlibat dalam pengurusan sehari-hari dan termasuk dalam senarai gaji Syarikat) dan lima (5) tahun perkhidmatan berterusan dengan Kumpulan untuk kakitangan bukan warganegara Malaysia.

### 32 MODAL SAHAM (sambungan)

- (c) Pilihan yang diberi di bawah SPSK boleh dilaksanakan oleh penerima dengan memberikan notis secara bertulis kepada Syarikat sepanjang tahun bermula dari tarikh tawaran dan berakhir pada 3 April 2001. Pilihan yang diberikan boleh dilaksanakan oleh penerima seperti berikut:

Tahun melaksanakan Pilihan	semasa pelaksanaan SPSK	% untuk dilaksanakan dalam nisbah yang sama untuk baki tempoh SPSK		
		Pilihan ditawarkan (terkumpul) (terkumpul)		
		Pilihan ditawarkan dalam tahun ke 2 SPSK	Pilihan ditawarkan dalam tahun ke 3 SPSK	Pilihan ditawarkan dalam tahun ke 4 SPSK
Tahun 1	15	—	—	—
Tahun 2	30	25	—	—
Tahun 3	60	50	33	—
Tahun 4	80	75	66	50
Tahun 5	100	100	100	100

Pilihan yang diberikan untuk setiap tahun boleh dilaksanakan sepenuhnya atau dalam jumlah saham yang lebih kecil dengan syarat bilangan tersebut hendaklah dalam gandaan dan tidak kurang daripada 1,000 saham.

- (d) Harga pada mana kakitangan yang layak berhak mendapatkan saham di bawah SPSK adalah purata sebut harga pasaran saham Syarikat (seperti yang disebut dan disiarkan dalam Diari Harian Bursa Saham Kuala Lumpur untuk lima (5) hari pasaran terdahulu dari tarikh tawaran Pilihan masing-masing, atau nilai nominal saham, mengikut yang mana lebih tinggi.
- (e) Kakitangan yang layak hanya boleh menyertai satu SPSK yang dianjurkan oleh mana-mana syarikat dalam Kumpulan pada satu-satu masa.
- (f) Semua terbitan saham biasa baru yang wujud daripada SPSK mempunyai hak yang sama rata dalam semua segi dengan saham biasa Syarikat yang sedia ada.

Sepanjang tahun kewangan berakhir 31 Ogos 2001, sebanyak 1,454,000 saham telah diterbitkan di bawah pelaksanaan Pilihan pada harga antara RM1.00 hingga RM2.08 setiap satu.

### 33 TUNAI DAN PERSAMAAN TUNAI

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Baki di bank dan simpanan (Nota 22)	<b>334,689</b>	99,821	<b>5,561</b>	1,081
Overdraft bank:				
- bercagar (Nota 26)	<b>(10,198)</b>	(11,754)	—	—
- tidak bercagar (Nota 26)	<b>(3,418)</b>	(88,123)	—	(86,163)
	<b>321,073</b>	(56)	<b>5,561</b>	(85,082)
Tolak: Simpanan tetap yang dipegang sebagai nilai cagaran (Nota 22)	<b>(275,099)</b>	(6,621)	—	—
	<b>45,974</b>	(6,677)	<b>5,561</b>	(85,082)



# nota-nota kepada penyata kewangan

31 Ogos 2001 (sambungan)

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## 34 PELARASAN TAHUN SEBELUMNYA

Sepanjang tahun kewangan, Kumpulan telah menukar dasar perakaunannya bagi entiti yang dikawal bersama daripada perakaunan penyatuan berkadar kepada perakaunan ekuiti pada penyata kewangan yang disatukan Kumpulan selaras dengan Piawaian 16 MASB ‘Laporan Kewangan bagi Kepentingan Usahasama’ seperti yang diterangkan dalam Nota 3(e) kepada penyata kewangan. Perubahan dasar perakaunannya telah diambilkira secara retrospektif dan jumlah yang berkaitan juga telah ditukar.

Maklumat perbandingan telah dinyatakan semula supaya selaras dengan perubahan dalam dasar perakaunan. Perubahan dalam dasar perakaunannya tidak mempunyai kesan ke atas keuntungan selepas cukai Kumpulan bagi tahun kewangan berakhir 31 Ogos 2001. Kesan perubahan lain ke atas penyata kewangan Kumpulan adalah seperti berikut:

	Seperti yang dilaporkan sebelumnya	Kesan perubahan dalam dasar perakaunan	Seperti yang dinyatakan semula
	RM'000	RM'000	RM'000
<b>Kunci kira-kira</b>			
Kepentingan dalam entiti dikawal bersama	–	5,121	<b>5,121</b>
Penghutang dagangan dan lain-lain	451,186	(3,129)	<b>448,057</b>
Jumlah hutang daripada pihak berkaitan lain	4,827	(1,200)	<b>3,627</b>
Jumlah hutang daripada entiti dikawal bersama	899	(502)	<b>397</b>
Baki dan simpanan di bank	100,879	(1,058)	<b>99,821</b>
Pembiutang dagangan	319,285	(756)	<b>318,529</b>
Jumlah hutang kepada entiti dikawal bersama	12	(12)	–
<b>Penyata pendapatan</b>			
Pendapatan operasi lain	10,979	(544)	<b>10,435</b>
Perbelanjaan operasi lain	(27,808)	399	<b>(27,409)</b>
Bahagian keputusan dalam entiti dikawal bersama	–	145	<b>145</b>

## 35 URUSNIAGA DAN BAKI PIHAK BERKAITAN YANG KETARA

Dalam kendalian biasa perniagaan, Kumpulan telah melaksanakan urusniaga berdasarkan syarat dan harga yang telah dipersetujui, urusniaga tertentu dengan syarikat-syarikat yang dianggap pihak berkaitan menurut kedudukan mereka sebagai ahli atau syarikat-syarikat dalam Kumpulan Malaysian Resources Corporation Berhad.

Syarikat-syarikat dalam Kumpulan Malaysian Resources Corporation Berhad, yang berurus dengan Kumpulan, termasuk syarikat-syarikat berikut:

### Pihak berkaitan

Promising Quality Sdn. Bhd.  
Esprit Assets Sdn. Bhd.

### Perhubungan

Syarikat subsidiari kepada sebuah syarikat bersekutu  
Syarikat subsidiari kepada sebuah syarikat bersekutu

### Urusniaga ketara pihak berkaitan

Urusniaga ketara pihak berkaitan yang dijalankan oleh Kumpulan dengan pihak-pihak berkaitan dengannya sepanjang tahun kewangan adalah seperti berikut:

## nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

### 35 URUSNIAGA DAN BAKI PIHAK BERKAITAN YANG KETARA (sambungan)

	Kumpulan 2001 RM'000
Penjualan barang kepada:	
- Promising Quality Sdn. Bhd.	92,400
- Esprit Assets Sdn. Bhd.	1,254
Pembelian perkhidmatan daripada:	
- syarikat-syarikat bersekutu (yuran pengiklanan)	76
- pemegang saham korporat (yuran profesional)	1,588

Pembelian perkhidmatan daripada syarikat-syarikat bersekutu dan pemegang saham korporat disatukan kerana urusniaga ini adalah sama dan tiada satu pun urusniaga yang berbeza dengan ketara yang memerlukan penyataan yang berasingan.

### 36 TANGGUNGAN LUAR JANGKA

	Kumpulan 2001 RM'000	Syarikat 2001 RM'000	Kumpulan 2000 RM'000	Syarikat 2000 RM'000
Jaminan prestasi bercagar diberikan kepada pihak ketiga	700	60,800	-	-
Jaminan korporat tidak bercagar diberikan kepada institusi-institusi kewangan untuk:				
- kemudahan kredit diberikan kepada:				
- syarikat-syarikat subsidiari	-	-	118,640	637,501
- pihak ketiga	-	222	-	222
	-	222	118,640	637,723
- jaminan perdagangan dan prestasi diberikan kepada:				
- syarikat-syarikat subsidiari	-	-	-	23,429
- syarikat bersekutu	-	4,995	-	4,995
- pihak ketiga	45,071	31,817	-	15,400
	45,071	36,812	-	43,824

Butir-butir jaminan prestasi bercagar adalah seperti berikut:

- Jaminan prestasi sebanyak RM700,000 (2000: RM800,000) dicagarkan melalui satu simpanan yang jumlahnya bersamaan dengan kepentingan yang dicagarkan dan disimpan dengan Bank Penjamin menurut Memorandum Deposit (Nota 22).
- Jaminan prestasi sebanyak RM60,000,000 pada 31 Ogos 2000, dijamin oleh debentur yang menghasilkan satu caj tetap ke atas harta tanah pembangunan sebuah syarikat subsidiari, kesemua hutang dan caj terapung ke atas semua kepentingan dan aset lain syarikat subsidiari tersebut. Ia juga dijamin oleh pindahmilikan guaman pertama ke atas semua hak semasa dan masa hadapan bagi syarikat subsidiari tersebut, hak milik dan kepentingan dalam dan kepada, semua manfaat yang diakru dan akan diakru di bawah Perjanjian Penswastaan. Debentur ini dibatalkan sepanjang tahun kewangan berikutnya tuntutan dibawah Perjanjian Penswastaan (Nota 30(b)).

nota-nota kepada penyata kewangan  
31 ogos 2001 (sambungan)

global

# nota-nota kepada penyata kewangan

31 Ogos 2001 (sambungan)

## 37 KOMITMEN MODAL

	Kumpulan		Syarikat	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
Perbelanjaan modal dibenarkan yang dikontrakkan tetapi tidak diambilkira dalam penyata kewangan:				
- hartanah, loji dan peralatan	<b>1,377,861</b>	-	-	-
- perbelanjaan pembangunan harta tanah	<b>319</b>	2,709	-	-
- penebusan saham keutamaan sebuah syarikat subsidiari	-	136,964	-	-
	<b>1,378,180</b>	139,673	-	-
Perbelanjaan modal dibenarkan yang tidak dikontrakkan:				
- perbelanjaan pembangunan projek	<b>16,200</b>	-	-	-

## 38 SYARIKAT-SYARIKAT DALAM KUMPULAN

Kepentingan ekuiti berkesan Kumpulan dalam syarikat-syarikat subsidiari dan bersekutu pada 31 Ogos 2001, aktiviti utama masing-masing dan negara di mana syarikat berkenaan diperbadankan adalah seperti berikut:

Nama Syarikat	Aktiviti utama	Negara diperbadankan	Kepentingan ekuiti berkesan	
			2001 %	2000 %

### SYARIKAT-SYARIKAT SUBSIDIARI:

Kuala Lumpur Sentral Sdn. Bhd.	Pembangunan harta tanah	Malaysia	<b>64.38</b>	64.38
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*Dipegang melalui pemilikan 100% oleh Kuala Lumpur Sentral Sdn. Bhd.*

- Unity Portfolio Sdn. Bhd.	Pra-operasi	Malaysia	<b>64.38</b>	64.38
MR Construction Sdn. Bhd.*	Pembinaan	Malaysia	<b>51.00</b>	51.00
MR Enterprises Sdn. Bhd.*	Pembinaan	Malaysia	<b>100.00</b>	100.00
MR Investments (Cayman) Pte. Ltd. #	Pegangan pelaburan	Cayman Island	<b>100.00</b>	100.00
MR Management Sdn. Bhd.*	Pegangan pelaburan dan perkhidmatan pengurusan	Malaysia	<b>100.00</b>	100.00
MR Securities Sdn. Bhd.*	Perkhidmatan nomini	Malaysia	<b>100.00</b>	100.00
MRC Management (BVI) Ltd.#	Perdagangan pelaburan	British Virgin Island	<b>100.00</b>	100.00
MR-H Piling and Civil Engineering (M) Sdn. Bhd.*	Menanam cerucuk dan kejuruteraan awam	Malaysia	<b>51.00</b>	51.00

## 38 SYARIKAT-SYARIKAT DALAM KUMPULAN (sambungan)

Nama Syarikat	Aktiviti utama	Negara diperbadankan	Kepentingan ekuiti berkesan	
			2001 %	2000 %
MRCB Ceramics Sdn. Bhd.*	Pembuatan, pengedaran dan pembekal jubin seramik	Malaysia	<b>75.00</b>	75.00
MRCB Construction Sdn. Bhd.	Kontraktor awam dan infrastruktur bangunan	Malaysia	<b>100.00</b>	100.00
MRCB Dotcom Sdn. Bhd.	Perkhidmatan perancangan dan pengurusan	Malaysia	<b>100.00</b>	100.00
MRCB Engineering Sdn. Bhd.	Perkhidmatan kejuruteraan dan pembinaan	Malaysia	<b>100.00</b>	100.00
MRCB Intelligent System and Control Sdn. Bhd. <i>(dahulu dikenali sebagai KL Sentral IT Sdn. Bhd.)</i>	Penyelenggaraan sistem dan perkhidmatan aplikasi dan aplikasi teknologi lain	Malaysia	<b>100.00</b>	100.00
MRCB Land Sdn. Bhd.	Perkhidmatan pengurusan dan pembangunan projek	Malaysia	<b>100.00</b>	100.00
MRCB Project Management Sdn. Bhd.	Pengurusan projek dan perkhidmatan kejuruteraan berkaitan	Malaysia	<b>100.00</b>	100.00
MRCB Multimedia Consortium Sdn. Bhd.	Perkhidmatan aplikasi berkaitan maklumat dan teknologi	Malaysia	<b>71.48</b>	23.33
MRCB Property Management Sdn. Bhd.	Pelaburan dan pengurusan hartanah	Malaysia	<b>100.00</b>	100.00
MRCB Selborn Corporation Sdn. Bhd.	Pembangunan hartanah	Malaysia	<b>60.00</b>	60.00
MRCB Smart Sdn. Bhd.	Penyediaan perkhidmatan kad teknologi serba lengkap	Malaysia	<b>100.00</b>	100.00
MRCB Software Vision Sdn. Bhd. ## <i>(dahulu dikenali sebagai Cybertronics Sdn. Bhd.)</i>	Perkhidmatan teknologi maklumat dan pencari sumber luar profesional	Malaysia	<b>100.00</b>	-
MRCB Trading Sdn. Bhd. *	Perdagangan bahan binaan	Malaysia	<b>100.00</b>	100.00
MRCB Utama Sdn. Bhd.	Pembangunan hartanah	Malaysia	<b>100.00</b>	100.00

nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

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**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

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**38 SYARIKAT-SYARIKAT DALAM KUMPULAN (sambungan)**

Nama Syarikat	Aktiviti utama	Negara diperbadankan	Kepentingan ekuiti berkesan	
			2001	2000
			%	%
<b>Dipegang melalui pemilikan 100% oleh MRCB Utama Sdn. Bhd.</b>				
- Country Annexe Sdn. Bhd.	Pra-operasi	Malaysia	<b>100.00</b>	100.00
MRCB (Terengganu) Sdn. Bhd.*	Pembangunan harta tanah	Malaysia	<b>100.00</b>	100.00
Mafira Holdings Sdn. Bhd.	Pegangan pelaburan	Malaysia	<b>100.00</b>	100.00
<b>Dipegang melalui pemilikan 38.6% oleh Mafira Holdings Sdn. Bhd.</b>				
- Zen Concrete Industries Sdn. Bhd.**	Pembuatan dan pembekal tiang konkrit pra-tekanan	Malaysia	<b>38.60</b>	38.60
Malaysian Resources Development Sdn. Bhd.	Pembangunan harta tanah dan pegangan pelaburan	Malaysia	<b>100.00</b>	100.00
<b>Dipegang melalui pemilikan 100% oleh Malaysian Resource Development Sdn. Bhd.</b>				
- Bitar Enterprises Sdn. Bhd.*	Pelaburan harta tanah	Malaysia	<b>100.00</b>	100.00
- Golden East Corporation Sdn. Bhd.	Pembangunan dan pengurusan harta tanah	Malaysia	<b>100.00</b>	100.00
- MR Properties Sdn. Bhd.*	Pembangunan harta tanah	Malaysia	<b>100.00</b>	100.00
- Seri Iskandar Utilities Corporation Sdn. Bhd.	Pra-operasi	Malaysia	<b>100.00</b>	100.00
- Sunrise Properties Sdn. Bhd.*	Pembangunan harta tanah	Malaysia	<b>100.00</b>	100.00
- Taiyee Development Sdn. Bhd.*	Pembangunan harta tanah	Malaysia	<b>100.00</b>	100.00
- MRCB Property Development Sdn. Bhd.	Pegangan pelaburan	Malaysia	<b>100.00</b>	100.00
<b>Dipegang melalui pemilikan 100% oleh MRCB Property Development Sdn. Bhd.</b>				
- MRCB Cahaya Mutiara Sdn. Bhd.* (dahulu dikenali sebagai Cahaya Mutiara Properties Sdn. Bhd.)	Pembangunan dan pengurusan harta tanah	Malaysia	<b>100.00</b>	100.00

**38 SYARIKAT-SYARIKAT DALAM KUMPULAN (sambungan)**

Nama Syarikat	Aktiviti utama	Negara diperbadankan	Kepentingan ekuiti berkesan			
			2001 %	2000 %		
<i>Dipegang melalui pemilikan 70% oleh Malaysian Resources Development Sdn. Bhd.</i>						
- Seri Iskandar Development Corporation Sdn. Bhd.						
	Pembangunan harta tanah	Malaysia	<b>70.00</b>	70.00		
- Seri Ipoh-Lumut Expressway Sdn. Bhd.						
	Pra-operasi	Malaysia	<b>70.00</b>	70.00		
Malaysian Resources International Sdn. Bhd.*	Pegangan pelaburan	Malaysia	<b>100.00</b>	100.00		
<i>Dipegang melalui pemilikan 100% oleh Malaysian Resources International Sdn. Bhd.</i>						
- MRCB Mauritius Limited**	Pegangan pelaburan	Mauritius	<b>100.00</b>	100.00		
<i>Dipegang melalui pemilikan 100% oleh MRCB Mauritius Limited</i>						
- Novelway Investments (Proprietary) Ltd. **						
	Pembangunan harta tanah	Afrika Selatan	<b>100.00</b>	100.00		
Malaysian Resources Sentral Sdn. Bhd. <i>(dahulu dikenali sebagai Pentasuri Sdn. Bhd.) ##</i>	Penyediaan kemudahan pengurusan	Malaysia	<b>100.00</b>	-		
Onesentral Park Sdn. Bhd.	Pembangunan harta tanah	Malaysia	<b>51.00</b>	51.00		
Region Resources Sdn. Bhd.*	Operasi kuari	Malaysia	<b>80.00</b>	80.00		
<i>Dipegang melalui pemilikan 100% oleh Region Resources Sdn. Bhd.</i>						
- Syarikat Gemilang Quarry Sdn. Bhd.*						
	Operasi kuari	Malaysia	<b>80.00</b>	80.00		
Semasa Sentral Sdn. Bhd.	Operasi, pengurusan dan penyelenggaraan stesen keretapi pusat Kuala Lumpur	Malaysia	<b>100.00</b>	100.00		
Sepang Energy Resources Sdn. Bhd.*	Perkhidmatan operasi dan penyelenggaran sebuah loji janakuasa	Malaysia	<b>100.00</b>	100.00		

nota-nota kepada penyata kewangan  
31 ogos 2001 (sambungan)

transparency

**38 SYARIKAT-SYARIKAT DALAM KUMPULAN (sambungan)**

nota-nota kepada penyata kewangan  
31 ogos 2001 (sambungan)

Nama Syarikat	Aktiviti utama	Negara diperbadankan	Kepentingan ekuiti berkesan	
			2001	2000
			%	%
Sepang Power Sdn. Bhd.	Pengeluar tenaga bebas	Malaysia	<b>70.00</b>	100.00
Sibexlink Sdn. Bhd. ##	Jualan perniagaan maklumat dan pembangunan laman web	Malaysia	<b>59.65</b>	-
Superview Development Sdn. Bhd.	Pembangunan hartanah, pengurusan dan perdagangan saham	Malaysia	<b>100.00</b>	100.00
Transmission Technology Sdn. Bhd.	Khidmat kejuruteraan, pembinaan dan pentaulahan kepada sistem transmisi tenaga	Malaysia	<b>55.00</b>	55.00
Zelleco (M) Sendirian Berhad	Pegangan pelaburan dan kontraktor kerja-kerja awam dan berstruktur	Malaysia	<b>70.00</b>	70.00
 <i>Dipegang melalui pemilikan 100% oleh Zelleco (M) Sendirian Berhad</i>				
- Zelleco Engineering Sdn. Bhd.	Fabrikasi kerja keluli berstruktur	Malaysia	<b>70.00</b>	70.00
 <i>Dipegang melalui pemilikan 75% oleh Zelleco (M) Sendirian Berhad</i>				
- Zelleco Construction Sdn. Bhd.	Kontraktor kerja-kerja awam dan berstruktur	Malaysia	<b>52.50</b>	52.50
 <i>Dipegang melalui pemilikan 50% oleh Zelleco Construction Sdn. Bhd.</i>				
- Pembangunan Sulaiman - Zelleco JV Sdn. Bhd.	Kontraktor kerja-kerja awam dan berstruktur	Malaysia	<b>26.25</b>	26.25
Cheq Point (M) Sdn. Bhd.*	Khidmat kad caj dan pegangan pelaburan	Malaysia	<b>75.00</b>	75.00

## 38 SYARIKAT-SYARIKAT DALAM KUMPULAN (sambungan)

Nama Syarikat	Aktiviti utama	Negara diperbadankan	Kepentingan ekuiti berkesan	
			2001 %	2000 %
<i>Dipegang melalui pemilikan 100% oleh Cheq Point (M) Sdn. Bhd.</i>				
- Cheq Point Aero Leisure Sdn. Bhd.	Pra-operasi	Malaysia	<b>75.00</b>	75.00
- Cheq Point Global Travel Sdn. Bhd.	Pra-operasi	Malaysia	<b>75.00</b>	75.00
- Cheq Point (Sabah) Sdn. Bhd.	Pra-operasi	Malaysia	<b>75.00</b>	75.00
- Cheq Point (Sarawak) Sdn. Bhd.	Pra-operasi	Malaysia	<b>75.00</b>	75.00
- Cheq Point Travel & Tours Sdn. Bhd.	Pra-operasi	Malaysia	<b>75.00</b>	75.00
- CP Postal Marketing (M) Sdn. Bhd.	Pra-operasi	Malaysia	<b>75.00</b>	75.00
- General Data Management Services Sdn. Bhd.	Pra-operasi	Malaysia	<b>75.00</b>	75.00
Amirijaya Sdn. Bhd. ##	Pra-operasi	Malaysia	<b>100.00</b>	-
Digiwill Sdn. Bhd. ##	Pra-operasi	Malaysia	<b>100.00</b>	-
Estroman Sdn. Bhd. ##	Pra-operasi	Malaysia	<b>100.00</b>	-
MRCB Oil And Gas Technical Services Sdn. Bhd.	Pra-operasi	Malaysia	<b>100.00</b>	100.00
Malaysian Resources Technology Sdn. Bhd.	Pra-operasi	Malaysia	<b>100.00</b>	100.00
Multimedia Base Sdn. Bhd. ##	Pra-operasi	Malaysia	<b>100.00</b>	-
Netcelerator (M) Sdn. Bhd. ## ( <i>dahulu dikenali sebagai Casamewah Sdn. Bhd.</i> )	Pra-operasi	Malaysia	<b>100.00</b>	-
Profitune Sdn. Bhd. ##	Pra-operasi	Malaysia	<b>100.00</b>	-
Trans Peninsula Crude Oil Transaction Sdn. Bhd.	Pra-operasi	Malaysia	<b>100.00</b>	100.00

nota-nota kepada penyata kewangan  
31 ogos 2001 (sambungan)

transparency

**nota-nota kepada penyata kewangan**  
31 Ogos 2001 (sambungan)

### 38 SYARIKAT-SYARIKAT DALAM KUMPULAN (sambungan)

Nama Syarikat	Aktiviti utama	Negara diperbadankan	Kepentingan ekuiti berkesan	
			2001	2000
			%	%
<b>SYARIKAT-SYARIKAT BERSEKUTU:</b>				
Harmonic Fairway Sdn. Bhd.**	Pegangan pelaburan	Malaysia	<b>50.00</b>	50.00
Kota Francais (M) Sdn. Bhd.**	Francais pengurusan hartanah dan khidmat nasihat	Malaysia	<b>20.00</b>	20.00
Malakoff Berhad**^	Pegangan pelaburan dan perlادangan	Malaysia	-	17.93
Rashid Hussain Berhad	Perkhidmatan kewangan	Malaysia	<b>22.69</b>	22.69
Sistem Televisyen Malaysia Berhad	Penyiaran televisyen komersil	Malaysia	<b>49.65</b>	49.65
The New Straits Times Press (Malaysia) Berhad	Penerbitan dan penjualan akhbar-akhbar, pegangan pelaburan dan pembangunan hartanah	Malaysia	<b>43.53</b>	43.56

MRCB Multimedia Consortium Sdn. Bhd., sebuah syarikat bersekutu pada 31 Ogos 2000, telah menjadi syarikat subsidiari pada 22 September 2001.

\* Lengai pada masa ini

\*\* Syarikat-syarikat yang tidak diaudit oleh PricewaterhouseCoopers, Malaysia

# Syarikat-syarikat subsidiari yang diperbadankan di luar Malaysia dengan rekod perakaunan disediakan dan dikekalkan dalam Ringgit Malaysia

## Syarikat-syarikat subsidiari yang diambilalih sepanjang tahun kewangan

^ Syarikat bersekutu yang dilupuskan sepanjang tahun kewangan

## nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

### 39 MAKLUMAT SEGMENT

Analisis keputusan dan jumlah aset Kumpulan yang digunakan oleh pelbagai aktiviti dan lokasi geografi Kumpulan adalah:

	Perolehan		Keuntungan/(kerugian) sebelum cukai		Jumlah aset digunakan	
	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000	2001 RM'000	2000 RM'000
	<b>Mengikut aktiviti</b>					
Kejuruteraan dan Pembinaan	<b>199,085</b>	115,613	(10,184)	(18,294)	<b>75,727</b>	92,594
Pembangunan hartanah	<b>278,537</b>	90,239	(62,333)	4,487	<b>1,724,833</b>	1,221,111
Tenaga	<b>27,397</b>	29,181	(40,835)	19,604	<b>271,716</b>	161,091
Multimedia	<b>24,132</b>	—	(2,352)	(66)	<b>34,815</b>	—
Pegangan pelaburan	—	4,929	(341,648)	94,388	<b>158,135</b>	323,073
Lain-lain	<b>3,929</b>	8,608	(48,586)	(9,210)	<b>34,428</b>	64,779
Pelaburan dalam syarikat-syarikat bersekutu:						
Media	<b>296,070</b>	412,389	(72,365)	(40,551)	<b>402,472</b>	876,386
Tenaga	<b>42,253</b>	354,313	<b>13,977</b>	120,032	—	414,171
Pembinaan	<b>32,199</b>	43,244	<b>161</b>	233	<b>473</b>	357
Pembuatan	<b>8,475</b>	15,586	(2,269)	808	<b>3,979</b>	6,283
Khidmat kewangan	<b>768,560</b>	854,038	(12,054)	2,225	<b>275,262</b>	336,603
Multimedia	—	2,607	—	117	—	3,742
	<b>1,680,637</b>	1,930,747	<b>(578,488)</b>	173,773	<b>2,981,840</b>	3,500,190
Tolak: Bahagian Kumpulan dalam perolehan syarikat-syarikat bersekutu	<b>(1,147,557)</b>	(1,682,177)	—	—	—	—
Tolak: Kos pembiayaan pelaburan dalam segmen	—	—	<b>(69,682)</b>	(92,482)	—	—
	<b>533,080</b>	248,570	<b>(648,170)</b>	81,291	<b>2,981,840</b>	3,500,190
Mengikut lokasi geografi						
Malaysia	<b>533,055</b>	248,570	(642,764)	81,496	<b>2,954,938</b>	3,479,040
Di luar Malaysia	<b>25</b>	—	(5,406)	(205)	<b>26,902</b>	21,150
	<b>533,080</b>	248,570	<b>(648,170)</b>	81,291	<b>2,981,840</b>	3,500,190

Urusniaga di atas telah dijalankan menurut syarat-syarat dan harga yang dipersetujui dalam kendalian perniagaan yang biasa.

**nota-nota kepada penyata kewangan**  
31 ogos 2001 (sambungan)

accountability

# nota-nota kepada penyata kewangan

31 ogos 2001 (sambungan)

## **40 PERISTIWA PENTING SEPANJANG TAHUN KEWANGAN**

- (a) Pada 23 Oktober 2000, Syarikat dan MR Investments (Cayman) Pte. Ltd., sebuah syarikat subsidiari milik penuh, menyelesaikan pelupusan baki kepentingan ekuiti Kumpulan dalam Malakoff Berhad kepada Malaysian Mining Corporation Berhad untuk pertimbangan tunai berjumlah RM595.3 juta.
- (b) Pada 2 November 2000, MR Enterprises Sdn. Bhd. ("MR Enterprises"), sebuah syarikat subsidiari milik penuh, menebus kesemua 104,500,000 saham keutamaan boleh tebus bernilai RM1.00 setiap satu yang dipegang oleh Teknik Janakuasa Sdn. Bhd., termasuk premium berasaskan kaedah sama rata berjumlah RM137.0 juta.
- (c) Seperti yang dilaporkan sebelum ini, pada 24 Disember 1999, Syarikat telah menyertai Skim Penyusunan Semula Hutang dengan bank-bank Syarikat dan dua buah syarikat subsidiarinya iaitu MR Investments (Cayman) Pte. Ltd. dan MRC Management (BVI) Ltd. bagi melanjutkan kemudahan kredit berjumlah kira-kira RM1,142.8 juta. Kemudahan kredit tersebut telah dikurangkan kepada RM52.0 juta sepanjang tahun kewangan ini.
- (d) Pada 25 Julai 2001, Syarikat telah menerima tawaran daripada Utama Banking Group Berhad menerusi Surat Tawaran untuk mengambilalih 22.7% kepentingan ekuiti Syarikat dalam Rashid Hussain Berhad untuk pertimbangan tunai berjumlah RM399.5 juta. Syarikat sedang membincangkan syarat-syarat Perjanjian Jual Beli, yang tertakluk kepada kelulusan Bank Negara Malaysia.

## **41 PERISTIWA PENTING SELEPAS TARikh Kunci Kira-Kira**

- (a) Pada 11 September 2001, MR Securities Sdn. Bhd., sebuah syarikat subsidiari milik penuh, menyelesaikan pengambilalihan 100% kepentingan ekuiti dalam Bintara Guard Force Security Sdn. Bhd. untuk pertimbangan tunai berjumlah RM300,000.
- (b) Seperti yang dilaporkan sebelum ini, pada 5 Oktober 2000, MRCB Property Development Sdn. Bhd. ("MPD") memeterai Perjanjian Jual Beli ("PJB") dengan Rich Focus Corporation Sdn. Bhd. ("Rich Focus") bagi pengambilalihan 90% kepentingan ekuiti dalam KGN-RFC Development Sdn. Bhd. untuk pertimbangan tunai berjumlah RM7.5 juta. MPD adalah sebuah syarikat subsidiari milik penuh Malaysian Resources Development Sdn. Bhd., yang sebaliknya merupakan syarikat subsidiari milik penuh Syarikat.

Pada 1 Disember 2001, MPD membatalkan PJB disebabkan oleh kegagalan Rich Focus memenuhi syarat penting yang telah ditetapkan.

- (c) Pada 8 Oktober 2001, Syarikat ("MRCB") dan syarikat bersekutunya, Sistem Televisyen Malaysia Berhad ("TV3"), membuat pengumuman bersama mengenai Cadangan Skim Penyusunan Semula Korporat ("Cadangan Korporat"). Secara ringkas, Cadangan Korporat melibatkan yang berikut:
  - (i) Cadangan Skim Penyusunan Semula Hutang TV3 yang melibatkan Cadangan Pengurangan Modal dan Cadangan Pengurangan Akaun Premium Saham, dan Cadangan Skim Penyusunan yang meliputi cadangan penyelesaian kepada skim pembiutang TV3 dan enam (6) syarikat subsidiarinya.
  - (ii) Cadangan Penyusunan Semula Kumpulan Penggabungan Media yang melibatkan penubuhan sebuah entiti baru ("Newco") dan seperti berikut:

**41 PERISTIWA PENTING SELEPAS TARIKH KUNCI KIRA-KIRA (sambungan)**

- Newco mengemukakan cadangan untuk mengambilalih 100% kepentingan ekuiti di dalam TV3 daripada MRCB, skim pembiutang TV3 (yang seharusnya telah menerima saham TV3 sebagai sebahagian daripada penjelasan hutang) dan pemegang saham minoriti TV3 untuk pertimbangan tunai berjumlah RM318.1 juta yang akan dipenuhi melalui penerbitan saham baru Newco;
  - MRCB mengemukakan cadangan untuk mengambilalih semua saham biasa Newco (yang belum dimiliki oleh MRCB) untuk pertimbangan berjumlah RM284.3 juta yang akan dipenuhi melalui penerbitan saham baru MRCB;
  - MRCB mengemukakan cadangan untuk memindahkan keseluruhan 43.5% kepentingan dalam The New Straits Times Press (Malaysia) Berhad (“NSTP”) kepada Newco untuk pertimbangan berjumlah RM338.2 juta yang akan dipenuhi melalui penerbitan saham baru Newco dan Stok Pinjaman Tidak Bercagar Boleh Tukar Tidak Boleh Tebus (“ICULS”) Newco;
  - MRCB mengemukakan cadangan untuk memindahkan keseluruhan pegangan sahamnya dalam dua (2) buah syarikat, iaitu MRCB Multimedia Consortium Sdn. Bhd. dan MRCB Software Vision Sdn. Bhd. (secara gabungan dikenali sebagai “Syarikat IT”) kepada Newco untuk pertimbangan tunai berjumlah RM13.5 juta;
- (iii) Cadangan Pengumpulan Dana Newco yang melibatkan langganan 77.3 juta saham biasa bernilai RM1.00 setiap satu oleh MRCB pada harga terbitan RM1.10 sesaham untuk pertimbangan tunai berjumlah RM85.0 juta, dan penerbitan RM125 juta jumlah nominal Bon (pada nilai terbitan RM87.5 juta) dengan 115 juta Waran boleh pisah pada harga terbitan RM0.10 setiap Waran oleh Newco kepada penerima;
- (iv) Cadangan pindahan status penyenaraian TV3 kepada Newco;
- (v) Cadangan penyelesaian hutang peminjam MRCB yang meliputi penerbitan Stok Pinjaman Bercagar Boleh Tebus;
- (vi) Cadangan Pengasingan MRCB dan Newco;
- (vii) Cadangan Pilihan Letak dan Panggilan saham Newco antara Realmild (M) Sdn Bhd, pemegang saham utama langsung MRCB serta pemegang saham utama tidak langsung NSTP dan TV3, dan skim pembiutang TV3;
- (viii) Cadangan Tawaran Terhad bagi Jualan sebanyak RM10.25 juta nilai nominal ICULS Newco dan 10.25 juta Waran kepada pemegang saham minoriti TV3, dan RM99.6 juta jumlah nominal ICULS Newco kepada semua pemegang saham Newco selain daripada pemegang saham minoriti TV3.

Cadangan Korporat tersebut tertakluk kepada kelulusan/pembatalan, yang mungkin dibuat oleh pemegang-pemegang saham MRCB, TV3 dan Syarikat IT, pemberi pinjaman MRCB, skim pembiutang TV3, Mahkamah Tinggi Malaya dan pihak berkuasa berkenaan lain.

Profitune Sdn. Bhd. (“Profitune”), sebuah syarikat subsidiari milik penuh Syarikat, telah dikenalpasti sebagai syarikat Newco yang dirujuk di atas.

Selaras dengan Cadangan Korporat, Syarikat dan Profitune telah memeterai Perjanjian Jualan Saham dan Perjanjian Langganan Saham, masing-masing berhubung pelupusan keseluruhan 43.5% kepentingan ekuiti Syarikat dalam NSTP dan langganan sebanyak 77.3 juta saham baru Profitune.

**41 PERISTIWA PENTING SELEPAS TARikh KUNCI KIRA-KIRA (sambungan)**

- (d) Pada 19 November 2001, Syarikat telah mengumumkan bahawa Seri Ipoh-Lumut Expressway Sdn. Bhd. ("SILEX"), sebuah syarikat subsidiari 70% milik Malaysian Resources Development Sdn. Bhd. yang sebaliknya merupakan syarikat subsidiari milik penuh Syarikat, telah dimaklumkan oleh Kementerian Kerja Raya bahawa SILEX tidak akan diberikan lanjutan masa bagi Perjanjian Konsesi Lebuhraya Ipoh-Lumut ("Lebuhraya") daripada syarat-syarat yang sedia ada.

Syarikat telah menyerahkan beberapa kertas cadangan kepada Kerajaan untuk mengatur semula struktur Lebuhraya tersebut dan sedang menunggu kelulusan.

- (e) Pada 23 November 2001, Syarikat memeterai Perjanjian Jual Beli dengan Tenaga Nasional Berhad bagi pelupusan keseluruhan 70% kepentingan ekuiti Syarikat dalam Sepang Power Sdn. Bhd. untuk pertimbangan tunai berjumlah RM115.0 juta. Pelupusan tersebut adalah tertakluk kepada kelulusan daripada pihak yang berkenaan.

**42 PERBANDINGAN**

Angka-angka perbandingan telah diubah atau ditambah supaya selaras dengan perubahan dalam pembentangan disebabkan oleh keperluan Piawaian 16 MASB yang baru 'Laporan Kewangan bagi Kepentingan dalam Usahasama' yang telah digunakan secara retrospektif. Angka-angka perbandingan tersebut juga ditambah untuk mematuhi keperluan penyataan tambahan selaras dengan Piawaian MASB tambahan yang berkenaan bagi tahun kewangan berakhir 31 Ogos 2001.

Kecuali Piawaian 16 MASB (lihat Nota 34), tiada perubahan dalam dasar-dasar perakaunan yang menjelaskan keuntungan bersih bagi tahun kewangan disebabkan oleh penggunaan piawaian yang tersebut di atas dalam penyata kewangan kerana Kumpulan telah mengikuti prinsip-prinsip pengiktirafan dan pengukuran dalam piawaian-piawaian tersebut.

## analisis pegangan saham

pada 31 disember 2001

Modal Saham Dibenarkan	:	2,000,000,000
Modal Saham Berbayar	:	976,549,499
Jenis Saham	:	Saham Biasa bernilai RM1.00 setiap satu
Bil Pemegang Saham	:	65,945
Hak Mengundi	:	Satu undi untuk setiap saham

Saiz Pegangan Saham	Bil Pemegang Saham	Peratusan Pemegang Saham (%)	Bil Saham Dipegang	Peratusan Modal Saham (%)
Kurang dari 1,000	5,278	8.00	1,289,833	0.13
1,001 - 10,000	53,150	80.60	169,177,313	17.32
10,001 - 100,000	6,964	10.56	194,494,876	19.92
100,001 - Kurang dari 5% saham yang diterbitkan	551	0.84	265,103,811	27.15
Lebih dari 5% saham yang diterbitkan	2	0.00	346,483,666	35.48
Jumlah	65,945	100	976,549,499	100

## PEMEGANG SAHAM YANG UTAMA

Nama	Bil Saham Dipegang	Peratusan Modal Saham (%)
Realmild (M) Sdn Bhd	244,857,156	25.07
Y. Bhg. Dato' Seri Abdul Rahman Maidin	244,857,156*	25.07
Lembaga Kumpulan Wang Simpanan Pekerja	117,548,333	12.04

\* dipegang melalui Realmild (M) Sdn. Bhd.

## SAHAM YANG DIPEGANG OLEH PENGARAH

Nama	Kepentingan Langsung		Kepentingan Tidak Langsung	
	Bil Saham Dipegang	Peratusan Modal Saham (%)	Bil Saham Dipegang	Peratusan Modal Saham (%)
Y. Bhg. Dato' Seri Abdul Rahman Maidin	—	—	244,857,156*	25.07

\* dipegang melalui Realmild (M) Sdn. Bhd.

analisis pegangan saham  
pada 31 disember 2001

global

# 30 pemegang saham terbesar

pada 31 disember 2001

ຮູບພາບໂຄງ

<b>Nama Pemegang Saham</b>	<b>Bil Saham Dipegang</b>	<b>Peratusan Modal Saham</b>
1 RHB MERCHANT NOMINEES (TEMPATAN) SDN BHD < PLEDGED SECURITIES ACCOUNT FOR REALMILD (M) SDN BHD >	233,333,333	23.89
2 EMPLOYEES PROVIDENT FUND BOARD	113,150,333	11.59
3 CARTABAN NOMINEES (ASING) SDN BHD < SSBT FUND IG03 FOR MCBT GLOBAL EMERGING MARKETS>	14,450,000	1.48
4 MALAYSIA NOMINEES (TEMPATAN) SENDIRIAN BERHAD < GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (MLF) >	11,776,000	1.21
5 REALMILD (M) SDN BHD	11,523,823	1.18
6 KHAZANAH NASIONAL BERHAD	4,859,000	0.50
7 TAN SIEW BOOY	4,540,000	0.46
8 CEMPAKA ERAT SDN BHD	3,400,000	0.35
9 HSBC NOMINEES (ASING) SDN BHD < CHASE MANHATTAN BANK (IRELAND) PLC FOR INVESCO GT ASEAN FUND >	3,288,000	0.34
10 TASEC NOMINEES (ASING) SDN BHD < TA SECURITIES (HK) LTD FOR GOLDCAPE INTERNATIONAL LIMITED >	3,108,000	0.32
11 AMANAH RAYA NOMINEES (TEMPATAN) SDN BHD < KUALA LUMPUR GROWTH FUND >	3,009,000	0.31
12 MAYBAN NOMINEES (TEMPATAN) SDN BHD < MAYBAN TRUSTEES BERHAD FOR RHB DYNAMIC FUND (N14011200188) >	3,000,333	0.31
13 KAF NOMINEES (TEMPATAN) SDN BHD < DBS VICKERS SECS (S) PTE LTD FOR CHOY WEE CHIAP >	3,000,000	0.31
14 UNIVERSAL TRUSTEE (MALAYSIA) BERHAD < BHLB PACIFIC HIGH GROWTH FUND >	2,939,333	0.30
15 MAYBAN NOMINEES (TEMPATAN) SDN BHD < MAYBAN TRUSTEES BERHAD FOR KUALA LUMPUR ITTIKAL FUND (N14011970240) >	2,827,000	0.29
16 AMANAH RAYA NOMINEES (TEMPATAN) SDN BHD < KUALA LUMPUR SAVINGS FUND >	2,350,000	0.24
17 AMANAH RAYA BERHAD < TABUNG ITTIKAL ARAB-MALAYSIAN >	2,315,000	0.24
18 CITICORP NOMINEES (ASING) SDN BHD < TNTC FOR MARTIN CURRIE PACIFIC TRUST PLC >	2,200,000	0.23
19 MALAYSIA NOMINEES (TEMPATAN) SENDIRIAN BERHAD < PLEDGED SECURITIES ACCOUNT FOR GOOI SEONG GUM (10-00040-000) >	2,155,000	0.22
20 AM NOMINEES (TEMPATAN) SDN BHD < EMPLOYEES PROVIDENT FUND BOARD (A/C 1) >	2,148,000	0.22
21 CARTABAN NOMINEES (ASING) SDN BHD < CREDIT SUISSE SINGAPORE FOR KOSIPETTO MANAGEMENT LIMITED (120204) >	2,073,334	0.21
22 MAYBAN NOMINEES (TEMPATAN) SDN BHD < MAYBAN TRUSTEES BERHAD FOR RHB CAPITAL FUND (N14011200189) >	2,000,000	0.20

**30 pemegang saham terbesar**

pada 31 Disember 2001 (sambungan)

<b>Nama Pemegang Saham</b>	<b>Bil Saham Dipegang</b>	<b>Peratusan Modal Saham</b>
23 RHB NOMINEES (TEMPATAN) SDN BHD < RASHID HUSSAIN ASSET MANAGEMENT SDN BHD FOR KUMPULAN WANG SIMPANAN PEKERJA >	2,000,000	0.20
24 CITICORP NOMINEES (TEMPATAN) SDN BHD < PRUDENTIAL ASSURANCE MALAYSIA BERHAD (PAR FUND) >	1,874,000	0.19
25 HSBC NOMINEES (ASING) SDN BHD < JPMCB FOR ISHARES.INC >	1,830,000	0.19
26 HSBC NOMINEES (ASING) SDN BHD < SEB STOCKHOLM FOR WASA OMSESIDIGT >	1,800,000	0.18
27 THE CENTRAL DEPOSITORY (PTE) LIMITED	1,720,830	0.18
28 HDM NOMINEES (ASING) SDN BHD < OUB SECURITIES PTE LTD FOR ALLPLUS HOLDINGS PTE LTD >	1,700,000	0.17
29 HSBC NOMINEES (TEMPATAN) SDN BHD < HSBC (MALAYSIA) TRUSTEE BERHAD FOR AMANAH SAHAM SARAWAK >	1,700,000	0.17
30 THONG & KAY HIAN NOMINEES (ASING) SDN BHD < OUB KAY HIAN PTE LTD FOR K.I.P. INVESTMENTS HOLDINGS LIMITED >	1,650,000	0.17
<b>JUMLAH</b>	<b>447,720,319</b>	<b>45.85</b>

**30 pemegang saham terbesar**  
pada 31 Disember 2001 (sambungan)

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# hartanah kumpulan

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Keterangan/ kegunaan sekarang	Lokasi	Luas kawasan	Nilai buku bersih pada 31.8.2001 (RM'000)	Tarikh/ tahun bagi penilaian semula/peng- ambilalihan	Anggaran usia		
					Hak milik	bangunan	Gadaian
Resource Complex - bangunan perindustrian/ kilang dan gudang berpangsa 6 tingkat	33, Jalan Segambut Atas, Segambut, 51200 Kuala Lumpur, Wilayah Persekutuan.	72,098 meter persegi	47,746	1989	Pegangan pajakan 66 tahun luput pada 2.2.2044	16 tahun	TIADA
Resource Industrial Centre - kilang perindustrian/ institusi pendidikan 6 tingkat	10, Jalan 1/137-B, Jalan Kelang Lama, 58100 Kuala Lumpur, Wilayah Persekutuan.	5,037 meter persegi	3,255	1989	Pegangan pajakan 99 tahun luput pada 29.3.2065	17 tahun	TIADA
Tapak bagi cadangan pembangunan perumahan campuran	PT 6748 (sebahagian) dan 6754, Mukim Kajang, Daerah Hulu Langat, Selangor Darul Ehsan.	8.51 hektar	27,461	1987	Pegangan bebas	-	TIADA
Tapak bagi cadangan pembangunan perumahan campuran	Lot 6061 (sebahagian) dan 69 (sebahagian), Mukim Ulu Kelang, Daerah Gombak, Selangor Darul Ehsan.	7.06 hektar	13,400	1989	Pegangan bebas	-	YA
Tapak bagi cadangan pembangunan condominium	Pajakan Negeri No. 015146120, Perbandaran dan Daerah Kota Kinabalu, Sabah.	1.10 hektar	472	1989	Pegangan pajakan 999 tahun luput pada 4.7.2918	-	TIADA
Tapak bagi cadangan pembangunan perindustrian	Lot 10836 hingga 10868, 10870 hingga 10981, 10984 hingga 11015, Mukim Rantau, Daerah Seremban, Negeri Sembilan Darul Khusus.	5.20 hektar	4,033	1.4.1984	Pegangan bebas	-	TIADA
Tapak bagi cadangan pembangunan komersil campuran	H.S. (D) 79956 P.T. No. 12, Seksyen 14, Bandar Shah Alam, Selangor Darul Ehsan.	1.21 hektar	15,311	1992	Pegangan pajakan 99 tahun luput pada 15.9.2092	-	YA

Keterangan/ kegunaan sekarang	Lokasi	Luas kawasan	Nilai buku bersih pada 31.8.2001 (RM'000)	Tarikh/ tahun bagi penilaian semula/peng- ambilalihan	Hak milik	Anggaran usia bangunan	Gadaian
Plaza Alam Sentral - Kompleks membeli-belah 7 tingkat	H.S. (D) 79956 P.T. No. 12, Seksyen 14, Bandar Shah Alam, Selangor Darul Ehsan.	68,233 meter persegi	135,383	1992	Pegangan pajakan 99 tahun luput pada 15.9.2092	2 tahun	YA
Menara MRCB - blok pejabat 23 tingkat	H.S. (D) 79956 P.T. No. 12, Seksyen 14, Bandar Shah Alam, Selangor Darul Ehsan.	25,641 meter persegi	56,824	1992	Pegangan pajakan 99 tahun luput pada 15.9.2092	2 tahun	YA
Lot kedai/pejabat 4 tingkat	63, Jalan SS 25/2, Taman Bukit Emas, Petaling Jaya, Selangor Darul Ehsan.	612 meter persegi	383	13.1.1991	Pegangan bebas	9 tahun	TIADA
Plaza Sentral - Suite Pejabat Korporat	CS/3B/11-3 dan CS/3A/11, Lot 16, Seksyen 70, Mukim Kuala Lumpur, Wilayah Persekutuan.	956 meter persegi	5,092	27.6.1997	Pegangan bebas	1 tahun	YA
Tapak perindustrian dengan bangunan kilang	Lot 49 & 50, Taman Perindustrian Integrasi Rawang, 48000 Rawang, Selangor Darul Ehsan.	3.41 hektar	15,209	15.10.1994	Pegangan bebas	7 tahun	YA
Pejabat perniagaan	Aras 22, No 1, Jalan 2/106, Bandar Tun Razak, 56000 Kuala Lumpur, Wilayah Persekutuan.	1,812 meter persegi	4,011	21.8.1995	Pegangan pajakan 99 tahun luput pada 22.7.2090	4 tahun	YA
Tapak dan bangunan kilang	Lot A, Taman Perindustrian Selangor, Batu 13, Jalan Klang, 47100 Puchong, Selangor Darul Ehsan.	6.07 hektar	16,000	10.4.2000	Pegangan pajakan 99 tahun luput pada 8.2.2090	11 tahun	YA

## hartanah kumpulan (sambungan)

Keterangan/ kegunaan sekarang	Lokasi	Luas kawasan	Nilai buku bersih pada 31.8.2001 (RM'000)	Tarikh/ tahun bagi penilaian semula/peng- ambilalihan	Anggaran usia		
					Hak milik	bangunan	Gadaian
Bangunan komersil dan harta yang terletak di sekeliling stesen keretapi pusat Kuala Lumpur	Lot 12, 16, 19, Sek. 70, Lot 203 and 238, Sek. 72, Mukim Bandar Kuala Lumpur, Daerah Kuala Lumpur, Jalan Damansara Kuala Lumpur, Wilayah Persekutuan.	20.45 hektar	752,773	10.3.1999	Pegangan bebas	-	YA
Kedai/pejabat 3 tingkat	10, Jalan 7/155, Taman Perniagaan Integrasi Bukit Jalil, Selangor Darul Ehsan.	461 meter persegi	541	23.12.1994	Pegangan bebas	6 tahun	YA
Bangunan perindustrian ringan 1 1/2 tingkat	No. Plot 5A, Perusahaan Ringan, Tingkat 1 1/2 , Kawasan Industri Ringan Perai 4, Lot No. 1839, Suratan Hakmilik Sementara No. H.S. (M) 355, Mukim 12, Seberang Perai Tengah.	429 meter persegi	597	1.8.1999	Pegangan bebas	3 tahun	YA
Kedai, pejabat & pangsapuri 4 tingkat	26-1 & 28-1, Jalan PJS 5/4, Taman Desaria, 46000 Petaling Jaya, Selangor Darul Ehsan.	312 meter persegi	208	16.4.1993	Pegangan pajakan 99 tahun luput pada 12.9.2090	8 tahun	YA
Tapak perindustrian	Plot No. 143 & 145, Taman Industri Rawang, 48000 Rawang, Selangor Darul Ehsan.	18,214 meter persegi	6,269	2.12.1997	Pegangan bebas	-	YA
Kilang berangkai 1 1/2 tingkat	23, 25 and 27, Jalan Anggerik Mokara, 31/51, Kota Kemuning, Seksyen 31, 40460 Shah Alam, Selangor Darul Ehsan.	1,086 meter persegi	1,091	10.4.1999	Pegangan bebas	3 tahun	YA

Keterangan/ kegunaan sekarang	Lokasi	Luas kawasan	Nilai buku bersih pada 31.8.2001 (RM'000)	Tarikh/ tahun bagi penilaian semula/peng- ambilalihan	Hak milik	Anggaran usia bangunan	Gadaian
Tapak perindustrian kosong	Lot no. IL-1946, Bukit Beruntung, Mukim Serendah, Daerah Hulu Selangor, P.T. No. 1939, H.S.D. No. 8651, Selangor Darul Ehsan.	5,913 meter persegi	1,031	22.6.1999	Pegangan bebas	-	TIADA
Kedai pejabat 4 tingkat	Lot Kecil No. 4, 5 & 6, H.S.(D) 49729, Lot PT 33487, Taman Kajang Utama, Mukim Kajang, Dearah Ulu Langat, Selangor Darul Ehsan.	1,485 meter persegi	1,405	28.12.1999	Pegangan bebas	2 tahun	TIADA

# proxy form

**Before completing this form, please refer to the notes below**

I/We \_\_\_\_\_  
 of \_\_\_\_\_  
 being a member/members of Malaysian Resource Corporation Berhad, hereby appoint\* the Chairman of the meeting  
 or \_\_\_\_\_  
 of \_\_\_\_\_  
 or failing whom \_\_\_\_\_  
 of \_\_\_\_\_

as my/our proxy to attend and vote for me/us and on my/our behalf at the Thirty-first Annual General Meeting of the Company to be held on Tuesday, 26 February 2002 at 3.00 p.m. and at any adjournment thereof.

My/our proxy is to vote on the Resolutions as indicated by an "X" in the appropriate spaces below. If this form is returned without any indication as to how the proxy shall vote, the proxy shall vote or abstain as he/she thinks fit.

NO.	RESOLUTION	FOR	AGAINST
1	To receive and adopt the Statutory Statements and Reports		
2	To re-elect the following Director pursuant to Article 95: Y. Bhg. Datuk Zahari Omar		
3	To re-elect the following Directors pursuant to Article 100: YAM. Dato' Seri Syed Anwar Jamalullail		
4	Encik Abdul Rahman Ahmad		
5	Encik Shahril Ridza Ridzuan		
6	To approve the Director's Fees of RM20,000 for the financial year ended 31 August 2001		
7	To re-appoint Messrs. PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration		
8	To pass the ordinary resolution pursuant to Section 132D of the Companies Act, 1965		
9	To approve the amendments to the Articles of Association		
10	To pass the ordinary resolution to give the Company an option to issue its Annual Report 2002 either in hard copy format or in CD-Rom format		

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2002

Number of Shares Held

Signature of Shareholder

\* Delete if not applicable

**NOTES:**

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies (or in the case of a corporation, to appoint a representative) to attend and vote in his stead. A proxy need not be a member of the Company.
2. The Proxy Form must be signed by the appointor or his attorney duly authorised in writing. In the case of a corporation, it shall be executed under its Common Seal or signed by its attorney duly authorised in writing or by an officer on behalf of the corporation.
3. The instrument appointing the proxy must be deposited at the Registrar, Malaysian Share Registration Services Sdn Bhd, 7th Floor, Exchange Square, Bukit Kewangan, 50200 Kuala Lumpur, MALAYSIA, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

FOLD HERE

STAMP

**MALAYSIAN RESOURCES CORPORATION BERHAD**  
c/o The Registrar  
Malaysian Share Registration Services Sdn Bhd  
7th Floor, Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur

FOLD HERE

**borang proksi****Sila lihat nota-nota di bawah sebelum mengisi borang ini**

Saya/Kami \_\_\_\_\_  
 yang beralamat di \_\_\_\_\_  
 sebagai ahli/ahli-ahli Malaysian Resources Corporation Berhad, dengan ini melantik\* Pengerusi Mesyuarat  
 atau \_\_\_\_\_  
 yang beralamat di \_\_\_\_\_  
 atau sebagai pengantinya \_\_\_\_\_  
 yang beralamat di \_\_\_\_\_  
 sebagai proksi saya/kami untuk menghadiri dan mengundi bagi pihak saya/kami di Mesyuarat Agung Tahunan Syarikat Ke-Tiga Puluh Satu yang akan diadakan pada hari Selasa, 26 Februari 2002, jam 3.00 petang dan pada sebarang penangguhannya.

Proksi saya/kami hendaklah mengundi untuk resolusi-resolusi yang telah ditentukan dengan tanda "X" di ruang yang berkenaan di bawah ini. Sekiranya borang ini dikembalikan tanpa apa-apa penentuan mengenai cara pengundian, proksi akan mengambil tindakan yang sewajarnya untuk mengundi ataupun tidak.

NO.	RESOLUSI	MENYOKONG	MENENTANG
1	Menerima dan meluluskan Penyata Kewangan Berkanun Syarikat dan Laporan-Laporan		
2	Melantik semula Pengarah berikut menurut Artikel 95: Y. Bhg. Datuk Zahari Omar		
3	Melantik semula Pengarah-Pengarah berikut menurut Artikel 100: YAM. Dato' Seri Syed Anwar Jamalullail		
4	Encik Abdul Rahman Ahmad		
5	Encik Shahril Ridza Ridzuan		
6	Meluluskan yuran Pengarah-Pengarah sebanyak RM20,000 bagi tahun kewangan berakhir 31 Ogos 2001		
7	Melantik semula Tetuan PricewaterhouseCoopers sebagai Juruaudit Syarikat dan memberi kuasa kepada Pengarah-Pengarah untuk menetapkan bayaran mereka		
8	Meluluskan resolusi biasa menurut Seksyen 132D Akta Syarikat, 1965		
9	Meluluskan resolusi khas bagi mengubah Tataurusan Syarikat		
10	Meluluskan resolusi biasa bagi menerbitkan Laporan Tahunan 2002 sama ada dalam format bercetak ataupun CD-Rom		

Bertarikh \_\_\_\_\_ hb. \_\_\_\_\_, 2002

Bilangan Saham Dipegang

Tandatangan Pemegang Saham

\* Potong yang mana tidak perlu

**NOTA-NOTA:**

- Setiap ahli Syarikat ini yang berhak menghadiri dan mengundi di mesyuarat ini, berhak melantik seorang proksi atau lebih (atau melantik seorang wakil, bagi syarikat yang diperbadankan) untuk menghadiri dan mengundi bagi pihaknya. Setiap proksi tidak semestinya seorang ahli Syarikat ini.
- Borang Proksi mestilah ditandatangani oleh orang yang melantiknya atau wakilnya yang diberi kuasa secara bertulis. Bagi syarikat yang diperbadankan, ianya hendaklah dilaksanakan dengan menggunakan Cop Mohor syarikat atau ditandatangani oleh wakilnya yang diberi kuasa secara bertulis atau oleh pegawainya, bagi pihak syarikat tersebut.
- Alat perlantikan seorang proksi hendaklah dihantar ke Pendaftar, Malaysian Share Registration Services Sdn Bhd, Tingkat 7, Exchange Square, Bukit Kewangan, 50200 Kuala Lumpur, MALAYSIA, tidak kurang dari 48 jam sebelum waktu yang ditetapkan bagi mesyuarat tersebut atau sebarang penangguhannya.

LIPAT DI SINI

SETEM

reputation

**MALAYSIAN RESOURCES CORPORATION BERHAD**  
d/a Pendaftar  
Malaysian Share Registration Services Sdn Bhd  
Tingkat 7, Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur

LIPAT DI SINI