

Laporan Tahunan 2003 Annual Report



PETRONAS GAS BERHAD
(101671-H)

Corporate Mission

We are a business entity

Gas is our core business.

Our primary responsibility is to add
value to this natural resource.

MISI KORPORAT

Kami adalah sebuah entiti perniagaan.

Gas adalah perniagaan asas kami.

Tanggungjawab utama kami ialah

untuk menambah nilai ke atas sumber semulajadi ini.

Cover

With its corporate philosophy of improving the quality of life for the present and future generations of the local communities where it operates, PETRONAS Gas Berhad engages itself in corporate programmes to create employment and preserve the environment while progressing in its business operations and development.

The cover depicts total involvement of PETRONAS Gas Berhad in the never ending progression of balanced development against preservation of nature, taking on a fresh look of plant facilities in a unique illustration set against a brilliant white background, symbolising purity and cleanliness, illustrating the Company's desire to strike a balance between local environmental needs, in economic resources and social responsibilities. The semi-hemispheric coloured arcs spell Environmental Concerns, Global Preservation of Resources and the Ecosystem.

Kulit

Melalui falsafah korporatnya memperbaiki kualiti kehidupan generasi sekarang dan akan datang bagi masyarakat setempat di mana ia beroperasi, PETRONAS Gas Berhad telah melibatkan dirinya dalam program-program korporat bagi mewujudkan pekerjaan sambil memelihara alam sekitar tetapi masih bergerak ke hadapan dalam pembangunan perniagaan dan operasinya.

Muka depan menggambarkan penglibatan menyeluruh PETRONAS Gas Berhad dalam usaha berterusannya mengimbangkan kemajuan Syarikat berdasarkan pemuliharaan alam sekitar, memperlihatkan kemudahan loji dengan pandangan baru melalui ilustrasi yang unik, berlatarbelakangkan warna putih yang terang, untuk memberi simbol kebersihan dan kesucian, bagi menggambarkan hasrat Syarikat untuk mengimbangkan keperluan alam sekitar tempatan, dalam sumber ekonomi dan tanggungjawab sosialnya. Separa-hemisfera yang diwakili lengkungan-lengkungan berteraskan gred warna itu cuba menerangkan Kepentingan Alam Sekitar, Pemuliharaan Sumber-Sumber secara Global dan Ekosistem.

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Corporate Profile

PETRONAS Gas Berhad (PGB) was incorporated as a private limited company on 23 May 1983 under the Companies Act, 1965 of Malaysia and converted to a public limited company on 28 March 1995. PGB is the gas processing and transmission company of PETRONAS, the national oil company which holds 60.63 % equity . PGB was listed on the Main Board of the Kuala Lumpur Stock Exchange on 4 September 1995.

In addition to gas processing and transmission, PGB's activities have now included supply of industrial utilities such as steam, electricity, oxygen, nitrogen, compressed air, demineralised water and waste water treatment to the petrochemical complexes in the Kertih-Gebeng industrial zone with the full completion of the Centralised Utility Facilities (CUF).

The company operates six Gas Processing Plants (GPP) which process natural gas feed from the fields offshore the East Coast of Peninsular Malaysia. Four of these plants are located in Kertih and two in Paka, Terengganu. The plants have a combined sales gas production capacity of 2,000 million standard cubic feet per day (mmscfd).

The sales gas produced is transmitted via 2,383 km Peninsular Gas Utilisation (PGU) pipelines to end-users in the power, industrial and commercial sectors.

Profil Korporat

PETRONAS Gas Berhad (PGB) ditubuhkan sebagai sebuah syarikat sendirian berhad pada 23 Mei 1983 di bawah Akta Syarikat 1965 dan kemudian ditukar menjadi sebuah syarikat awam berhad pada 28 Mac 1995. PGB merupakan syarikat pemprosesan dan penyaluran gas milik PETRONAS, di mana syarikat minyak negara memiliki 60.63 % kepentingan dalam PGB. PGB disenaraikan di Papan Utama Bursa Saham Kuala Lumpur pada 4 September 1995.

Sebagai tambahan kepada pemprosesan dan penyaluran gas, aktiviti PGB kini meliputi pembekalan utiliti-utiliti industri seperti stim, tenaga elektrik, oksigen, nitrogen, udara termampat, air ternyahmineral dan rawatan sisa air ke kompleks-komplek petrokimia di kawasan zon industri Kertih-Gebeng dengan siap sepenuhnya Kemudahan Utiliti Berpusat .

Syarikat mengendalikan enam Loji Memproses Gas yang memproses gas asli dari lapangan di Pantai Timur Semenanjung Malaysia. Empat daripada loji-loji ini terletak di Kertih dan dua di Paka, Terengganu. Loji-loji ini mempunyai jumlah keseluruhan keupayaan memproses gas jualan sebanyak 2,000 juta kaki padu standard sehari (jkpss).

Gas jualan disalurkan melalui saluran paip gas Penggunaan Gas Semenanjung sepanjang 2,383 km kepada pelanggan-pelanggan di sektor tenaga, industri dan komersil.

Notice Of Annual General Meeting

NOTICE BE AND IS HEREBY GIVEN THAT THE TWENTIETH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT EMERALD ROOM, LEVEL ONE, MANDARIN ORIENTAL KUALA LUMPUR, KUALA LUMPUR CITY CENTRE, 50088 KUALA LUMPUR, ON MONDAY, 21 JULY 2003 AT 10.00 A.M. TO CONSIDER THE FOLLOWING MATTERS:-

Agenda

1. To receive the Audited Financial Statements for the year ended 31 March 2003 together with the Reports of the Directors and Auditors thereon.
(Resolution 1)
2. To approve the payment of final dividend of 10% – tax exempt per ordinary share in respect of the year ended 31 March 2003.
(Resolution 2)
3. To approve the payment of special dividend of 10% – tax exempt per ordinary share in respect of the year ended 31 March 2003.
(Resolution 3)
4. To re-elect the following Directors pursuant to:-
 - (i) Article 93 of the Company's Articles of Association:-
 - (a) Tan Sri Dato' Mohd Hassan bin Marican
(Resolution 4)
 - (b) Muri bin Muhammad
(Resolution 5)
 - (c) Chew Kong Seng
(Resolution 6)
 - (ii) Article 96 of the Company's Articles of Association:-
 - (a) Abdul Rahim bin Hashim
(Resolution 7)
 - (b) Wan Zulkiflee bin Wan Ariffin
(Resolution 8)
5. To approve the Directors' fees in respect of the year ended 31 March 2003.
(Resolution 9)
6. To re-appoint Messrs. KPMG Desa Megat & Co. as Auditors of the Company and to authorise the Directors to fix their remuneration.
(Resolution 10)
7. To transact any other ordinary business for which due notice has been given.
(Resolution 11)

Closure Of Books

NOTICE IS ALSO HEREBY GIVEN THAT the Register of Members will be closed on 28 July 2003 to determine shareholders entitlement to the dividend payment. The final dividend of 10% – tax exempt per ordinary share and special dividend of 10% – tax exempt per ordinary share, if approved, will be payable on 14 August 2003 to depositors registered in the Records of Depositors at the close of business on 28 July 2003.

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

- (a) Shares transferred into the Depositor's Securities Account before 4.00 p.m. on 28 July 2003 in respect of ordinary transfers; and
- (b) Shares bought on The Kuala Lumpur Stock Exchange on a cum entitlement basis according to the Rules of the Kuala Lumpur Stock Exchange.

By Order of the Board

Basharuddin Bin Saad (MIA 3475)
Mahadi bin Abdullah (LS 006755)
Company Secretaries

Kuala Lumpur
27 June 2003

Notes:

1. A member of the Company who is entitled to attend and vote at the meeting is entitled to appoint more than two proxies to attend and vote in his stead and he shall specify the proportion of his shareholdings to be represented by each proxy. A proxy may but need not be a member of the Company, an advocate, an approved company auditor, or a person approved by the Registrar, and shall be entitled to vote on a show of hands on any question at any General Meeting.
2. In the case of a corporate member, the instrument appointing a proxy shall be in writing under the hand of the appointer or if the member is a corporation either under seal or under the hand of an officer or attorney duly authorised by resolution of its directors or other governing body authorise such person as it think fit to act as its representative at any meeting of the Company, and the person so authorised shall be entitled to exercise the same power on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the Company.
3. The instrument appointing a proxy, together with the power of attorney or other authority (if any) shall be deposited at the office of the Company's Share Registrar, Malaysian Share Registration Sdn Bhd, Tingkat 7, Exchange Square, Bukit Kewangan, 50200 Kuala Lumpur at least 48 hours before the meeting or, if the meeting is adjourned at least 48 hours before the time fixed for the adjourned meeting.

Notis Mesyuarat Agung Tahunan

DENGAN INI DIMAKLUMKAN BAHAWA MESYUARAT AGUNG TAHUNAN SYARIKAT YANG KEDUA PULUH AKAN DIADAKAN DI BILIK EMERALD, ARAS SATU, MANDARIN ORIENTAL KUALA LUMPUR, KUALA LUMPUR CITY CENTRE, 50088 KUALA LUMPUR PADA HARI ISNIN, 21 JULAI 2003 JAM 10.00 PAGI UNTUK MENGURUSKAN PERKARA-PERKARA BERIKUT:-

Agenda

1. Untuk menerima dan meluluskan Akaun yang telah diaudit bagi tahun berakhir 31 Mac 2003 bersama-sama dengan Laporan Pengarah dan Juruaudit yang berikut.
(Resolusi 1)
2. Untuk meluluskan pembayaran dividen akhir sebanyak 10% – dikecualikan cukai setiap saham biasa bagi tahun berakhir 31 Mac 2003.
(Resolusi 2)
3. Untuk meluluskan pembayaran dividen khas sebanyak 10% – dikecualikan cukai setiap saham biasa bagi tahun berakhir 31 Mac 2003.
(Resolusi 3)
4. Untuk melantik semula Pengarah-pengarah berikut menurut:-
 - (i) Artikel 93 Tataurusan Syarikat:-
 - (a) Tan Sri Dato' Mohd Hassan bin Marican
(Resolusi 4)
 - (b) Muri bin Muhammad
(Resolusi 5)
 - (c) Chew Kong Seng
(Resolusi 6)
 - (ii) Artikel 96 Tataurusan Syarikat:-
 - (a) Abdul Rahim bin Hashim
(Resolusi 7)
 - (b) Wan Zulkiflee bin Wan Ariffin
(Resolusi 8)
5. Untuk meluluskan pembayaran ganjaran Pengarah bagi tahun yang berakhir 31 Mac 2003.
(Resolusi 9)
6. Untuk melantik semula Tetuan KPMG Desa Megat & Co. sebagai Juruaudit Syarikat dan memberi kuasa kepada para Pengarah menetapkan ganjaran mereka.
(Resolusi 10)
7. Untuk menjalankan urusan biasa lain yang mana notis yang sepatutnya diberikan.
(Resolusi 11)

Penutupan Buku

NOTIS JUGA DIBERI BAHAWA Rekod Pemegang-pemegang Saham akan ditutup pada 28 Julai 2003 bagi menentukan kelayakan pemegang saham ke atas dividen. Dividen akhir sebanyak 10% – dikecualikan cukai setiap saham biasa dan dividen khas sebanyak 10% – dikecualikan cukai setiap saham biasa, jika disahkan, akan dibayar pada 14 Ogos 2003 kepada pemegang-pemegang saham berdaftar di dalam Rekod Pemegang-pemegang Saham pada tarikh penutupan perniagaan pada 28 Julai 2003.

Pemegang saham hanya berkelayakan untuk menerima dividen jika memenuhi syarat-syarat berikut:-

- (a) Saham-saham yang dipindahkan ke Akaun Sekuriti Pemegang sebelum 4.00 petang pada 28 Julai 2003 untuk pindahan biasa; dan
- (b) Saham-saham dibeli di Bursa Saham Kuala Lumpur atas dasar dengan kelayakan menurut Peraturan-peraturan Bursa Saham Kuala Lumpur.

Dengan Perintah Lembaga Pengarah

Basharuddin Bin Saad (MIA 3475)
Mahadi bin Abdullah (LS 006755)
Setiausaha-setiausaha Syarikat

Kuala Lumpur
27 Jun 2003

Nota:

1. Ahli Syarikat yang berhak untuk menghadiri dan mengundi pada mesyuarat ini dibenarkan untuk melantik lebih dari dua proksi untuk menghadiri dan mengundi bagi pihak beliau dan beliau perlu menjelaskan bahagian pegangannya yang diwakili oleh setiap proksi. Proksi boleh tetapi tidak dimestikan terdiri daripada ahli Syarikat, peguambela, juruaudit Syarikat yang diluluskan, atau orang yang dibenarkan oleh Pendaftar Syarikat dan layak untuk mengundi dengan mengangkat tangan untuk mana-mana soalan di mana-mana Mesyuarat Agung.
2. Bagi ahli korporat, suratcara perantikan proksi mestilah secara bertulis dan ditandatangani oleh pelantik sendiri atau sekiranya ahli merupakan sebuah perbadanan samada secara cop meterai atau ditandatangani oleh pegawai atau peguambela yang telah diberi kuasa oleh resolusi pengarah-pengarahnya atau badan-badan tadbir lain yang memberi kuasa kepada orang tersebut sepertimana yang difikirkan sesuai untuk bertindak sebagai wakilnya di mana-mana mesyuarat Syarikat, dan orang yang telah diberi kuasa tersebut layak untuk melaksanakan kuasa yang sama bagi pihak perbadanan yang beliau wakil sepertimana perbadanan itu boleh melaksanakan sekiranya ianya adalah ahli individu Syarikat.
3. Suratcara perantikan proksi, bersama-sama dengan kuasa peguambela atau mana-mana pihak berkuasa (jika ada) mestilah diserahkan di pejabat Pendaftar Syarikat, Malaysian Share Registration Sdn Bhd, Tingkat 7, Exchange Square, Bukit Kewangan, 50200 Kuala Lumpur sekurang-kurangnya 48 jam sebelum mesyuarat atau, sekiranya mesyuarat ditangguhkan sekurang-kurangnya 48 jam sebelum waktu mesyuarat ditangguhkan.

Statement Accompanying Notice Of Annual General Meeting

Pursuant to Paragraph 8.28(2) of the Kuala Lumpur Stock Exchange Listing Requirements appended hereunder are:-

Directors standing for re-election

Directors who are standing for re-election at the twentieth Annual General Meeting of the Company which will be held at Emerald Room, Level One, Mandarin Oriental Kuala Lumpur, Kuala Lumpur City Centre, 50088 Kuala Lumpur on Monday, 21 July 2003 at 10.00 a.m. of the Company are:-

- (a) Tan Sri Dato' Mohd Hassan bin Marican
- (b) Muri bin Muhammad
- (c) Chew Kong Seng
- (d) Abdul Rahim bin Hashim
- (e) Wan Zulkiflee bin Wan Ariffin

Details of Directors standing for re-election as in Agenda 4 of the Notice of Annual General Meeting	
(a) Tan Sri Dato' Mohd Hassan bin Marican	
Age	: 50
Nationality	: Malaysian
Qualification	: <ul style="list-style-type: none"> ● Member of the Malaysian Institute of Accountants and the Malaysian Institute of Certified Public Accountants ● Fellow of Institute of Chartered Accountants in England and Wales
Position in the Company	: Chairman (Non Independent Non Executive Director)
Number of board meetings attended during the year	: 3/4 (75%)
Working experience	: <ul style="list-style-type: none"> ● Senior Vice President Finance of PETRONAS. 1989-1994 ● President and Chief Executive Officer of PETRONAS. 1995 to present.
Directorships in other public companies	: <ul style="list-style-type: none"> ● PETRONAS Dagangan Berhad ● Malaysia International Shipping Corporation Berhad
Securities holdings in the Company	: 5,000
Family relationships with any directors and/or major shareholders of the Company	: Nil
Conflict of interest with the Company	: Nil
List of conviction for offences within the past 10 years other than traffic offences	: Nil

Details of Directors standing for re-election as in Agenda 4 of the Notice of Annual General Meeting

(b) Muri bin Muhammad

Age	:	60
Nationality	:	Malaysian
Qualification	:	<ul style="list-style-type: none"> ● Master of Science in Biological Oceanography from Dalhousie University, Canada
Position in the Company	:	Non Independent Non Executive Director
Number of board meetings attended during the year	:	3/4 (75%)
Working experience	:	<ul style="list-style-type: none"> ● Managing Director and Chief Executive Officer of: ASEAN Bintulu Fertilizer Sdn Bhd. 1988 Malaysia LNG Sdn Bhd. 1989-1998 ● Chairman from 1998-2002: Gas District Cooling group of companies PETRONAS NGV Sdn Bhd PETRONAS Gas Supply Labuan OGP Technical Services Sdn Bhd ● Vice President Gas Business PETRONAS. 1998-2002
Directorships in other public companies	:	Nil
Securities holdings in the Company	:	7,000
Family relationships with any directors and/or major shareholders of the Company	:	Nil
Conflict of interest with the Company	:	Nil
List of conviction for offences within the past 10 years other than traffic offences	:	Nil

Statement Accompanying Notice Of Annual General Meeting

Details of Directors standing for re-election as in Agenda 4 of the Notice of Annual General Meeting

(c) Chew Kong Seng

Age : 65

Nationality : Malaysian

Qualification :

- Member of the Malaysian Institute of Accountants and the Malaysian Institute of Certified Public Accountants
- Fellow of Institute of Chartered Accountants in England and Wales

Position in the Company : Independent Non Executive Director

Number of board meetings attended during the year : 4/4 (100%)

Working experience :

- Inland Revenue Department in United Kingdom
- Stoy Hayward & Co, United Kingdom. 1964-1970
- Managing Partner of Ernst & Young. Until 1996.

Directorships in other public companies :

- PETRONAS Dagangan Berhad
- Sarawak Enterprise Corporation Berhad
- Industrial Concrete Products Berhad
- Jaya Jusco Berhad
- PBA Holding Berhad

Securities holdings in the Company : Nil

Family relationships with any directors and/or major shareholders of the Company : Nil

Conflict of interest with the Company : Nil

List of conviction for offences within the past 10 years other than traffic offences : Nil

Details of Directors standing for re-election as in Agenda 4 of the Notice of Annual General Meeting	
(d) Abdul Rahim bin Hashim	
Age	: 49
Nationality	: Malaysian
Qualification	: <ul style="list-style-type: none"> ● Bachelor of Science (Electronic & Electrical) Engineering from University of Birmingham, United Kingdom ● Members of the Board of Engineers Malaysia ● Member of Institute of Engineers Malaysia ● Associate member of the American Institute of Chemical Engineers
Position in the Company	: Non Independent Non Executive Director
Number of board meetings attended during the year	: 2/2 (100%)
Working experience	: <ul style="list-style-type: none"> ● Managing Director/Chief Executive Officer, PETRONAS Penapisan (Melaka) Sdn. Bhd. and Malaysian Refining Company. 1991-1998 ● Vice President, Human Resource Management of PETRONAS. 1998-2002 ● Vice President, Gas Business of PETRONAS. 2002 to present
Directorships in other public companies	: Nil
Securities holdings in the Company	: Nil
Family relationships with any directors and/or major shareholders of the Company	: Nil
Conflict of interest with the Company	: Nil
List of conviction for offences within the past 10 years other than traffic offences	: Nil

Statement Accompanying Notice Of Annual General Meeting

Details of Directors standing for re-election as in Agenda 4 of the Notice of Annual General Meeting	
(e) Wan Zulkiflee bin Wan Ariffin	
Age	: 42
Nationality	: Malaysian
Qualification	: <ul style="list-style-type: none"> ● Bachelor of Engineering (Chemical) Adelaide University, Australia ● Associate Member Institute of Chemical Engineers UK
Position in the Company	: Managing Director/ Chief Executive Officer (Executive Director)
Number of board meetings attended during the year	: N/A (Appointed on 1 June 2003)
Working experience	: <ul style="list-style-type: none"> ● November 2001 – May 2003 General Manager, Strategy & Business Development Unit, PETRONAS ● October 2000 – November 2001 General Manager, Project Management Division (International) OGP Technical Services Sdn Bhd ● June 1997 – September 2000 Senior Manager (Downstream Business)/ Executive Assistant to the President, Office of the President, PETRONAS ● June 1993 – June 1997 Project Manager, Gas Processing Plants No. 5 and 6, Petronas Gas Berhad ● January 1988 – June 1993 Project Engineering Manager, Engineering Department Gas Processing Plants 2 and 3 at Kerteh Petronas Gas Berhad ● November 1984 – December 1987 Section Head of Process Technology, Gas Processing Plant Kerteh Petronas Gas Berhad ● April 1983 – November 1984 Process Engineer Gas Processing Plant No. 1 and Export Terminal Project Petronas Gas Berhad
Directorships in other public companies	: Nil
Securities holdings in the Company	: 2,000
Family relationships with any directors and/or major shareholders of the Company	: Nil
Conflict of interest with the Company	: Nil
List of conviction for offences within the past 10 years other than traffic offences	: Nil

Penyata Mengiringi Notis Mesyuarat Agung Tahunan

Menurut Perenggan 8.28(2) Keperluan Penyenaiaan Bursa Saham Kuala Lumpur berikut disertakan:-

- (a) Tan Sri Dato' Mohd Hassan bin Marican
- (b) Muri bin Muhammad
- (c) Chew Kong Seng
- (d) Abdul Rahim bin Hashim
- (e) Wan Zulkiflee bin Wan Ariffin

Para Pengarah Yang Akan Dilantik Semula

Para Pengarah yang akan dilantik semula pada Mesyuarat Agung Tahunan Syarikat yang Kedua Puluh yang akan diadakan di Bilik Emerald, Aras 1, Mandarin Oriental Kuala Lumpur, Kuala Lumpur City Centre, 50088 Kuala Lumpur pada hari Isnin, 21 Julai 2003 jam 10.00 pagi ialah:-

Butir-butir Pengarah yang akan dilantik semula seperti dalam Agenda 4 Mesyuarat Agung Tahunan:-

(a) Tan Sri Dato' Mohd Hassan bin Marican

Umur	:	50
Warganegara	:	Malaysia
Kelayakan	:	<ul style="list-style-type: none"> ● Ahli Institut Akauntan Malaysia dan Institut Akauntan Awam Bertauliah Malaysia ● Fellow Institut Akauntan Bertauliah England dan Wales
Jawatan di dalam Syarikat	:	Pengerusi (Pengarah Bukan Bebas Bukan Eksekutif)
Bilangan mesyuarat lembaga pengarah dihadiri di dalam tahun	:	3/4 (75%)
Pengalaman Bekerja	:	<ul style="list-style-type: none"> ● Naib Presiden Kanan Kewangan PETRONAS. 1989-1994 ● Presiden dan Ketua Eksekutif PETRONAS. Dari 1995 hingga kini
Jawatan pengarah di dalam lain-lain Syarikat Awam	:	<ul style="list-style-type: none"> ● PETRONAS Dagangan Berhad ● Malaysia International Shipping Corporation Berhad
Pegangan sekuriti di dalam Syarikat	:	5,000
Hubungan kekeluargaan dengan mana-mana pengarah dan/tiada pemegang saham terbesar Syarikat	:	Tiada
Konflik kepentingan di dalam Syarikat	:	Tiada
Senarai kesalahan yang disabitkan dalam tempoh 10 tahun lalu selain daripada kesalahan trafik	:	Tiada

Penyata Mengiringi Notis Mesyuarat Agung Tahunan

Butir-butir Pengarah yang akan dilantik semula seperti dalam Agenda 4 Mesyuarat Agung Tahunan:-

(b) *Muri bin Muhammad*

Umur : 60

Warganegara : Malaysia

Kelayakan : • Ijazah Sarjana Sains dalam bidang Oseanografi Biologi dari Dalhousie University, Canada

Jawatan di dalam Syarikat : Pengarah Bukan Bebas Bukan Eksekutif

Bilangan mesyuarat lembaga pengarah dihadiri di dalam tahun : 3/4 (75%)

Pengalaman Bekerja : • Pengarah Urusan dan Ketua Pegawai Eksekutif:
ASEAN Bintulu Fertilizer Sdn Bhd. 1988
Malaysia LNG Sdn Bhd. 1989-1998
• Pengerusi dari 1998-2002:
Gas District Cooling group of companies
PETRONAS NGV Sdn Bhd
PETRONAS Gas Supply Labuan
OGP Technical Services Sdn Bhd
• Naib Presiden Urusniaga Gas PETRONAS. 1998-2002

Jawatan pengarah di dalam lain Syarikat Awam : Tiada

Pegangan sekuriti di dalam Syarikat : 7,000

Hubungan kekeluargaan dengan mana-mana pengarah dan/tiada pemegang saham terbesar Syarikat : Tiada

Konflik kepentingan di dalam Syarikat : Tiada

Senarai kesalahan yang disabitkan dalam tempoh 10 tahun lalu selain daripada kesalahan trafik : Tiada

Butir-butir Pengarah yang akan dilantik semula seperti dalam Agenda 4 Mesyuarat Agung Tahunan:-

(c) Chew Kong Seng

<i>Umur</i>	:	<i>65</i>
<i>Warganegara</i>	:	<i>Malaysia</i>
<i>Kelayakan</i>	:	<ul style="list-style-type: none"> ● <i>Ahli Institut Akauntan Malaysia dan Institut Akauntan Awam Bertauliah Malaysia</i> ● <i>Fellow Institut Akauntan Bertauliah England dan Wales</i>
<i>Jawatan dalam Syarikat</i>	:	<i>Pengarah Bebas Bukan Eksekutif</i>
<i>Bilangan mesyuarat lembaga pengarah dihadiri di dalam tahun</i>	:	<i>4/4 (100%)</i>
<i>Pengalaman Bekerja</i>	:	<ul style="list-style-type: none"> ● <i>Pegawai Cukai di Jabatan Hasil Dalam Negeri di United Kingdom</i> ● <i>Stoy Hayward & Co, United Kingdom. 1964-1970</i> ● <i>Rakan Kongsi Pengurusan Ernst & Young hingga 1996</i>
<i>Jawatan pengarah di dalam lain-lain Syarikat Awam</i>	:	<ul style="list-style-type: none"> ● <i>PETRONAS Dagangan Berhad</i> ● <i>Sarawak Enterprise Corporation Berhad</i> ● <i>Industrial Concrete Products Berhad</i> ● <i>Jaya Jusco Berhad</i> ● <i>PBA Holding Berhad</i>
<i>Pegangan sekuriti di dalam Syarikat</i>	:	<i>Tiada</i>
<i>Hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham terbesar Syarikat</i>	:	<i>Tiada</i>
<i>Konflik kepentingan di dalam Syarikat</i>	:	<i>Tiada</i>
<i>Senarai kesalahan yang disabitkan dalam tempoh 10 tahun lalu selain daripada kesalahan trafik</i>	:	<i>Tiada</i>

Penyata Mengiringi Notis Mesyuarat Agung Tahunan

Butir-butir Pengarah yang akan dilantik semula seperti dalam Agenda 4 Mesyuarat Agung Tahunan:-

(d) *Abdul Rahim bin Hashim*

Umur : 49

Warganegara : Malaysia

Kelayakan :

- Sarjana Sains Kejuruteraan dalam bidang Elektronik & Elektrikal dari Universiti Birmingham, United Kingdom
- Ahli Lembaga Pengarah Jurutera Malaysia
- Ahli Institut Jurutera Malaysia
- Ahli Bersekutu Institut Jurutera Kimia Amerika Syarikat

Jawatan di dalam Syarikat : Pengarah Bukan Bebas Bukan Eksekutif

Bilangan mesyuarat lembaga pengarah dihadiri di dalam tahun : 2/2 (100%)

Pengalaman Bekerja :

- Pengarah Urusan dan Ketua Pegawai Eksekutif PETRONAS Penapisan (Melaka) Sdn. Bhd. dan Syarikat Penapisan Malaysia. 1991-1998
- Naib Presiden Bahagian Pengurusan Sumber Tenaga Manusia PETRONAS. 1998-2002
- Naib Presiden Perniagaan Gas PETRONAS. Dari 2002 hingga kini

Jawatan pengarah di dalam Syarikat Awam : Tiada

Pegangan sekuriti di dalam Syarikat : Tiada

Hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham terbesar Syarikat : Tiada

Konflik kepentingan di dalam Syarikat : Tiada

Senarai kesalahan yang disabitkan dalam tempoh 10 tahun lalu selain daripada kesalahan trafik : Tiada

Butir-butir Pengarah yang akan dilantik semula seperti dalam Agenda 4 Mesyuarat Agung Tahunan:-

(e) Wan Zulkiflee bin Wan Ariffin

Umur : 42

Warganegara : Malaysia

Kelayakan :

- Sarjana Kejuruteraan (Kimia) Adelaide University, South Australia
- Ahli Bersekutu Institute Of Chemical Engineers UK

Jawatan dalam Syarikat : Pengarah Urusan/Ketua Pegawai Eksekutif (Pengarah Eksekutif)

Bilangan mesyuarat lembaga pengarah dihadiri di dalam tahun : T/B (Dilantik pada 1 Jun 2003)

Pengalaman Bekerja :

- November 2001 – Mei 2003
Pengurus Besar, Unit Pembangunan Strategi & Bisnes, PETRONAS
- Oktober 2000 – November 2001
Pengurus Besar, Bahagian Pengurusan Projek (Luar Negara)
OGP Technical Services Sdn Bhd
- Jun 1997 – September 2000
Pengurus Kanan (Bisnes Hiliran)/
Penolong Eksekutif kepada Presiden,
Pejabat Presiden, PETRONAS
- Jun 1993 – Jun 1997
Pengurus Projek, Loji Pemprosesan Gas No. 5 dan 6, Petronas Gas Berhad
- Januari 1988 – Jun 1993
Pengurus Kejuruteraan Projek, Jabatan Kejuruteraan, Loji Pemprosesan 2 dan 3 di Kerteh Petronas Gas Berhad
- November 1984 – Disember 1987
Ketua Seksyen Teknologi Proses,
Loji Pemprosesan Gas Kerteh,
Petronas Gas Berhad
- April 1983 – November 1984
Jurutera Proses
Loji Pemprosesan No. 1 dan Projek Terminal Eksport
Petronas Gas Berhad

Jawatan pengarah di dalam lain-lain Syarikat Awam : Tiada

Pegangan sekuriti di dalam Syarikat : 2,000

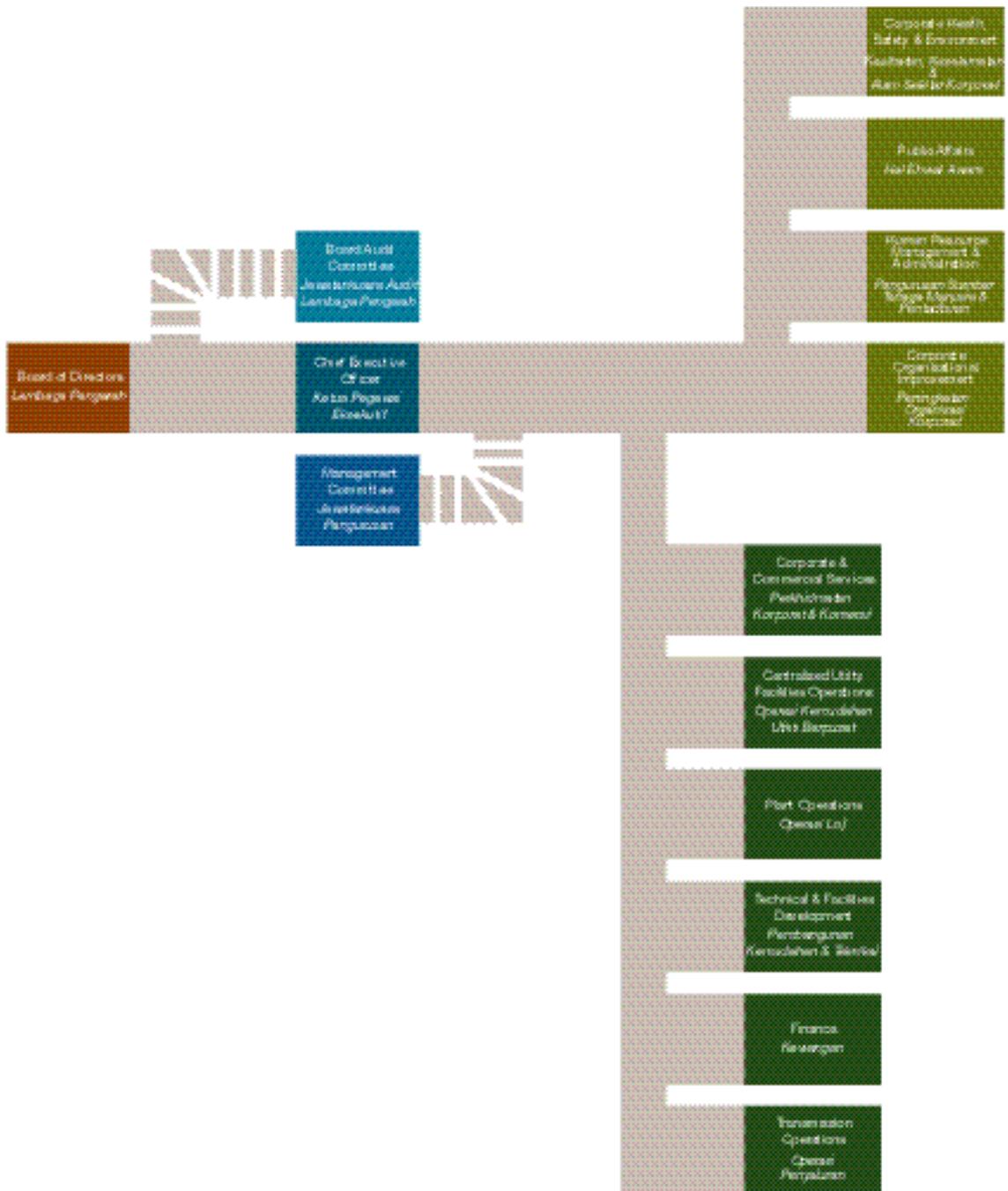
Hubungan kekeluargaan dengan mana-mana pengarah dan/atau pemegang saham terbesar Syarikat : Tiada

Konflik kepentingan di dalam Syarikat : Tiada

Senarai kesalahan yang disabitkan dalam tempoh 10 tahun lalu selain daripada kesalahan trafik : Tiada

Organisation Structure

STRUKTUR ORGANISASI



Five Year Financial Summary

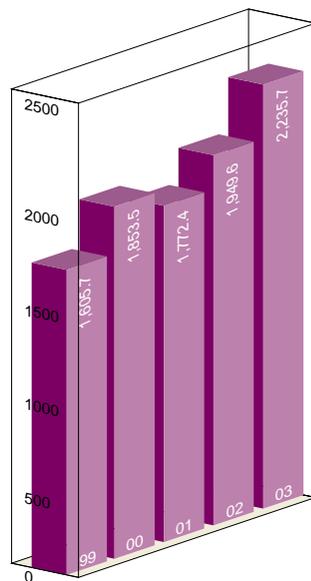
RINGKASAN KEWANGAN BAGI LIMA TAHUN

	Year Ended 31 March / Tahun Berakhir 31 Mac				
	1999	2000	2001	2002	2003
	(Ringgit Million / Juta)				
Turnover / <i>Perolehan</i>	1,605.7	1,853.5	1,772.4	1,949.6	2,235.7
Profit Before Tax / <i>Keuntungan Sebelum Cukai</i>	985.7	1,047.2	663.9	605.6	779.1
Profit After Tax / <i>Keuntungan Selepas Cukai</i>	938.5	816.7	474.4	487.1	656.8
Total Assets / <i>Jumlah Aset</i>	8,739.2	10,125.4	10,460.4	10,080.5	9,936.8
Shareholders' Funds / <i>Dana Pemegang Saham</i>	4,839.8	5,292.7	6,189.8	5,866.2	6,182.6
Long Term Liabilities / <i>Tanggungjawab Luar Jangka</i>	2,970.5	3,484.0	3,245.1	3,757.6	3,363.0
Profit as % Turnover / <i>Keuntungan Sebagai % Perolehan</i>					
– Before Tax / <i>Sebelum Cukai</i>	61.4	56.5	37.5	31.1	34.8
– After Tax / <i>Selepas Cukai</i>	58.4	44.1	26.8	25.0	29.4
Earnings Per Share (sen) – Basic / <i>Pendapatan Sesaham (sen) – Asas</i>	51.7	44.8	24.6	24.6	33.2
Net Tangible Assets Per Share (sen) / <i>Aset Ketara Bersih Sesaham (sen)</i>	265.7	290.6	312.8	296.5	312.5

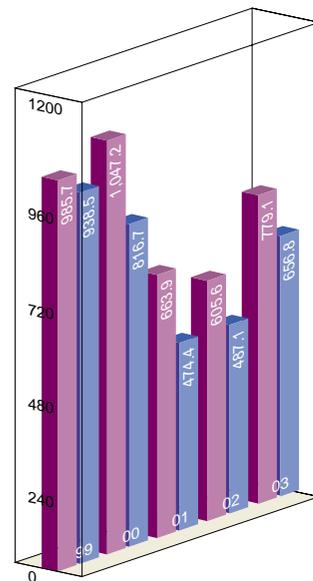
Five-Year Financial Summary

RINGKASAN KEWANGAN BAGI LIMA TAHUN

**Turnover /
Perolehan**
(RM Million / Juta)



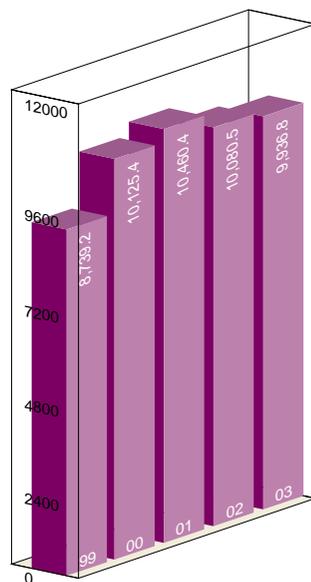
**Profit /
Keuntungan**
(RM Million / Juta)



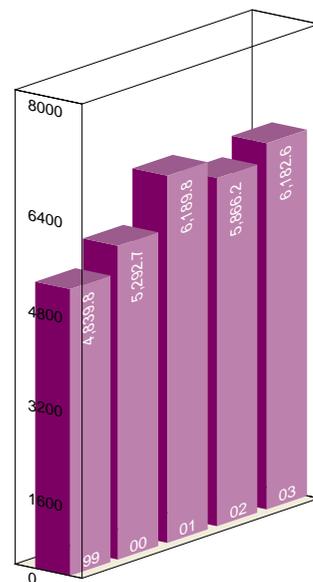
■ Profit Before Tax/
Keuntungan Sebelum Cukai

■ Profit After Tax/
Keuntungan Selepas Cukai

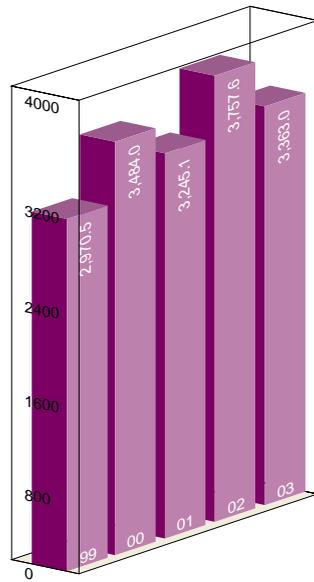
**Total Assets /
Jumlah Aset**
(RM Million / Juta)



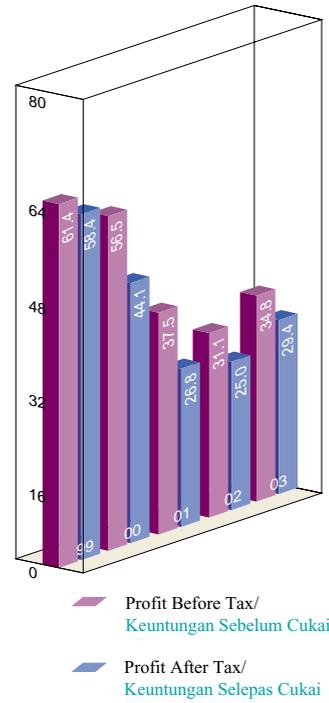
**Shareholders' Fund /
Dana Pemegang Saham**
(RM Million / Juta)



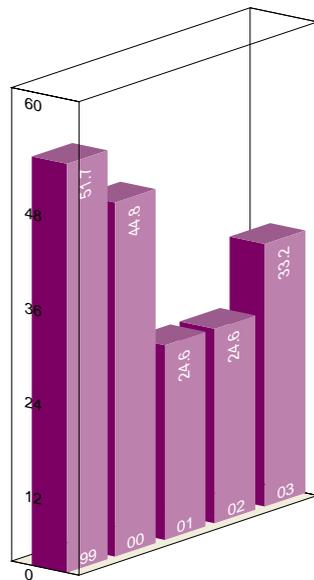
**Long Term Liabilities /
Tanggung Jangka Panjang**
(RM Million / Juta)



**Profit as % Turnover /
Keuntungan Sebagai % Perolehan**
(RM Million / Juta)



**Earnings Per Share /
Pendapatan Sesaham**
(Sen)



**Net Tangible Assets Per Share /
Aset Ketara Bersih Sesaham**
(Sen)

