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PRESS METAL BERHAD

Corporate Information

BOARD OF DIRECTORS

Dato' Megat Abdul Rahman bin Megat Ahmad
Chairman

Koon Poh Ming
Executive Vice Chairman

Dato' Koon Poh Keong
Group Chief Executive Officer

Koon Poh Weng

Koon Poh Kong

Koon Poh Tat

Kuan Shin @ Kuan Nyong Hin

Mohamad Faiz bin Abdul Hamid

Loo Lean Hock

Tan Heng Kui

Kuan Pek Seng
Alternate Director to Kuan Shin @ Kuan Nyong Hin

COMPANY SECRETARIES

Tai Yit Chan / Saw Bee Lean

SHARES AND WARRANTS REGISTRAR

Tenaga Koperat Sdn. Bhd.
20th Floor, Plaza Permata
(Formerly known as IGB Plaza)
Jalan Kampar
Off Jalan Tun Razak
50400 Kuala Lumpur
Tel : 603-4041 2188
Fax : 603-4043 9233

REGISTERED OFFICE

M & C Services Sdn. Bhd.
Level 7, Setia 1
15, Lorong Dungun
Damansara Heights
50490 Kuala Lumpur
Tel : 603-2095 7188
Fax : 603-2095 0988

CORPORATE OFFICE

Lot 6464 Batu 5 3/4, Jalan Kapar,
Sementa, 42100 Klang,
Selangor Darul Ehsan,
Malaysia.
Tel : 603-3291 3188
Fax : 603-3291 3637
Website URL : www.pressmetal.com

PRINCIPAL BANKERS

Bumiputra-Commerce Bank Berhad
United Overseas Bank (M) Berhad
Citibank Berhad
Malayan Banking Berhad
Bank Industri Malaysia Berhad
Alliance Bank (M) Berhad
HSBC Bank Malaysia Berhad

AUDITORS


KPMG,
Wisma KPMG,
Jalan Dungun, Damansara Heights,
50490 Kuala Lumpur,
Malaysia.


STOCK EXCHANGE LISTING

Main Board of the Kuala Lumpur Stock Exchange

Board of Directors



Sitting from left to right: 
Kuan Shin @ Kuan Nyong Hin,
Mohamad Faiz bin Abdul Hamid,
Dato' Megat Abdul Rahman bin Megat Ahmad (Chairman),
Koon Poh Ming (Executive Vice Chairman)
Koon Poh Kong

Standing left to right: 
Tan Heng Kui,
Koon Poh Tat,
Dato' Koon Poh Keong (Group Chief Executive Officer)
Koon Poh Weng,
Loo Lean Hock



PRESS METAL BERHAD

Management Team



Mr Koon Poh Ming
Executive Vice Chairman



Mr Koon Poh Tat
Executive Director
Press Metal Berhad



Mr Chey Poi See
General Manager
PMB Recycling Management Sdn Bhd



Mr Loo Tai Choong
Senior Finance Manager
Press Metal Berhad



Dato' Koon Poh Keong
Group Chief Executive Officer



Mr Eddie Lau Bah Leh
General Manager
Everlast Aluminium (M) Sdn Bhd



Mr Koon Poh Weng
Executive Director
Angkasa Jasa Sdn Bhd



Mr Koon Poh Kong
Executive Director
Angkasa Jasa Sdn Bhd

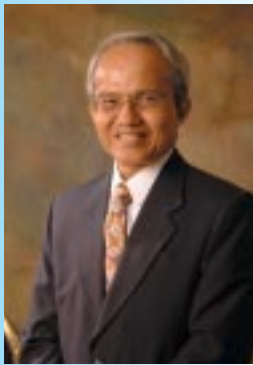


Mr Christopher Wong Cheong Wah
General Manager
Angkasa Jasa Sdn Bhd

Profile Of Directors

The Board of Directors consists of a Chairman (Non-Executive Director), an Executive Vice Chairman, a Group Chief Executive Officer, three (3) Executive Directors, three (3) Independent Non-Executive Directors, a Non-Executive Director and an Alternate Director, who is also a Non-Executive Director.

Particulars of the Directors are as follows:-



Dato' Megat Abdul Rahman bin Megat Ahmad, Dsdk

Age 62. Malaysian. Non-Independent, Non-Executive Chairman and Chairman of Remuneration and Nomination Committees. He was appointed to the Board on 25 May 1995 and elected Chairman at the same day. Attended all six (6) of the Board Meetings held in the financial year. He sits on the Boards of several public listed companies, few private companies and also serves as member on the Boards of University Kebangsaan Malaysia and also Chairman of Finance Committee since 1988. He graduated with a Bachelor of Commerce from University of Melbourne, Australia. He is a fellow, Institute of Chartered Accountants in Australia [FCA (AUST)], member, Malaysian Association of Certified Public Accountants (MACPA) and member, Malaysian Institute of Accountants (MIA). He had served as Executive Director in Kumpulan Guthrie Berhad from 1983-1994 and served as Partner/ Managing partner of KPMG, Desa, Megat & Co from 1973 to 1983. He has no conflict of interest with the Group and has no family relationship with any director and/or major shareholder of the Group. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



Koon Poh Ming

Aged 46. Malaysian. Non-independent, Executive Vice Chairman and Member of Remuneration Committee. He was appointed to the Board on 13 May 1986. Attended all six of the Board Meetings held in the last financial year. He is a professional engineer registered with the Board of Engineers, Malaysia and The Institution of Engineers, Malaysia. He started his career with an international consulting, engineering firm based in Kuala Lumpur whereby he was involved in the design, supervision and management of several large construction projects. In 1988, he left the consultancy services to join Press Metal Aluminium Industries Sdn Bhd. He was among the key persons involved in turning Press Metal Aluminium Industries Sdn Bhd into a Public Listed Company in 1993. He was appointed as Executive Director of PMB Facade Technology Sdn Bhd after its formation in 1994 and was the Managing Director since 1998. He is the brother to Kuan Shin @ Kuan Nyong Hin, Dato' Koon Poh Keong, Koon Poh Kong, Koon Poh Weng, Koon Poh Tat and uncle to Kuan Pek Seng. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



PRESS METAL BERHAD

Profile Of Directors



Dato' Koon Poh Keong

Age 41. Malaysian. Non-independent Group Chief Executive Officer and Member of Audit Committee. He is one of the founder members of Press Metal Berhad and had been appointed as Group Chief Executive Director since the Company was listed on the KLSE Second Board in the year 1993. Attended all six of the Board Meetings held in the financial year. He was also the Chairman of Aluminium Manufacturing Group Malaysia from 1998 to 2000. He graduated with a Bachelor of Science in Electrical Engineering from The University of Oklahoma, United States of America, in 1986. He is the brother to Kuan Shin @ Kuan Nyong Hin, Koon Poh Ming, Koon Poh Kong, Koon Poh Weng, Koon Poh Tat and uncle to Kuan Pek Seng. He has not been

convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



Koon Poh Weng

Age 47. Malaysian. Non-independent, Executive Director since 13 May 1986. Attended five out of six of the Board Meetings held in the financial year. Being a key founder of the company, he has many years of specialised experience in the marketing of hardware and equipment. His experiences include the management of major projects throughout the country. He has been responsible for all aspects of the management and for producing satisfactory results on large variety of projects ranging from schools, government complexes to prominent hotels. Currently, he is the Managing Director of Angkasa Jasa Sdn Bhd, a company involved in contracting and fabrication of aluminium and stainless steel products. He is the brother to Kuan Shin @ Kuan

Nyong Hin, Koon Poh Ming, Dato' Koon Poh Keong, Koon Poh Kong, Koon Poh Tat and uncle to Kuan Pek Seng. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



Koon Poh Kong

Age 49. Malaysian. Non-independent, Executive Director since 13 May 1986. Attended four out of six of the Board Meetings held in the financial year. Being a key founder of the company, his experiences include the management of major projects throughout the country. He has been responsible for all aspects of the management and for producing satisfactory results on large variety of projects ranging from schools, government complexes to prominent hotels. Currently, he is the Executive Director of Angkasa Jasa Sdn Bhd, a company involved in contracting and fabrication of aluminium and stainless steel products. He is the brother to Kuan Shin @ Kuan Nyong Hin, Koon Poh Ming, Dato' Koon Poh Keong, Koon Poh Weng,

Koon Poh Tat and uncle to Kuan Pek Seng. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.

Profile Of Directors



Koon Poh Tat

Age 42. Malaysian. Non-independent, Executive Director since 7 June 1999. He is a co-founder of Press Metal Berhad's Johor branch. Attended all six of the Board meetings held in the financial year. His hard work and dedication led Johor branch to be the pioneer in the aluminum industry. He is the brother to Kuan Shin @ Kuan Nyong Hin, Koon Poh Ming, Dato' Koon Poh Keong, Koon Poh Kong, Koon Poh Weng and uncle to Kuan Pek Seng. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



Kuan Shin @ Kuan Nyong Hin

Age 61. Malaysian. Non-Independent, Non-Executive Director since 28 June 1986. Attended four of the Board Meetings held in the financial year. Alternate Director attended 2 out of six Board meetings. He has started his career in the non-ferrous metal product industry in the early 1960's. On 28 June 1986, he was appointed to sit on the Board of Press Metal Sdn. Bhd. (now known as Press Metal Berhad and was listed on the Second Board of KLSE on 4th August 1993) as a Director. Besides he is also the Chairman of Chin Foh Berhad. He is the brother to Koon Poh Ming, Dato' Koon Poh Keong, Koon Poh Kong, Koon Poh Weng, Koon Poh Tat and father to Kuan Pek Seng. He has not been convicted for offences within the past ten years

other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



Mohamad Faiz bin Abdul Hamid

Age 62. Malaysian. Independent Non-Executive Director, Chairman of Audit Committee and member of Remuneration and Nomination Committees. Appointed as Director on 7 May 1993. Attended all six Board Meetings held in the financial year. He is a Fellow of the Royal Institution of Chartered Surveyors England and the Institution of Surveyors Malaysia in 1981. Currently, he is also an Alternate Director to a Director in Malayan United Industries Berhad. He was a consultant quantity surveyor since 1968 and currently a director of Yong Dan Mohamad Faiz Sdn. Bhd., a Chartered Quantity Surveying and Cost Consultant Firm. He was the Past President of the Institution of Surveyors, Malaysia. He has no conflict of interest with the Group and

has no family relationship with any director and/or major shareholder of the Group. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



PRESS METAL BERHAD

Profile Of Directors



Loo Lean Hock

Age 42. Malaysian. Independent. Non-Executive Director and Member of Audit and Nomination Committee since 14 September 2001. Attended 2 out of six of the Board meetings held in the financial year. He is a Chartered Accountant of the Malaysian Institute of Accountants, a practicing member of Malaysian Association of Certified Public Accountants, an associate member of Malaysian Institute of Taxation and Malaysian Institute of Management. He obtained his Master of Business Administration from University of Bath, United Kingdom in 1992. He started his professional career in Coopers & Lybrand from 1980 to 1990. He joined Press Metal Berhad in 1990 as the Financial Controller. After that, he joined The Crown Princess Kuala Lumpur (a hotel division of Asia Pacific Land Berhad) as the Financial Controller. He set up his own auditing firm, L.H. Loo & Co. in July 1993 as the sole practitioner. He is also a Director of LH Loo Taxation Services Sdn. Bhd. and Competitive Edge Consulting Sdn. Bhd., service providers in accounting, taxation and consulting services. He was an Alternate Director in the board of Chin Foh Berhad from 1997 to 2001. He has no conflict of interest with the Group and has no family relationship with any director and/or major shareholder of the Group. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



Tan Heng Kui

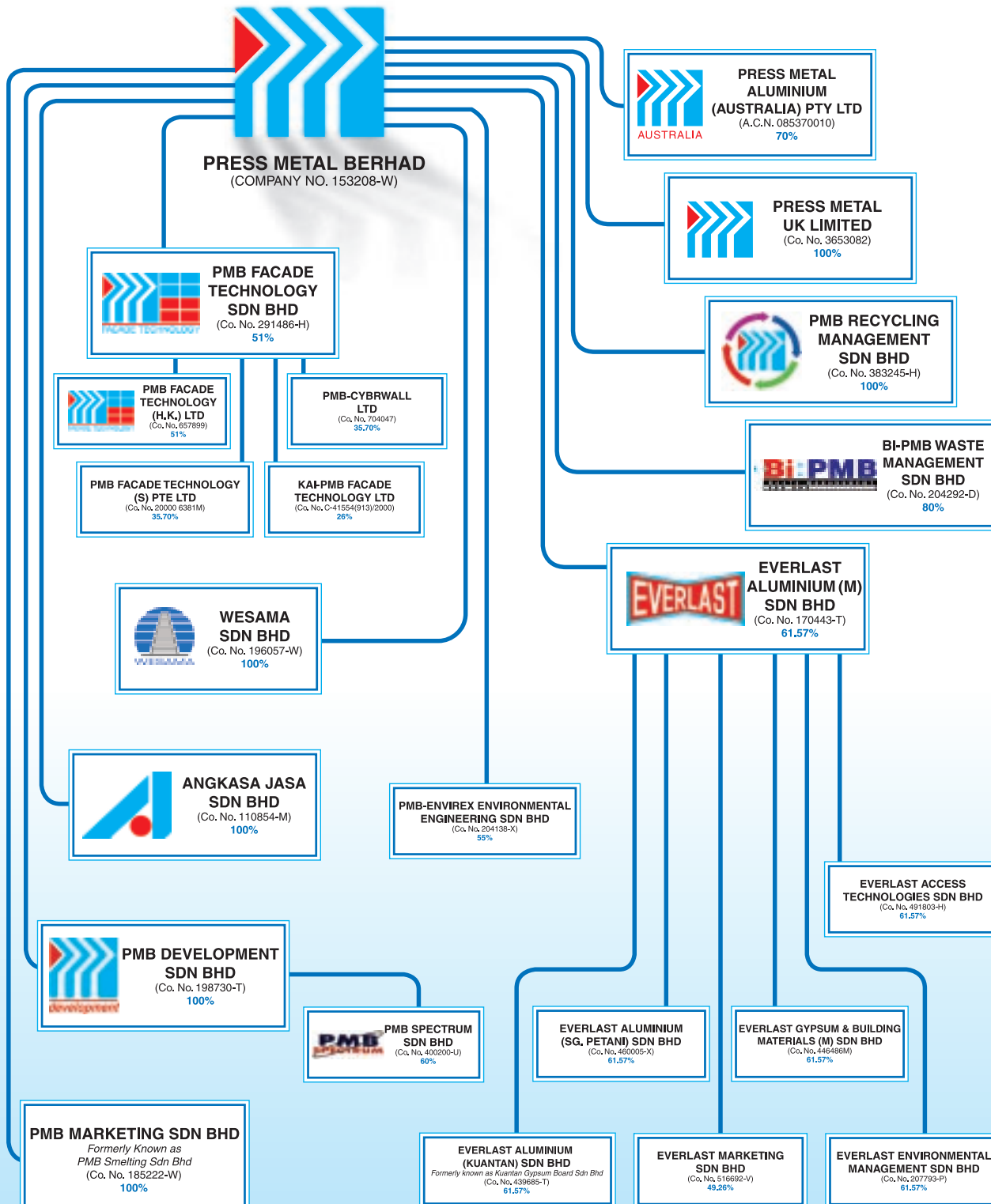
Age 45. Malaysian. Independent, Non-Executive Director and Member of the Audit Committee since 26 December 2001. Attended none of the Board meeting held in the financial year due to his appointment at the end of the year. He is a Vice President for The Institution of Engineers, Malaysia, an International Director, Rotary Club of Likas Bay, a member, Professional Practice Committee, Board of Engineers Malaysia. He set up his own consulting firm, Perunding Pertama Consulting Engineers in 1988. He obtained his Bachelor of Science Honours in Civil Engineering from The University of Wales, United Kingdom. He has no conflict of interest with the Group and has no family relationship with any director and/or major shareholder of the Group. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.



Alternate Director Kuan Pek Seng

Age 35. Malaysian. Non-Independent, Non-Executive Alternate Director to Mr Kuan Shin @ Kuan Nyong Hin since 30 March 1998. Attended 2 out of six of the Board meetings held in the financial year. He holds a Diploma in Business and Finance from Filton Technical College, England (1988). Currently, he is the Managing Director of Chin Foh Berhad. He is the nephew to Koon Poh Ming, Dato' Koon Poh Keong, Koon Poh Kong, Koon Poh Weng, Koon Poh Tat and son to Kuan Shin @ Kuan Nyong Hin. He has not been convicted for offences within the past ten years other than for traffic offences, if any. He does not hold any share in Press Metal Berhad or its subsidiaries except as disclosed in the Directors' report.

Group Structure





PRESS METAL BERHAD

Audit

Committee Report

MEMBERSHIP

The composition of the company's Audit Committee, appointed by the Board from amongst its members, comprises of four (4) members of which three (3) are Independent Non-Executive Directors as follows:

COMPOSITION

Mohamad Faiz bin Abdul Hamid (Chairman)
Independent Non-Executive Director

Loo Lean Hock
Independent Non-Executive Director; Member of the Malaysian Institute of Accountants

Tan Heng Kui
Independent Non-Executive Director

Dato' Koon Poh Keong
Group Chief Executive Officer

TERMS OF REFERENCE

During the year, the terms of reference of the Audit Committee had been revised to conform to the Listing Requirements of the Kuala Lumpur Stock Exchange.

Objectives

The objective of the Audit Committee is to assist the Board of Directors in meeting its responsibilities relating to accounting and reporting practices of the Company and its subsidiary companies.

In addition, the Audit Committee shall:-

- a) Oversee and appraise the quality of the audits conducted both by the Company's internal and external auditors;
- b) Maintain open lines of communication between the Board of Directors, the internal auditors and the external auditors for the exchange of views and information, as well as to confirm their respective authority and responsibilities; and
- c) Determine the adequacy of the Group's administrative, operating and accounting controls.

Audit

Committee Report

Composition

The Audit Committee shall be appointed by the Directors from among their number (pursuant to a resolution of the Board of Directors) which fulfils the following requirements:-

- a) the audit committee must be composed of no fewer than 3 members;
- b) a majority of the audit committee must be independent directors; and
- c) at least one member of the audit committee:-
 - i) must be a member of the Malaysian Institute of Accountants; or
 - ii) if he is not a member of the Malaysian Institute of Accountants, he must have at least 3 years' working experience and:-
 - he must have passed the examinations specified in Part 1 of the 1st Schedule of the Accountants Act, 1967; or
 - he must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act, 1967.

The members of the Audit Committee shall elect a chairman from among their number who shall be an independent director.

In the event of any vacancy in the Audit Committee resulting in the non-compliance of items (a) to (c) above, the vacancy must be filled within 3 months of that event.

The Board of Directors must review the term of office and performance of the Audit Committee and each of its members at least once every 3 years to determine whether the Audit Committee and members have carried out their duties in accordance with the terms of reference.

Functions

The functions of the Audit Committee are as follows:-

- a) review the following and report the same to the Board of Directors:-
 - i) with the external auditors, the audit plan;
 - ii) with the external auditors, his evaluation of the system of internal controls;
 - iii) with the external auditor, his audit report;
 - iv) the assistance given by the Company's employees to the external auditors; and
 - v) any related party transaction and conflict of interest situation that may arise within the Company or group including any transaction, procedure or course of conduct that raises questions of management integrity.



PRESS METAL BERHAD

Audit Committee Report

- b) To consider the appointment of the external auditor, the audit fee and any questions of resignation or dismissal;
- c) To discuss with the external auditor before the audit commences, the nature and scope of the audit, and ensure co-ordination where more than one audit firm is involved;
- d) To review the quarterly and year-end financial statements of the company, focusing particularly on:-
 - Any changes in accounting policies and practices;
 - Significant adjustments arising from the audit;
 - The going concern assumption;
 - Compliance with accounting standards and other legal requirements;
- e) To discuss problems and reservations arising from the interim and final audits, and any matter the auditor may wish to discuss (in the absence of management where necessary);
- f) To review the external auditor's management letter and management's response;
- g) To do the following where an internal audit function exists:-
 - Review the adequacy of the scope, functions and resources of the internal audit function, and that it has the necessary authority to carry out its work;
 - Review the internal audit programme and results of the internal audit process and where necessary, ensure that appropriate action is taken on the recommendations of the internal audit function;
 - Review any appraisal or assessment of the performance of members of the internal audit function;
 - Approve any appointments or termination of senior staff members of the internal audit function;
 - Inform itself of resignations of internal audit staff members and provide the resigning staff member an opportunity to submit his reasons for resigning.
- h) To consider the major findings of internal investigations and management's response;
- i) To consider other areas as defined by the board.

Rights Of The Audit Committee

The Audit Committee shall, wherever necessary and reasonable for the Company to perform of its duties, in accordance with a procedure to be determined by the Board of Directors and at the cost of the Company:-

- a) have authority to investigate any matter within its terms of reference;
- b) have the resources which are required to perform its duties;
- c) have full and unrestricted access to any information pertaining to the Company;
- d) have direct communication channels with the external auditors and person(s) carrying out the internal audit function or activity (if any);
- e) be able to obtain independent professional or other advice; and
- f) be able to convene meetings with the external auditors, excluding the attendance of the executive members of the committee, whenever deemed necessary.

Audit

Committee Report

Meetings

The Audit Committee shall meet at least 4 times a year and such additional meetings as the Chairman shall decide in order to fulfil its duties. However, at least once a year the Audit Committee shall meet with the external auditors without executive Board members present.

In addition, the Chairman may call a meeting of the Audit Committee if a request is made by any committee member, the Company's Chief Executive, or the internal or external auditors.

The Company Secretary or other appropriate senior official shall act as secretary of the Audit Committee and shall be responsible, in conjunction with the Chairman, for drawing up the agenda and circulating it, supported by explanatory documentation to committee members prior to each meeting.

The Secretary shall also be responsible for keeping the minutes of meetings of the Audit Committee, and circulating them to committee members and to the other members of the Board of Directors.

A quorum shall consist of a majority of independent directors.

By invitation of the Audit Committee, the Company must ensure that other directors and employees attend any particular audit committee meeting specific to the relevant meeting.

ATTENDANCE AT MEETINGS

During the financial year, the Committee had held three (3) meetings. The details of attendance of the Committee members are as follow:-

Name of Committee Member	No Of Meetings attended
Mohamad Faiz bin Abdul Hamid	3/3
Dato' Koon Poh Keong	3/3
Loo Lean Hock (Appointed on 14 September 2001)	1/1
Tan Heng Kui (Appointed on 26 December 2001)	N/A
Yong Chee Hou (Retired on 19 June 2001)	2/2



PRESS METAL BERHAD

Audit

Committee Report

AUDIT COMMITTEE ACTIVITIES REPORT

During the financial year, the Audit Committee convened three (3) meetings, which were attended by all members. The meetings were appropriately structured through the use of agendas, which were distributed to members with sufficient notification.

The business covered by the Audit Committee were as follows:-

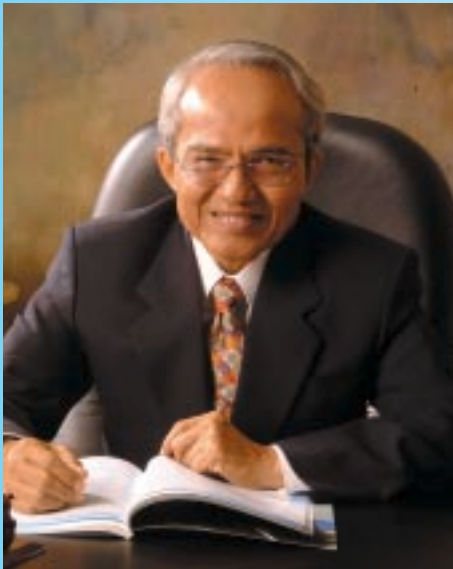
1. Reviewed major findings of internal audit reports.
2. Reviewed the performance/operations of subsidiaries and made appropriate recommendations relating thereto.
3. Reviewed the quarterly results/announcements of the Group/Company and made relevant recommendations to the Board for approval.
4. Reviewed the annual financial statements of the Group/Company and made relevant recommendations to the Board for approval.
5. Reviewed the procedures of related party transactions and deliberated the results of the review and made appropriate recommendations relating thereto.
6. Discussion of the Group's corporate governance process and the application of the key principles of corporate governance, and review of the system of internal controls based on the corporate governance best practices.
7. Reviewed the findings of the external auditors.

INTERNAL AUDIT ACTIVITIES REPORT

Summary of activities of the Internal Audit function during the year ended 31 December 2001 were as follows:

1. Regularly examining the controls over all significant Group's operations and systems to ascertain whether the system established provides reasonable assurance that the Group's objectives and goals will be met efficiently and economically.
2. Prepare the annual integrated risk based audit plan for deliberation by the Audit Committee.
3. Act on suggestions made by Audit Committee and/or senior management on concerns over operations or control.
4. Issue audit reports which identify weakness and problems and contain recommendations for improvements.
5. Issue audit reports to the appropriate level of management capable of achieving satisfactory results.
6. Determine whether corrective actions and recommendations were taken and are achieving the desired results.

Chairman's Statement



**Dato' Megat Abdul Rahman bin
Megat Ahmad**
Chairman

It is my pleasure, on behalf of the Board of Directors, to present to you the Annual Report and Financial Statements of Press Metal Berhad ('PMB') and its subsidiaries ('The Group') for the financial year ended 31 December 2001.

FINANCIAL RESULTS

The Group recorded a turnover of RM303.2 million for the financial year 2001 as compared to RM309.2 million for the previous financial year. This represents a slight drop in turnover of RM5.9 million or a decrease of 1.9% over the previous financial year.

The consolidated profit before tax of RM12.8 million represents a decrease of RM7.9 million or 38.2% from the previous financial year of RM20.7 million. Likewise, the consolidated profit after tax and minority interest reduced by RM5.4 million or 43.5% for the financial year 2001. Correspondingly, the Group's earnings per share reduced from 20.1 sen to 11.4 sen. The decrease was mainly due to the Group's efforts to maintain its competitiveness in the current soft market conditions.

DIVIDENDS

The Board is pleased to propose a first and final tax-exempt dividend of 1.5% amounting to RM930,233, in respect of the financial year ended 31 December 2001, subject to shareholders approval at the forthcoming Annual General Meeting.



PRESS METAL BERHAD

Chairman's Statement

CORPORATE DEVELOPMENT

The concern over the strength of the global market has led to the downward revision of the Malaysia GDP growth for the year 2001. In tandem with this, the Group needs to be prudent in planning its corporate strategies. As such, the corporate proposal on Bonus Issue, Rights Issue and Employees' Share Option Scheme which was announced on 29 February 2000, and subsequently approved by the shareholders and Securities Commission on 21 June 2000 and 5 September 2000 respectively, was aborted by the Group on 20 August 2001.

PROSPECTS

The market condition for the coming financial period is expected to remain highly competitive and challenging as the global and local market remained uncertain. However, with the strong financial position of the Group and the application of appropriate business strategies, the performance of the Group in the coming year is expected to be satisfactory.

APPRECIATION

On behalf of the Board, I would like to take this opportunity to thank to all our employees for their hard work, dedication, loyalty and commitment. In these difficult times, I ask for their continued support and commitment in the years ahead. I would also like to thank our shareholders, customers, suppliers, business associates, bankers and government authorities for their support.

Dato' Megat Abdul Rahman bin Megat Ahmad

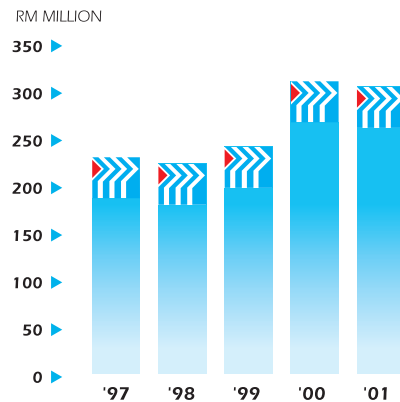
Chairman

28th May 2002

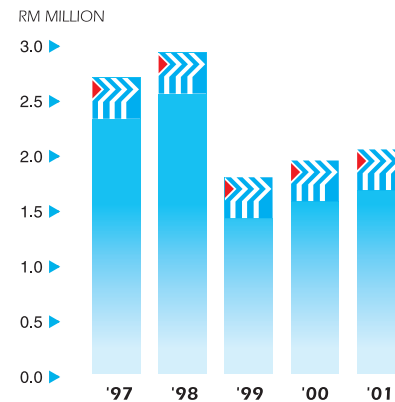
Five Years Group Financial Highlights

	1997 RM'000	1998 RM'000	1999 RM'000	2000 RM'000	2001 RM'000
Turnover	228,838	221,905	239,817	309,158	303,252
Profit Before Taxation	27,067	10,932	13,256	20,685	12,772
Profit After Taxation	21,498	9,012	13,843	16,318	9,874
Profit Attribution to Shareholders	18,885	8,288	11,744	12,466	7,042
Shareholders' Funds	94,957	102,039	111,923	123,459	129,571
Paid-up Share Capital	34,453	34,453	62,016	62,016	62,016
Net Earnings Per Share (Sen)	55	24	19	20	11
Net Tangible Assets Per Share (RM)	2.68	2.91	1.78	1.93	2.03
Gross Dividend Rate (%)	6.5	3.5	3.0	1.5	1.5

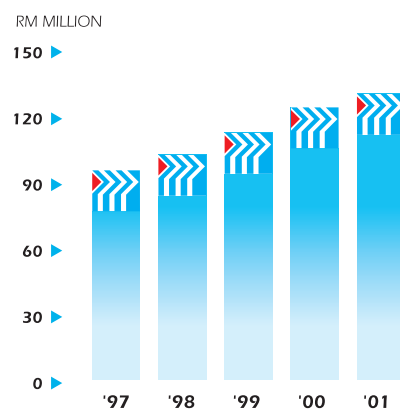
TURNOVER



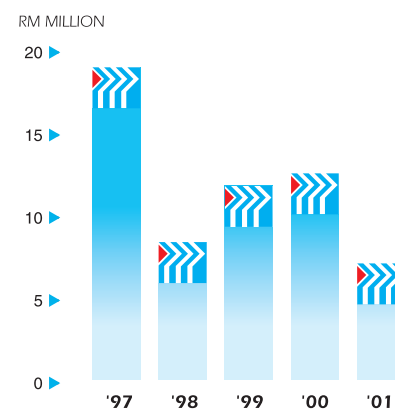
NET TANGIBLE ASSETS PER SHARE



SHAREHOLDERS' FUNDS



PROFIT ATTRIBUTABLE TO SHAREHOLDERS





PRESS METAL BERHAD

Corporate Governance Statement

The Board of Directors fully appreciates the importance of adopting high standards of corporate governance within the Group. The Board views corporate governance as synonymous with three key concepts; namely transparency, accountability as well as corporate performance.

BOARD OF DIRECTORS

Board Responsibility

The Board acknowledges the pivotal role played by the Board of Directors in the stewardship of its direction and operations, and ultimately the enhancement of long-term shareholder value. To fulfil this role, the Board is responsible for the overall corporate governance of the Group, including its strategic direction, establishing goals for management and monitoring the achievement of these goals.

Meeting

An effective Board leads and controls the Company. The Board meets at least four (4) times a year, with additional meetings convened as necessary. The Board met for a total of six (6) times during the year ended 31 December 2001. All Board members brought an independent judgment to bear on issues of strategy, performance, resources and standards of conduct.

Details of each existing Director's meeting attendances are as follows:-

Date of Board of Directors' Meeting	Hour	Place
19/01/01	9.00 a.m.	Selangor Darul Ehsan
26/02/01	9.30 a.m.	Selangor Darul Ehsan
30/05/01	11.00 a.m.	Selangor Darul Ehsan
28/08/01	9.00 a.m.	Kuala Lumpur
17/09/01	9.00 a.m.	Kuala Lumpur
28/11/01	10.00 a.m.	Selangor Darul Ehsan

Details of Directors' attendance at Board Meetings held in the Financial Year ended 31 December 2001 are as follows:

Name of Director	Date of Appointment	No of Meetings Attended (See Note Below)
Dato' Megat Abdul Rahman	25 May 1995	6/6
bin Megat Ahmad		
Koon Poh Ming	13 May 1986	6/6
Dato' Koon Poh Keong	28 June 1986	6/6
Koon Poh Weng	13 May 1986	5/6
Koon Poh Kong	13 May 1986	4/6
Koon Poh Tat	7 June 1999	6/6
Kuan Shin @ Kuan Nyong Hin (Alternate: Kuan Pek Seng)	28 June 1986	6/6
Mohamad Faiz bin Abdul Hamid	7 May 1993	6/6
Loo Lean Hock	14 September 2001	2/2
Tan Heng Kui	26 December 2001	N/A

Note: Number of meetings attended / number of meetings held while in office.

Corporate

Governance Statement

Board Balance

The Board of Directors consists of a Chairman (Non-Executive Director), an Executive Vice Chairman, a Group Chief Executive Officer, three (3) Executive Directors, three (3) Independent Non-Executive Directors, a Non-Executive Director and an Alternate Director, who is also a Non-Executive Director. Together, the Directors bring a wide range of business and financial experience relevant to the direction of a large, expanding company. A brief description of the background of each director is presented in the Profile of Directors Section of this Annual Report.

There is also balance in the Board because of the presence of Independent Non-Executive Directors of the caliber necessary to carry sufficient weight in Board decisions. Although all the Directors have an equal responsibility for the Company's operations, the role of these Independent Non-Executive Directors is particularly important in ensuring that the strategies proposed by the executive management are fully discussed and examined, and taking account of the long term interests, not only of the shareholders, but also of employees, customers, suppliers and the many communities in which the Company conduct business.

Board Committee

The Board of Directors delegates certain responsibilities to the Board Committees, namely an Audit Committee, a Nomination Committee and a Remuneration Committee in order to enhance business and operational efficiency as well as efficacy. The Nomination and Remuneration Committee were established on 17 September 2001 to assist the Board in the execution of its duties. Prior to the establishment of these Committees, their functions were assumed by the Board as a whole.

All the committees have written terms of reference and the Board received reports of their proceedings and deliberations. The Chairman of the various Committees will report to the Board the outcome of the Committee meetings and such reports are incorporated in the minutes of the full Board meeting.

Nomination Committee

The Nomination Committee comprised the following members during the financial year:

Dato' Megat Abdul Rahman bin Megat Ahmad	- Chairman, Non-Executive Director
Mohamad Faiz bin Abdul Hamid	- Independent Non-Executive Director
Loo Lean Hock	- Independent Non-Executive Director

The Committee is responsible for the process of recommending the right candidates for directorship to be filled by the shareholders or Board of Directors. The Nomination Committee ensures that there is an orientation and education program for the new Directors.

As an integral element of the process of recommending candidates for directorship, the Nomination Committee ensures that there is a continuous education program for Board Members to upgrade their skills for effective contribution to the Company.

Directors' Training

The Board through the Nomination Committee ensures that it recruits to the Board only individual of sufficient caliber, knowledge and experience to fulfil the duties of a Director appropriately. There is no formal training programme for Directors. However, during the financial year, all Directors have attended and successfully completed the Mandatory Accreditation Programme (MAP) conducted by the Research Institute of Investment Analysis Malaysia (RIIAM). The Directors will continue to undergo other relevant training programmes to further enhance their skill and knowledge where relevant.

Re-election

In accordance with the Company's Articles of Association, all Directors who are appointed by the Board are subject to election by shareholders at the first opportunity after their appointment. The Articles also provide that at least one third of the remaining Directors be subject to re-election by rotation at each Annual General Meeting.



PRESS METAL BERHAD

Corporate Governance Statement

Remuneration Committee

The Remuneration Committee comprises two Independent Non-Executive Directors and one Executive Director with Dato' Megat Abdul Rahman bin Megat Ahmad as Chairman. The Committee is responsible for recommending the remuneration framework for Directors as well as the remuneration packages of Executive Directors to the Board. None of the Executive Director participated in any way in determining their individual remuneration.

Non-Executive Directors' remuneration will be a matter to be decided by the Board as a whole with the Director concerned abstaining from deliberations and voting on decisions in respect of his individual remuneration.

The members of the Remuneration Committee are as follows:

Non-Executive

- Dato' Megat Abdul Rahman bin Megat Ahmad (Chairman)
- Mohamad Faiz bin Abdul Hamid

Executive Director

- Koon Poh Ming

The aggregate Directors' remuneration paid or payable or otherwise made available to all Directors of the Company who served during the financial year are as follows:

Category	Fees (RM'000)	Salaries @ Other Emoluments (RM'000)	Benefits in kind (RM'000)
Executive Directors	-	1,162	18
Non-Executive Directors	46	-	-

The number of Directors of the Company who served during the financial year and whose income from the Group falling within the following bands are as follows:

Group	Executive	Non-Executive	Total
RM 50,000 and below	-	6	6
RM 50,001 - RM100,000	-	-	-
RM100,001 - RM150,000	-	-	-
RM150,001 - RM200,000	-	-	-
RM200,001 - RM250,000	5	-	5

Supply of Information

All Directors review a Board report prior to the Board meeting. This is issued in sufficient time to enable the Directors to obtain further explanations, where necessary, in order to be properly briefed before the meeting. The Board paper include the agenda and reports relevant to the issues of the meeting covering the areas of strategic, financial, operational and regulatory compliance matters.

In addition, there is a schedule of matters reserved specifically for the Board's decision. The Board has also approved a procedure for Directors, whether as a full Board or in their individual capacity, to take independent advice, where necessary, in the furtherance of their duties at the Company's expense. All Directors have access to the advice and services of the Company Secretary.

Corporate

Governance Statement

SHAREHOLDERS

At each Annual General Meeting (AGM), the Board presents the progress and performance of the business and encourages shareholders to participate in the question and answer session. The Board of Directors is available to respond to shareholder's questions during the meeting. Additionally, a press conference is held immediately after the AGM where the Chairman advises the press of the resolution passed, and answer questions on the group. The Group Chief Executive Officer and the Executive Director are also present at the press conference to clarify and explain any issue.

ACCOUNTABILITY AND AUDIT

Financial Reporting

In presenting the annual financial statements and quarterly announcements, the Directors aim to present a balanced and understandable assessment of the Group's and the Company's position and prospects. The Board is assisted by the Audit Committee to oversee the Group's financial reporting processes and the quality of its financial reporting.

Directors' Responsibility Statement In Respect Of The Preparation Of The Audited Financial Statements

The Board is responsible for ensuring that the financial statements of the Group give a true and fair view of the state of affairs of the Group and of the Company as at the end of the accounting period and of their results and cashflows for the period then ended. In preparing the financial statements, the Directors have ensured that applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965 have been applied.

In preparing the financial statements, the Directors have selected and applied consistently suitable accounting policies and made reasonable and prudent judgements and estimates.

The Directors also have a general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Internal Control

The Directors acknowledge their responsibilities for the Company's system of internal controls covering not only financial controls but also operational and compliance controls as well as risk management. The internal control system involves each business and key management from each business, including the Board, and is designed to meet the Company's particular needs and to manage the risks to which it is exposed. This system, by its nature, can only provide reasonable but not absolute assurance against mis-statement or loss.

The company's internal audit regularly reports on compliance with internal financial controls and procedures to the Audit Committee. They also ensure that recommendations to improve controls are followed through by management.

Relationship with the Auditors

The role of the Audit Committee in relation to the external auditors is stated in the Audit Committee Section.