



Poised for growth



Nature marvels with its growth process which takes form over the passage of time and steadily endures changes in its environment.

Drawing inspiration from nature's ways, Petaling Tin Berhad is vigilant to remain dynamic to adapt to an environment of change and new challenges. As we grow stronger and constantly expand our scope of knowledge, competencies and capabilities, the Group shall be poised to identify and exploit new opportunities with an objective to build value for its shareholders.

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BOARD OF DIRECTORS

Datuk Haji Jaafar Bin Abu Bakar

Chairman

Non-executive and Independent

Tan Sri Dr Chen Lip Keong

Chief Executive Officer

Executive and Non-independent

Datuk Wan Kassim Bin Ahmed

Non-executive and Independent

Mr Chong Kok Kong

Non-executive and Independent

Mr Lai Gin Nyap

Chief Financial Officer, Chief Operating Officer

Executive and Non-independent

Mr Chin Yit Kong

Executive and Non-independent

COMPANY SECRETARIES

Ms Lorraine Khoo Bee Kim (MAICSA 7008856)

Ms Chen Sai Liung (MAICSA 7034273)

AUDITORS

Moore Stephens

8A, Jalan Sri Semantan Satu

Damansara Heights

50490 Kuala Lumpur

BANKERS

Malayan Banking Berhad

Bumiputra-Commerce Bank Berhad

Alliance Finance Berhad

SOLICITORS

KH Tan & Chua

Megat Najmuddin Leong & Co.

Zaid Ibrahim & Co.

Zul Rafique & Partners

PRINCIPAL PLACE OF BUSINESS

Level 18, Menara PanGlobal

No. 8, Lorong P. Ramlee

50250 Kuala Lumpur

Telephone : +60-3-2026 4491

Facsimile : +60-3-2026 3106

STOCK EXCHANGE LISTINGS

Kuala Lumpur Stock Exchange, Main Board

London Stock Exchange

REGISTERED OFFICE

Level 19, Menara PanGlobal

No. 8, Lorong P. Ramlee

50250 Kuala Lumpur

Telephone : +60-3-2026 4491

Facsimile : +60-3-2026 3106

SHARE REGISTRAR

Lipkland Management & Consultancy Sdn Bhd

Level 19, Menara PanGlobal

No. 8, Lorong P. Ramlee

50250 Kuala Lumpur

Telephone : +60-3-2031 2377

Facsimile : +60-3-2031 2327

UNITED KINGDOM BRANCH REGISTER

Grooved Secretaries Ltd.

52 Leysdown Road

Mottingham, London

SE9 3NB United Kingdom

Telephone : +44 208 333 7849

Facsimile : +44 208 333 7849



DATUK HAJI JAAFAR BIN ABU BAKAR
Chairman

Dear Shareholders,

On behalf of the Board of Directors, it is my pleasure to present the Annual Report and Accounts of Petaling Tin Berhad ("PTB" and "the Company") for the financial year ended 31 October 2001.

FINANCIAL RESULTS

Weaker conditions in major economies worldwide seen in year 2001 had also led to a slower recovery of Malaysia's economy. The Group's overall performance during the financial year concerned reflects the less favorable market sentiments and conditions.

The Group registered a lower operating revenue of RM23.8 million as compared to the previous year's result of RM40.4 million and Group's profit before taxation at RM2.5 million compared to RM7.3 million in the previous year.

DIVIDEND

No dividend was paid during the year and the Board does not recommend any dividend payment for the financial year under review.

CORPORATE DEVELOPMENTS

During the financial year under review, the following corporate events have taken place in the Group:

- (a) On 20 November 2000, a subsidiary company, namely Golden Domain Holdings Sdn Bhd, subscribed for 249,998 ordinary shares of RM1.00 each in its wholly-owned subsidiary company, Lembah Langat Development Sdn Bhd, for a total cash consideration of RM249,998.
- (b) On 5 March 2001, RM85,350,000 nominal value of 10-year zero coupon Irredeemable Convertible Unsecured Loan Stocks (2000/2010) ("ICULS") were converted into 73,577,586 fully paid ordinary shares of RM1.00 each of the Company at a conversion price of RM1.16 each. The new shares rank pari passu with existing shares of the Company.

Resulting from the above conversion of ICULS, the issued and fully paid share capital of the Company increased from RM100,844,060 to RM174,421,646 on 5 March 2001.

- (c) On 11 September 2000, the Company had executed a conditional Share Sale Agreement with Sharpwin International Limited ("SIL") for the proposed acquisition of 62,400,000 ordinary shares of HKD1.00 each representing 80% equity interest in Naga Resorts & Casinos Limited for a purchase consideration of RM1,307,200,000 to be satisfied vide the issue of 1,233,207,547 new ordinary shares of RM1.00 each in PTB to SIL at an issue price of RM1.06 each.

Subsequently in July 2001, the Company had withdrawn its application to the relevant authorities in regard to the proposal.

- (d) On 4 September 2001, RM84,450,000 nominal value of ICULS were converted into 72,801,724 fully paid ordinary shares of RM1.00 each of the Company at a conversion price of RM1.16 each. The new shares rank pari passu with the existing shares of the Company.

Resulting from the above conversion of ICULS, the issued and fully paid share capital of the Company increased from RM174,421,646 to RM247,223,370 on 4 September 2001.

- (e) On 30 October 2001, the Company acquired 2 ordinary shares of RM1.00 each representing 100% equity interest in Petaling Ventures Sdn Bhd (formerly known as Intensive Strategies Sdn Bhd), a dormant company incorporated in Malaysia.

FUTURE OUTLOOK

Financial year 2002 is expected to present its own challenges to the Group in the face of continued global economic uncertainties through a phase of recovery. The country's moderate growth forecast and an expected weak consumer sentiment will bear challenges for players in the property development business. However, pro-active measures and stimulus packages introduced by the Government to revive the country's economy will provide impetus to stimulate spending and domestic consumption. Barring any unforeseen circumstances, the Board is cautiously optimistic that the Group will remain profitable in the coming financial year.

ACKNOWLEDGEMENT

On behalf of the Board and the Company, I wish to record my sincere appreciation to Mr Wong Swee Min for his invaluable contributions during his tenure of service as Director of the Company. I also take this opportunity to welcome YBhg Datuk Wan Kassim bin Ahmed and Mr Chong Kok Kong to the Board. With their wealth of experience and knowledge, I am confident that they will contribute positively to the growth and progress of the Group.

The Board of Directors also wishes to extend its sincere appreciation and gratitude to the management and staff of the Group for their continued support and loyalty.

Finally, we also thank all our shareholders, valued customers, business associates and various Government authorities for their confidence, guidance and continued support of the Group.

DATUK HAJI JAAFAR BIN ABU BAKAR

Chairman

5 March 2002



CHIEF EXECUTIVE OFFICER'S STATEMENT



TAN SRI DR CHEN LIP KEONG
Chief Executive Officer

Dear Shareholders,

It is my pleasure to report on the Group's performance and activities for the financial year ended 31 October 2001.

FINANCIAL REVIEW

Amidst a difficult operating environment, the Group's overall financial results declined but remained profitable.

The Group's operating revenue stood at RM23.8 million as compared to the previous year's RM40.4 million and profit before taxation for the Group was recorded at RM2.5 million compared to the preceding year's result of RM7.3 million.



FINANCIAL REVIEW (cont'd)

On the other hand, the Group's shareholders' funds has increased twofold to RM257.1 million as a result of conversion of ICULS during the year. The increase has resulted in the improvement of the Group's net tangible assets backing from RM0.86 to RM1.04 per share.

OPERATIONAL REVIEW

For the year under review, property development remained the Group's main business activity. Against the backdrop of weak market conditions, the Group's property development business was inevitably affected.

Slower take-up rates for commercial and industrial properties were recorded for shopoffices in the Group's project in Senawang, Negeri Sembilan and industrial lots in the Magilds Industrial Park project in Sungai Buloh, Selangor. The Group had completed works on the industrial lots in the Magilds Industrial Park project on schedule with vacant possession delivered to purchasers in August 2001.

Despite a generally weak consumer sentiment in the property market, the demand for the landed residential properties in prime locations, in particular medium cost housing, remained buoyant. Cognizant of the opportunities and potential in the residential property market with the easy availability of end-financing with attractive low rates, the Group had positioned itself to tap into this sector.

Recognising that prime locations and a competitive pricing policy supported by the sound advertising and marketing strategies are important ingredients to ensure success in a challenging environment, the Group had focused on accelerating development of several of its residential projects located within the Klang Valley. This approach proved effective when the Group successfully launched 116 units of double storey link houses in Desa Bukit Magilds, Sungai Buloh, Selangor priced at an average of RM150,000 per unit. The launch was well received by the market and generated total sales value of RM15.3 million within a week.

In anticipation of sustained good demand for landed residential properties within the Klang Valley, the Group is preparing to launch a second phase of double storey link houses in Desa Bukit Magilds in the first half of year 2002. Priced affordably at RM165,000 per unit, this development is expected to generate an estimated total sales value of RM21.0 million.

In tandem with the Government policy on providing more affordable housing for the low-income earners, the Group has taken up its social responsibility role by planning to launch 300 units of low priced double storey terrace houses in Desa Bukit Magilds in the year 2002 and the project is expected to garner RM15.3 million of sales.



CHIEF EXECUTIVE OFFICER'S STATEMENT (cont'd)

OPERATIONAL REVIEW (cont'd)

Another project in the pipeline for financial year 2002 would be an upscale residential properties development in the Group's Taman Kelab Ukey project in Ulu Kelang, Selangor. This lush greenery and tranquil neighbourhood provides a ready-made setting for townhouses and double storey link houses with a resort sanctuary theme. Priced between RM250,000 to RM300,000 per unit, up to 124 units of townhouses are expected to be launched in the second half of year 2002 which will generate an estimated total sales value of RM31.0 million.

CONCLUSION

With the commitment of our management and staff together with the loyal support of shareholders, customers and business associates, I am confident that the Group shall continue to surmount challenges it encounters and continue steadily in its path of growth.

DR CHEN LIP KEONG

Chief Executive Officer

5 March 2002

BOARD OF DIRECTORS



1 Datuk Haji Jaafar Bin Abu Bakar
Chairman

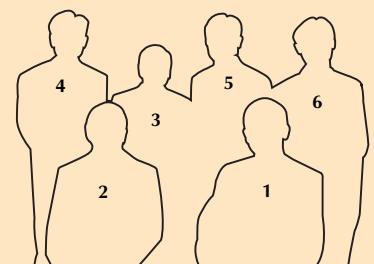
2 Tan Sri Dr Chen Lip Keong
Chief Executive Officer

3 Datuk Wan Kassim Bin Ahmed
Director

4 Mr Chong Kok Kong
Director

5 Mr Lai Gin Nyap
Chief Operating Officer & Chief Financial Officer

6 Mr Chin Yit Kong
Executive Director



DATUK HAJI JAAFAR BIN ABU BAKAR

Chairman

- Aged 55, Malaysian
- Non-executive & Independent
- Appointed to the Board on 1 August 1997
- Graduated with a Bachelor of Arts (Honours) from University of Malaya in 1969; holds a Masters in Public Policy and Administration from University of Wisconsin, Madison, U.S.A. in 1980 and a Fellow of the Economic Development Institute of the World Bank, Washington D.C.
- Started his career as a Land Administrator in FELDA before joining the Malaysian civil service in 1970; has since served in various senior positions within the Government Departments which included State Development Officer in Penang, Pahang and Kelantan, Deputy General Manager of Central Terengganu Development Authority and South Kelantan Development Authority, Director of Kelantan Land Development Board, General Manager of Kelantan State Economic Development Corporation, Deputy Secretary General of the Ministry of Domestic Trade and Consumer Affairs and Council Member of Malaysian Industrial Development Authority; opted for early retirement from the civil service in 1991; joined Koperasi Usaha Bersatu as Group General Manager of KUB Holdings Berhad; subsequently, took up a position as Executive Director of Damansara Realty Berhad and a year later, served as Managing Director; served as Executive Chairman of Cold Storage (Malaysia) Berhad from 1996 to 1998
- Currently, he is also the President and Chief Executive Officer of Uniphoenix Corporation Berhad and a director of FELCRA Berhad
- Chairman of Audit, Nomination and Remuneration Committees of Petaling Tin Berhad ("PTB")

TAN SRI DR CHEN LIP KEONG

Chief Executive Officer

- Aged 54, Malaysian
- Executive & Non-independent
- Appointed to the Board on 15 April 1997
- Graduated in medicine and surgery from University of Malaya in 1973 (M.B.B.S. Malaya)
- Has more than 25 years of corporate, managerial and business experience since 1976
- Currently, he is also the President and Chief Executive Officer of FACB Resorts Berhad and FACB Industries Incorporated Berhad
- Does not belong to any Board committee of PTB
- Currently, a major shareholder of PTB. His brother, Mr Chin Chee Kuang is deemed a major shareholder of PTB by virtue of his interest in Emden Investment Limited. Mr Chin Chee Kuang is also the father of Mr Chin Yit Kong who is a director of PTB
- Has not entered into any transaction, whether directly or indirectly, which has a conflict of interest with the Company, other than those disclosed on Pages 23 and 64 in the accompanying financial statements

DATUK WAN KASSIM BIN AHMED

Director

- Aged 53, Malaysian
- Non-executive & Independent
- Appointed to the Board on 2 July 2001
- Graduated with a Bachelor of Economics from University of Malaya (Degree) in 1973
- Began his career with Messrs Kassim Chan, an audit firm in 1973 before joining Bank Bumiputra Malaysia Berhad; joined Shamelin Berhad for 10 years before starting his own management consultancy firm, United Kadila Sdn Bhd in 1984; served as a Councillor for the Petaling Jaya Town Council between 1987 and 1991; served as a Board member of the Malaysian Tourist Development Board from 1992 to 1996; served as an Executive Chairman of Inter-Fresh (Malaysia) Sdn Bhd between 1988 to 2001; worked as a Consultant and Advisor for several companies due to his experience in financial, marketing, management and wide business contacts and served as Chairman of Kawalan Warisan Rantau Sdn Bhd from 1993 to 2001
- Holds other directorships in FACB Resorts Berhad and Octagon Consolidated Berhad
- A member of Audit, Nomination and Remuneration Committees of PTB

MR CHONG KOK KONG

Director

- Aged 49, Malaysian
- Non-executive & Independent
- Appointed to the Board on 31 October 2001
- Graduated with a Barrister at Law from Lincoln's Inn in 1976 and holds a Masters in Business from City University, London in 1979 and a Masters in Law from National University of Singapore in 1987
- An Advocate & Solicitor, Malaya; an Advocate & Solicitor, Singapore; a Barrister & Solicitor, British Virgin Islands; a Solicitor, New South Wales, Australia; a Barrister & Solicitor, Australian Capital Territory; a Barrister & Solicitor, Brunei; Solicitor, Queensland, Australia; a Barrister & Solicitor, Victoria, Australia; practised with Shook Lin & Bok, Malaysia between 1979 and 1980; lectured at the National University of Singapore between 1980 and 1983; practised with the firm of Arthur Loke & Partners, Singapore in 1984; established and practised in the firm of David Chong & Co., Singapore from 1984; was an adjunct Senior Lecturer with the National University of Singapore in 1988; established the practice of David Chong & Co., Kuala Lumpur in 1990, Johor Bahru in 1991 & Labuan in 1993, Sydney, Australia in 1993, Suzhou, People's Republic of China in 1993, British Virgin Islands in 1995 and Yangon, Myanmar in 1995; currently a director of the Portcullis Group of Companies in Singapore which carry on the business of offshore companies & trusts
- Does not belong to any Board committee of PTB
- Does not hold any other directorships of public companies



MR LAI GIN NYAP

Chief Operating Officer & Chief Financial Officer

- Aged 34, Malaysian
- Executive & Non-independent
- Appointed to the Board on 15 May 1997
- Graduated with a Bachelor of Accounting (Honours) from University of Malaya in 1992
- Prior to joining PTB in year 2000, he had several years' experience in the areas of finance and corporate finance during his tenure with FACB Resorts Berhad
- A member of Audit and Remuneration Committees of PTB
- Does not hold any other directorships of public companies

MR CHIN YIT KONG

Executive Director

- Aged 30, Malaysian
- Executive & Non-independent
- Appointed to the Board on 23 February 2000
- Graduated with a Bachelor of Economics (Honours) from London School of Economics, University of London in 1995 and obtained Masters of Business Administration in International Business (Honours) from University of Bristol, United Kingdom in 1997
- Began his career in FACB Group from 1996 to 1997 prior to joining PTB in 1998 and currently serving as a Corporate Finance Senior Manager
- Does not belong to any Board committee of PTB
- Does not hold any other directorships of public companies
- His father, Mr Chin Chee Kuang is deemed a major shareholder of PTB by virtue of his interest in Emden Investment Limited. Mr Chin Chee Kuang is also the brother of Tan Sri Dr Chen Lip Keong who is a director and major shareholder of PTB

Saved as disclosed, none of the Directors have:-

1. *any family relationship with any director and/or major shareholder;*
2. *any conflict of interest with PTB; and*
3. *any conviction for offences within the past 10 years other than traffic offences.*

SENIOR MANAGEMENT



1 Tiang Chong Seong
Managing Director, Property

2 Ong Wai Beng
General Manager, Finance & Administration

3 Law Buan Seng
Senior Manager, Sales & Marketing

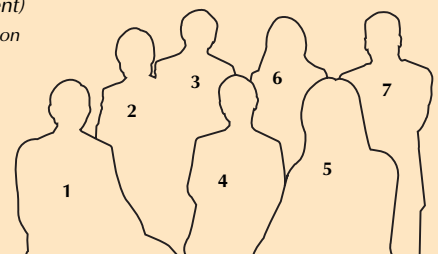
4 Puar Chin Jong
Senior Manager, Corporate Finance

5 Lorraine Khoo Bee Kim
Senior Manager, Company Secretarial

6 Jane Ng Poh Lian
Manager, Internal Audit

7 R. Birakasan
Manager, Property Development

8 Heon Chee Keong (*absent*)
Managing Director, Construction



CORPORATE GOVERNANCE

INTRODUCTION

The Board of Directors of the Company recognises its responsibility for good corporate governance and is committed to direct and manage the business of the Company and the Group towards enhancing business prosperity and corporate accountability with the ultimate aim of enhancing shareholders' value.

The Company has complied with the Best Practices in Corporate Governance embodied in Part 2 of the Malaysian Code on Corporate Governance ("the Code") and the ensuing paragraphs explain how the Company has applied the principles as set out in Part 1 of the Code.

THE BOARD OF DIRECTORS

The Board

The Board of Directors ("the Board") holds at least four (4) regularly scheduled meetings annually, with additional meetings convened when necessary. Six (6) Board meetings were held during the financial year ended 31 October 2001. The attendance record of each director during the financial year is as follows:-

Name of Directors	No. of meetings attended
Datuk Haji Jaafar Bin Abu Bakar	5/6
Tan Sri Dr Chen Lip Keong	4/6
Mr Wong Swee Min (<i>resigned on 31.10.2001</i>)	6/6
Mr Lai Gin Nyap	6/6
Mr Chin Yit Kong	6/6
Datuk Wan Kassim Bin Ahmed (<i>appointed on 02.07.2001</i>)	2/2
Mr Chong Kok Kong (<i>appointed on 31.10.2001</i>)	Not applicable

All directors have attended the Mandatory Accreditation Programmes prescribed by the Kuala Lumpur Stock Exchange ("KLSE").

Board Balance

The Company is led and managed by a Board comprising six (6) members with a wide range of business, financial, technical, public service and corporate experience and expertise.

The Board currently consists of three (3) executive and three (3) independent non-executive directors. The Company has met the KLSE's requirement in respect of having at least one third (1/3) of the membership of the board comprising independent directors. The composition of the Board reflects a commitment to maintain a sufficiently wide and relevant mix of backgrounds, skills and experience within the Board to provide strong and effective leadership and balanced control of the Group. The profiles of the Directors are set out in pages 10 to 12 of this Annual Report.

During the financial year, Mr Chong Kok Kong was appointed to the Board to represent the investment of the minority shareholders in the Company. The Board has also appointed Datuk Haji Jaafar Bin Abu Bakar as the senior independent non-executive Director. The roles of the Chairman and Chief Executive Officer are distinct and separate with their responsibilities clearly specified to ensure a balance of power and authority.



THE BOARD OF DIRECTORS (cont'd)

Board Balance (cont'd)

The executive directors have the responsibility of making and implementing operational decisions and running the Group's business. Non-executive directors play key supporting roles, contributing their knowledge and experience towards the formulation of strategies and policies and in the decision making process. Where a potential conflict of interest may arise, it is a mandatory practice for the director concerned to declare his interest and abstain from deliberations of the Board on the matter.

Supply of Information

The Board and its Committees are provided with written reports and supporting information on a timely manner, covering various aspects of the Group's operations and performance. The Board has unrestricted access to all staff for any information pertaining to the Group's affairs.

In addition, all directors have access to the advice and services of the company secretaries and independent professional advice is available in appropriate circumstances at the Company's expense in furtherance of their duties.

Appointments to the Board

The Nomination Committee was established on 30 October 2001 comprising Datuk Haji Jaafar Bin Abu Bakar (Chairman) and Datuk Wan Kassim Bin Ahmed. The terms of reference of the Nomination Committee have been adopted by the Board.

The duties of the Nomination Committee include considering candidates for Board vacancies and recommending directors who are retiring by rotation to be put forward for re-election. The Nomination Committee also reviews the Board's required mix of skills and experience and other qualities including core competencies which non-executive directors should bring to the Board.

Re-election

In accordance to the KLSE's Listing Requirements, at least one third (1/3) of the directors shall retire and be eligible for re-election at each Annual General Meeting. All directors are to retire from office at least once in every three (3) years. The Company's Articles of Association will be amended at the forthcoming general meeting to reflect such provisions.

DIRECTORS' REMUNERATION

The Remuneration Committee was established on 30 October 2001 consisting of two (2) non-executive directors and one (1) executive director. The Remuneration Committee comprises Datuk Haji Jaafar Bin Abu Bakar (Chairman), Datuk Wan Kassim Bin Ahmed and Mr Lai Gin Nyap. The terms of reference of the Remuneration Committee have been adopted by the Board.

The duty of the Remuneration Committee is to ensure that the remuneration of the directors commensurate with the skills, experience and responsibility of the directors. The directors concerned would abstain from discussions pertaining to their own remuneration.



DIRECTORS' REMUNERATION (cont'd)

Up to current date, only non-executive directors are provided with directors' fees. The directors' fees are proposed for approval by shareholders at the Company's Annual General Meeting, based on the recommendation of the Board. The remuneration of the Chief Executive Officer (Managing Director) and executive directors are for services rendered by them to the Group.

The Company also reimburses reasonable expenses incurred by the directors, in the course of carrying out their duties as directors.

Aggregate remuneration of directors categorised into appropriate components as at 31 October 2001 is as follows:

	Fees RM	Salaries RM	Others RM	Total RM
Executive	–	472,600	56,712	529,312
Non-Executive	118,472	–	–	118,472
	118,472	472,600	56,712	647,784

The number of directors whose remuneration falls within the following bands is as follows:

Range of remuneration (RM)	Executive	Non-Executive
0 – 50,000	–	3
51,000 – 100,000	1	1
101,000 – 150,000	–	–
151,000 – 200,000	1	–
201,000 – 250,000	1	–
	3	4

Note: Include a director who resigned during the financial year ended 31 October 2001

RELATIONSHIP WITH SHAREHOLDERS

Dialogue between the Company and Investors

The Group recognises the importance of accountability to its shareholders through proper, equal and timely dissemination of information on the Group's performance and major developments via appropriate channels of communication.

Dissemination of information includes the distribution of the Annual Report and relevant circulars, issuance of press releases inclusive of quarterly financial performance of the Group to KLSE and the public as well as press conferences.

The Company shall also endeavour to maintain regular dialogue and contact with analysts and institutional shareholders on new developments or progress of the Group's business.



RELATIONSHIP WITH SHAREHOLDERS (cont'd)

Annual General Meeting ("AGM")

The AGM is a platform for the Board and shareholders to communicate on the Group's performance and any matters which may be of concern or interest to shareholders. At the AGM, shareholders are given the opportunity to seek clarification on any matters pertaining to the business and financial performance of the Group.

ACCOUNTABILITY AND AUDIT

Financial Reporting

The Board is responsible to ensure that the financial statements prepared are drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia.

The quarterly financial results are reviewed by the Audit Committee and approved by the Board prior to the announcement to the KLSE.

Internal Control

The Board has overall responsibility for the Group's system of internal controls which encompasses financial, operational and compliance controls as well as risk management.

The internal control system is designed to meet the Group's particular needs and to manage the risks to which it is exposed. As such, this system can only provide reasonable but not absolute assurance against material misstatement or loss.

The key elements of the Group's internal control system include:

- hierarchical structure of reporting with clearly defined areas of responsibilities, scopes of authority and segregation of duties.
- defined policies, procedures and standards which have been established, reviewed periodically and updated to be in line with changes in the operating environment.
- conduct of independent appraisals by the internal and external auditors to ensure compliance with policies, procedures, standards, relevant external rules and regulation as well as to assess the adequacy and effectiveness of the Group's system of internal controls.

The company is also in the process of implementing a formalised risk management system to ensure that all high impact risk areas and exposures are adequately managed at various levels within the Group.

Relationship with the Auditors

The Board through the establishment of an Audit Committee maintains a formal and transparent relationship with the auditors. The roles of both the external and internal auditors are further described in the Audit Committee Report.



STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS

The provisions of the Companies Act 1965 requires the directors to be responsible in preparing the financial statements for each financial year which gives a true and fair view of the state of affairs of the Group and the Company and of the results and cash flows of the Group and of the Company for the financial year ended 31 October 2001.

In complying with these requirements, the directors are responsible for ensuring that proper accounting records are maintained and suitable accounting policies are adopted and applied consistently. In cases whereby judgement and estimates were required, the directors have ensured that these were made prudently and reasonably.

The directors also ensured that all applicable approved accounting standards have been followed and confirmed that the financial statements have been prepared on a going concern basis.

Additionally, the directors are also responsible for safeguarding the assets of the Company by taking reasonable steps to prevent and detect fraud and other irregularities.

AUDIT COMMITTEE REPORT

COMPOSITION

Members of the Audit Committee, their respective designations and directorships are as follows:

Datuk Haji Jaafar Bin Abu Bakar

Chairman, Independent Non-Executive Director

Datuk Wan Kassim Bin Ahmed

Member, Independent Non-Executive Director

Mr Lai Gin Nyap

Member, Executive Director

TERMS OF REFERENCE

Purpose

The primary objective of the Audit Committee (as a sub-committee of the Board) is to assist the Board in the effective discharge of its fiduciary responsibilities for good corporate governance, timely and accurate financial reporting and development and implementation of sound internal controls.

Reporting Responsibilities

The Audit Committee will report to the Board on the nature and extent of the functions performed by it and may make such recommendations to the Board on any audit and financial reporting matters as it may think fit.

Attendance at Meetings

The heads of finance and internal audit and a representative of the external audit shall normally attend meetings.

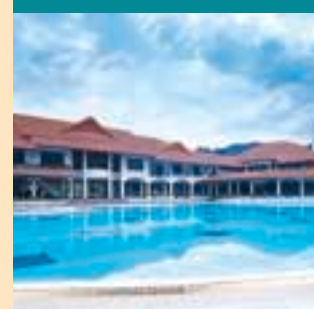
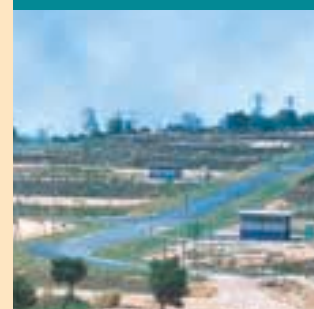
The Company Secretary shall be the secretary of the Committee. Other officers may be invited to brief the Committee on issues that are incorporated in the agenda.

Frequency of Meetings

A minimum of four (4) meetings a year shall be planned, although additional meetings may be called at any time at the Chairman's discretion.

During the financial year ended 31 October 2001, the Committee held a total of four (4) meetings. The details of attendance of the Committee members were as follows:

Name of Members	No. of meetings attended
Datuk Haji Jaafar Bin Abu Bakar	3/4
Datuk Wan Kassim Bin Ahmed (<i>appointed on 02.07.2001</i>)	1/1
Mr Lai Gin Nyap	4/4
Mr Wong Swee Min (<i>resigned on 02.07.2001</i>)	3/3



TERMS OF REFERENCE (cont'd)

Quorum

The quorum for a meeting shall be two (2) members of whom a majority shall be Independent Directors.

Authority

The Audit Committee is authorised by the Board to investigate any activity within its Terms of Reference. It is authorised to seek any information it requires from any employee for the purpose of discharging its functions and responsibilities.

The Committee may, with the approval of the Board, obtain legal or other advice from independent professionals and to appoint external parties with relevant experience and expertise to assist the Committee if it considers this necessary.

Duties

The duties of the Committee shall be:

- to consider the appointment of the external auditors, the audit fees and any questions of resignation or dismissal
- to review the nature and scope of the audit by the external auditors before commencement
- to review the quarterly and year end financial statements before submission to the Board

The review shall focus on:

- any changes in accounting policies and practices
 - major judgmental areas
 - significant audit adjustments from the external auditors
 - the going concern assumption
 - compliance with accounting standards and regulatory requirements
- to discuss problems and reservations arising from the interim and final audits and any matter the auditors may wish to discuss (in the absence of management, where necessary)
 - to review the external auditors' management letter and management's response
 - to review the adequacy of the scope, functions and resources of the internal audit function
 - to review the internal audit programmes, consider the major findings of internal audit investigations and management's response
 - to review the appraisal or assessment of the performance of the staff of the internal audit function
 - to approve any appointment or termination of senior staff of the internal audit function
 - to review any related party transactions that may arise within the Company or Group
 - to consider other related matters, as defined by the Board



SUMMARY OF ACTIVITIES

During the financial year, the activities of the Audit Committee included:

- reviewing the quarterly and year end financial statements and making recommendations to the Board
- deliberation over the internal audit and compliance reports
- reviewing and assisting in the development and implementation of sound and effective internal controls and business systems within the Group
- discussed and reviewed with the external auditors the results of their examination, their auditors' report and management letters in relation to the audit and accounting issues arising from the audit
- reviewing the Company's compliance with regards to the Revamped Listing Requirements of the KLSE and compliance with updates of new developments on accounting standards issued by the Malaysian Accounting Standards Board

INTERNAL AUDIT FUNCTION

The Audit Committee is supported by an Internal Audit department which reports directly to the Committee.

During the financial year, the Internal Audit department carried out, inter alia, the following activities:

- formulated and agreed with the Audit Committee on the audit plan, strategy and scope of work
- reviewed compliance with internal policies, procedures and standards, relevant external rules and regulations, as well as assessed the adequacy and effectiveness of the Group's internal controls
- analysed and assessed certain key business processes, report findings, and made recommendations to improve their effectiveness
- assisted the Board and management on the implementation of the Malaysian Code of Corporate Governance
- other on-going assurance and advisory work to the Board and management





All the above companies are wholly-owned subsidiaries of Petaling Tin Berhad except for Fandison Resources Management Ltd which is a 40% owned associated company.

OTHER INFORMATION

MATERIAL CONTRACTS

Material contracts entered into by the Company and its subsidiaries involving directors' and major shareholders' interests still subsisting at the end of the financial year ended 31 October 2001 or entered into since the end of the previous financial year are as follows:

- (a) In conjunction with the acquisition of the Golden Domain Group by the Company, the vendors, namely Tan Sri Dr Chen Lip Keong and Mr Chin Chee Kuang, had entered into a Profit Guarantee Agreement with the Company on 15 September 1999. Golden Domain Group comprises Golden Domain Holdings Sdn Bhd, Golden Domain Development Sdn Bhd ("GDDSB"), Magilds Industrial Park Sdn Bhd, Majurama Developments Sdn Bhd and GDDSB's acquired projects.

Pursuant to the said agreement, the vendors had granted a profit guarantee ("Profit Guarantee") totalling RM51.637 million for the three (3) financial years from 31 October 2000 to 31 October 2002 ("Profit Guarantee Period"). The Profit Guarantee is secured in the form of securities deposited with a stakeholder. Any shortfall in aggregate actual profits as compared to the Profit Guarantee at the end of the Profit Guarantee Period shall be recovered via realisation of the said securities.

Tan Sri Dr Chen Lip Keong is a director and currently a major shareholder of the Company and Mr Chin Chee Kuang, a brother of Tan Sri Dr Chen Lip Keong, is deemed a major shareholder of the Company by virtue of his interest in Emden Investment Limited. Mr Chin Yit Kong, a director of the Company, is a son of Mr Chin Chee Kuang.

- (b) On 11 September 2000, the Company entered into a conditional Share Sale Agreement to acquire 62,400,000 ordinary shares of HKD1.00 each representing 80% equity interest in Naga Resorts & Casinos Limited ("NRCL") from Sharpwin International Limited ("SIL") for a purchase consideration of RM1,307,200,000 to be satisfied vide the issue of 1,233,207,547 new ordinary shares of RM1.00 each by the Company to the vendor at an issue price of RM1.06 per share. Tan Sri Dr Chen Lip Keong, a director of the Company, owns 80% equity interest in SIL indirectly vide a holding company, Starling Trading Limited.

However, the above agreement has lapsed following the Company's withdrawal of its application to relevant authorities in July 2001.

NON-AUDIT FEES

Non-audit fees amounting to RM75,000 were paid to external auditors for the financial year ended 31 October 2001 in respect of the proposed acquisition of NRCL.

PROFIT GUARANTEE

There is a cumulative shortfall of RM5.07 million in aggregate actual profits as compared to the Profit Guarantee granted by vendors of the Golden Domain Group for the two (2) financial years ended 31 October 2000 and 2001.

Any shortfall in actual profits compared to the Profit Guarantee can only be recovered at the end of the Profit Guarantee Period which expires on 31 October 2002 via the realisation of securities deposited by the vendors with a stakeholder. Therefore the cumulative shortfall of RM5.07 million up to 31 October 2001 shall be carried forward to the next financial year.



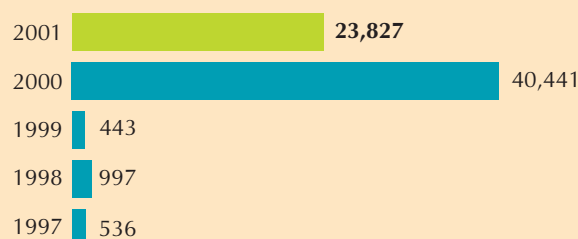
FIVE YEARS' COMPARATIVE RESULTS

	2001	2000	1999	1998	1997
Operating revenue (RM'000)	23,827	40,441	443	997	536
Profit / (Loss) before taxation (RM'000)	2,506	7,311	(3,749)	(15,827)	(5,791)
Profit / (Loss) after taxation (RM'000)	589	4,331	(3,757)	(15,870)	(5,825)
Shareholders' fund (RM'000)	257,091	86,702	8,154	11,911	27,198
Total assets employed (RM'000)	449,791	476,242	292,231	25,331	37,119
Net tangible assets (RM'000)	257,091	86,702	8,134	11,899	26,122
Gearing ratio (times)*	– **	0.04	1.76	0.89	0.22
Net tangible assets per share (RM)	1.04	0.86	0.40	0.59	1.30
Earnings / (Loss) per share (sen)					
Basic	0.4	5.3	(10.7)	(78.7)	(28.9)
Fully diluted	0.2	1.9	–	–	–

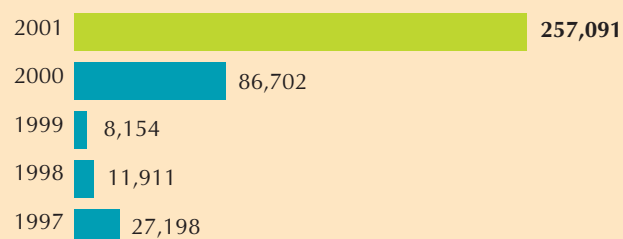
* calculated based on bank borrowings (excluding ICULS) over shareholders' funds

** negligible

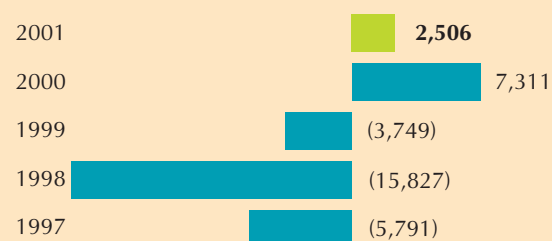
Operating Revenue (RM'000)



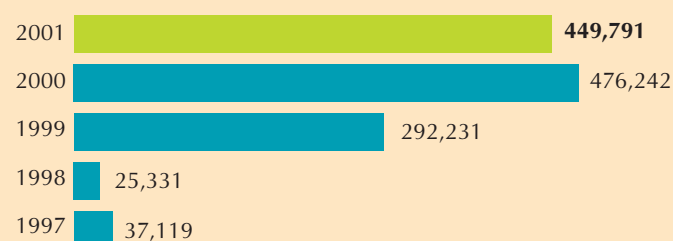
Shareholders' Fund (RM'000)



Profit / (Loss) Before Taxation (RM'000)



Total Assets Employed (RM'000)



FINANCIAL STATEMENTS

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DIRECTORS' REPORT

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the year ended 31 October 2001.

PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding and provision of management services. The principal activities of the subsidiary companies are disclosed in note 3 to the financial statements. There have been no significant changes in the nature of these activities during the year.

RESULTS

	GROUP RM	COMPANY RM
Profit/(Loss) for the year	588,661	<u>(4,020,108)</u>

DIVIDENDS

No dividend has been paid, declared or proposed since the end of the Company's previous financial year.

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the year other than those mentioned in the financial statements.

BAD AND DOUBTFUL DEBTS

Before the income statements and balance sheets of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of provisions for doubtful debts, and have satisfied themselves that there were no known bad debts and that adequate provision had been made for doubtful debts.

At the date of this report, the Directors of the Company are not aware of any circumstances which would require the writing off of bad debts, or the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent.

CURRENT ASSETS

Before the income statements and balance sheets of the Group and of the Company were made out, the Directors took reasonable steps to ensure that any current assets 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 have 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 which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

VALUATION METHODS

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

CONTINGENT AND OTHER LIABILITIES

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

- (i) 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 liabilities of any other person, or
- (ii) any contingent liability in respect of the Group or of the Company which has arisen since the end of the financial year.

No contingent liability or other liability of the Group or of the Company 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 as and when they fall due.

CHANGE OF CIRCUMSTANCES

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 of the Group and of the Company which would render any amount stated in the financial statements misleading.

ITEMS OF AN UNUSUAL NATURE

In the opinion of the Directors:-

- (i) the results of the operations of the Group and of the Company for the financial year were not substantially affected by any item, transaction or event of a material and unusual nature.

DIRECTORS' REPORT (cont'd)

ITEMS OF AN UNUSUAL NATURE (cont'd)

- (ii) 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 and of the Company for the financial year in which this report is made.

ISSUE OF SHARES

During the year, the following issues of shares were made by the Company:-

Date of Issue	Class	Number	Terms And Purpose of Issue
05.03.2001 and 04.09.2001	Ordinary RM1.00	73,577,586 and 72,801,724 respectively	Conversion from Irredeemable Convertible Unsecured Loan Stocks 2000/2010

CONVERSION OF IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2000/2010 ("ICULS")

The particulars of the conversion of the ICULS up to the end of the current financial year are as follows:-

- (a) on 5 March 2001, RM85,350,000 nominal value of ICULS were converted into 73,577,586 fully paid ordinary shares of RM1.00 each of the Company at a conversion price of RM1.16 each; and
- (b) on 4 September 2001, RM84,450,000 nominal value of ICULS were converted into 72,801,724 fully paid ordinary shares of RM1.00 each of the Company at a conversion price of RM1.16 each.

The terms of issue of the ICULS are as disclosed in note 20 to the financial statements.

DETACHABLE WARRANTS 2000/2010 ("WARRANTS")

There were no warrants exercised during the financial year.

DIRECTORS OF THE COMPANY

The Directors in office since the date of the last report are:-

DATUK HAJI JAAFAR BIN ABU BAKAR
TAN SRI DR CHEN LIP KEONG
WONG SWEE MIN (*resigned on 31.10.2001*)
LAI GIN NYAP

DIRECTORS OF THE COMPANY (cont'd)

CHIN YIT KONG

DATUK WAN KASSIM BIN AHMED (appointed on 02.07.2001)

CHONG KOK KONG (appointed on 31.10.2001)

DIRECTORS' INTEREST IN SHARES, ICULS AND WARRANTS

Particular of Directors' interest in the shares, ICULS and warrants of the Company during the financial year according to the registers required to be kept under Section 134 of the Companies Act, 1965 are as follows:-

	Number of Ordinary Shares of RM1.00 Each			
	At 01.11.2000	Bought	Sold	At 31.10.2001
Direct Interest				
Datuk Haji Jaafar Bin Abu Bakar	5,000	–	–	5,000
Tan Sri Dr Chen Lip Keong	20,435,096	48,362,068*	–	68,797,164
Lai Gin Nyap	5,000	–	–	5,000
Chin Yit Kong	1,000	–	–	1,000

Indirect Interest

Tan Sri Dr Chen Lip Keong	5,097,524	22,060,345*	–	27,157,869
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* Conversion of ICULS

	Amount of ICULS At Nominal Value of RM1.00 Each			
	At 01.11.2000	Acquired	Converted/ Transferred	At 31.10.2001
Direct Interest				
Tan Sri Dr Chen Lip Keong	93,499,999	–	(56,100,000)	37,399,999
Indirect Interest				
Tan Sri Dr Chen Lip Keong	85,300,001	–	(51,180,000)	34,120,001

	Number of Warrants			
	At 01.11.2000	Allotted	Sold	At 31.10.2001
Direct Interest				
Datuk Haji Jaafar Bin Abu Bakar	2,000	–	–	2,000
Tan Sri Dr Chen Lip Keong	10,217,048	–	–	10,217,048
Lai Gin Nyap	2,000	–	–	2,000

DIRECTORS' INTEREST IN SHARES, ICULS AND WARRANTS (cont'd)

The conversion price of ICULS and the exercise price of Warrants has been determined at RM1.16 for each new ordinary shares of RM1.00 of the Company.

In accordance with the existing Articles 77 and 79(c) of the Company's Articles of Association and paragraph 7.28 (2) of the Listing Requirements of the Kuala Lumpur Stock Exchange, Mr Chin Yit Kong, Datuk Wan Kassim bin Ahmed, Mr Chong Kok Kong and Tan Sri Dr Chen Lip Keong retire from the board at the forthcoming annual general meeting and being eligible offer themselves for re-election.

DIRECTORS' BENEFITS

Since the end of the previous financial year, no director of the Company has received or become entitled to receive any benefit (other than the Directors' remuneration disclosed in note 23 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 the Director is a member, or with a company in which the Director has a substantial financial interest.

Neither during nor at the end of the financial year, was the Company a party to any arrangements whose object is to enable the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

SIGNIFICANT EVENTS

- (a) On 20 November 2000, a subsidiary company, Golden Domain Holdings Sdn. Bhd., subscribed 249,998 ordinary shares of RM1.00 each in its subsidiary company, Lembah Langat Development Sdn. Bhd., for a total cash consideration of RM249,998.
- (b) On 5 March 2001, RM85,350,000 nominal value of ICULS were converted into 73,577,586 fully paid ordinary shares of RM1.00 each of the Company at a conversion price of RM1.16 each. The new shares rank pari passu with the existing shares.

As a result of the conversion, the issued and fully paid share capital of the Company was increased from RM100,844,060 to RM174,421,646 as at 5 March 2001.

- (c) The Company executed a share sale agreement on 11 September 2000 for the proposed acquisition of 62,400,000 ordinary shares of HKD1.00 each representing 80% equity interest in Naga Resorts & Casinos Limited from Sharpwin International Limited for a purchase consideration of RM1,307,200,000 (equivalent to USD344,000,000 based on the exchange rate of RM3.80 per USD1.00) to be satisfied by the issuance of 1,233,207,547 new ordinary shares of RM1.00 each in the Company at an issue price of RM1.06 per share, subject to approval from the relevant authorities. The above application to the relevant authorities has been withdrawn on 23 July 2001 and therefore the conditional share sale agreement was aborted.

(d) On 4 September 2001, RM84,450,000 nominal value of ICULS were converted into 72,801,724 fully paid ordinary shares of RM1.00 each of the Company at a conversion price of RM1.16 each. The new shares rank pari passu with the existing shares.

As a result of the conversion, the issued and fully paid share capital of the Company was increased from RM174,421,646 to RM247,223,370 as at 4 September 2001.

(e) On 30 October 2001, the Company acquired 2 ordinary shares of RM1.00 each representing 100% of the issued and paid-up share capital of Petaling Ventures Sdn. Bhd. (formerly known as Intensive Strategies Sdn. Bhd.), a company incorporated in Malaysia, for a cash consideration of RM2.00.

AUDITORS

The auditors, Messrs. Moore Stephens, have expressed their willingness to continue in office.

On Behalf of the Board

Datuk Haji Jaafar Bin Abu Bakar

Director

Lai Gin Nyap

Director

Kuala Lumpur
25 February 2002

STATEMENT BY DIRECTORS

We, the undersigned, being two of the Directors of the Company, state that in the opinion of the Directors, the accompanying financial statements as set out on pages 34 to 65, are drawn up 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 the state of affairs of the Group and of the Company as at 31 October 2001 and of the results of the operations, changes in equity and cash flows of the Group and of the Company for the year ended on that date.

On Behalf of the Board

Datuk Haji Jaafar Bin Abu Bakar

Director

Lai Gin Nyap

Director

Kuala Lumpur
25 February 2002

STATUTORY DECLARATION

I, Lai Gin Nyap, NRIC No.: 680731-08-5493, being the Director primarily responsible for the financial management of the Company, do solemnly and sincerely declare that the financial statements as set out on pages 34 to 65 are to the best of my knowledge and belief, 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.

Lai Gin Nyap

Director

Subscribed and solemnly declared at
Kuala Lumpur in the Federal Territory
this 25th day of February, 2002

Before me

Nordin Bin Hassan

No: W321

Commissioner for Oaths

REPORT OF THE AUDITORS TO THE MEMBERS

We have audited the financial statements set out on pages 34 to 65.

The preparation of the financial statements are the responsibility of the Company's Directors. Our responsibility is to express an opinion on the financial statements based on our audit.

We conducted our audit in accordance with the approved standards on auditing in Malaysia. These standards require that we plan and perform the audit to obtain all the information and explanations, which we considered necessary to provide us with sufficient evidence to give reasonable assurance that the financial statements are free of material misstatement. Our audit includes examining, on a test basis, evidence relevant to the amounts and disclosures in the financial statements. Our audit includes an assessment of the accounting principles used and significant estimates made by the Directors as well as evaluating the overall adequacy of the presentation of information in the financial statements. We believe our audit provides a reasonable basis for our opinion.

In our opinion:-

(a) the financial statements which have been prepared under the historical cost convention, are properly drawn up 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 of the Group and of the Company; and

(ii) the state of affairs of the Group and of the Company as at 31 October 2001 and of the results of the operations, changes in equity and cash flows of the Group and of the Company for the year ended on that date;

and

(b) the accounting and other records and the registers required by the Companies Act, 1965, to be kept by the Company and its subsidiary companies of which we have acted as auditors have been properly kept in accordance with the provisions of the said Act.

We are satisfied that the financial statements of the subsidiary companies 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 these purposes.

Our auditors' reports on the financial statements of the subsidiary companies were not subject to any qualification and did not include any comment made under Section 174(3) of the Companies Act, 1965.

Moore Stephens

Chartered Accountants
(AF.0282)

Chong Kwong Chin

707/4/02 (J/PH)
Partner

Kuala Lumpur
25 February 2002

BALANCE SHEETS AS AT 31 OCTOBER 2001

	NOTE	GROUP		COMPANY	
		2001 RM	2000 RM	2001 RM	2000 RM
NON-CURRENT ASSETS					
Property, plant and equipment	2	14,259,520	16,630,276	410,384	246,495
Investment in subsidiary companies	3	–	–	187,555,004	188,013,207
Interest in associated company	4	–	–	–	–
Investment properties	5	87,638,700	87,638,700	–	–
Deferred land and development expenditure	6	161,564,689	161,485,197	–	–
		263,462,909	265,754,173	187,965,388	188,259,702
CURRENT ASSETS					
Land and development expenditure	6	127,697,868	119,825,869	–	–
Inventories	7	15,658,252	18,225,092	–	–
Short term investments	8	372,982	372,982	371,001	371,001
Trade debtors	9	38,668,957	30,096,479	–	–
Other debtors, deposits and prepayments	10	1,110,557	3,385,836	163,041	1,294,951
Amount owing by subsidiary companies	11	–	–	184,050,661	153,792,051
Deposits with licensed banks	12	484,500	33,724,000	50,000	33,285,000
Cash and bank balances	13	2,335,165	4,857,535	319,238	1,011,386
		186,328,281	210,487,793	184,953,941	189,754,389

	NOTE	GROUP		COMPANY	
		2001 RM	2000 RM	2001 RM	2000 RM
CURRENT LIABILITIES					
Trade creditors	14	8,112,231	5,882,354	7,091	19,109
Other creditors and accruals	15	17,853,431	46,316,551	4,107,274	5,214,018
Hire purchase creditors	16	63,630	70,728	13,619	26,718
Term loan - secured	17	1,032,206	3,662,206	–	–
Taxation		10,614,352	8,169,622	–	–
		37,675,850	64,101,461	4,127,984	5,259,845
NET CURRENT ASSETS		148,652,431	146,386,332	180,825,957	184,494,544
		412,115,340	412,140,505	368,791,345	372,754,246
CAPITAL AND RESERVES					
Share capital	18	247,223,370	100,844,060	247,223,370	100,844,060
Reserves	19	9,867,289	(14,142,062)	6,798,930	(12,601,652)
SHAREHOLDERS' EQUITY		257,090,659	86,701,998	254,022,300	88,242,408
NON-CURRENT LIABILITIES					
Hire purchase creditors	16	69,045	54,608	69,045	11,838
Irredeemable Convertible Unsecured Loan Stocks	20	114,700,000	284,500,000	114,700,000	284,500,000
Deferred taxation	21	40,255,636	40,883,899	–	–
		155,024,681	325,438,507	114,769,045	284,511,838
		412,115,340	412,140,505	368,791,345	372,754,246

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

INCOME STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2001

	NOTE	GROUP		COMPANY	
		2001 RM	2000 RM	2001 RM	2000 RM
OPERATING REVENUE	22	23,826,851	40,440,822	1,349,536	933,829
COST OF SALES		(12,947,842)	(29,460,476)	–	–
GROSS PROFIT		10,879,009	10,980,346	1,349,536	933,829
OTHER OPERATING REVENUE		1,212,596	1,327,319	709,772	849,267
DISTRIBUTION COSTS		(82,717)	(74,032)	(21,883)	(33,934)
ADMINISTRATIVE COSTS		(5,636,521)	(3,624,592)	(3,506,261)	(2,431,716)
OTHER OPERATING COSTS		(3,820,401)	(952,522)	(2,534,916)	(869,000)
		(9,539,639)	(4,651,146)	(6,063,060)	(3,334,650)
PROFIT/(LOSS) FROM OPERATIONS		2,551,966	7,656,519	(4,003,752)	(1,551,554)
FINANCE COSTS		(46,091)	(345,995)	(16,356)	(10,179)
PROFIT/(LOSS) BEFORE TAXATION	23	2,505,875	7,310,524	(4,020,108)	(1,561,733)
TAXATION	24	(1,917,214)	(2,979,073)	–	–
PROFIT/(LOSS) FOR THE YEAR		588,661	4,331,451	(4,020,108)	(1,561,733)
EARNINGS PER SHARE (SEN)	25				
- Basic		0.36	5.3		
- Fully diluted		0.17	1.9		

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

STATEMENTS OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 OCTOBER 2001

	Share Capital RM	Share Premium RM	Reserves RM	Accumulated Losses RM	Total Shareholders' Equity RM
GROUP					
At 01.11.1999	20,168,412	11,171,411	2,583,709	(25,769,839)	8,153,693
Allotted during the year	80,673,648	–	–	–	80,673,648
Warrants exercised during the year	2,000	320	–	–	2,320
Expenses in connection with the issue of shares	–	(6,459,114)	–	–	(6,459,114)
Net profit for the year	–	–	–	4,331,451	4,331,451
At 31.10.2000	100,844,060	4,712,617	2,583,709	(21,438,388)	86,701,998
Conversion of Irredeemable Convertible Unsecured Loan Stocks	146,379,310	23,420,690	–	–	169,800,000
Net profit for the year	–	–	–	588,661	588,661
At 31.10.2001	247,223,370	28,133,307	2,583,709	(20,849,727)	257,090,659

STATEMENTS OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 OCTOBER 2001 (cont'd)

	Share Capital RM	Share Premium RM	Reserves RM	Accumulated Losses RM	Total Shareholders' Equity RM
COMPANY					
At 01.11.1999	20,168,412	11,171,411	3,363,987	(19,116,523)	15,587,287
Allotted during the year	80,673,648	–	–	–	80,673,648
Warrants exercised during the year	2,000	320	–	–	2,320
Expenses in connection with the issue of shares	–	(6,459,114)	–	–	(6,459,114)
Net loss for the year	–	–	–	(1,561,733)	(1,561,733)
At 31.10.2000	100,844,060	4,712,617	3,363,987	(20,678,256)	88,242,408
Conversion of Irredeemable Convertible Unsecured Loan Stocks	146,379,310	23,420,690	–	–	169,800,000
Net loss for the year	–	–	–	(4,020,108)	(4,020,108)
At 31.10.2001	247,223,370	28,133,307	3,363,987	(24,698,364)	254,022,300

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

CASH FLOW STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2001

	NOTE	GROUP		COMPANY	
		2001 RM	2000 RM	2001 RM	2000 RM
CASH FLOWS FROM OPERATING ACTIVITIES					
Profit/(Loss) Before Taxation		2,505,875	7,310,524	(4,020,108)	(1,561,733)
Adjustments for:-					
Bad debts written off		-	287,229	-	287,229
Depreciation of property, plant and equipment		1,878,172	1,838,956	143,527	64,635
Dividend revenue		(19,786)	(10,561)	(19,520)	(10,281)
Gain on disposal of property, plant and equipment		(66,807)	(80,608)	(66,807)	-
Loss on disposal of quoted shares		-	3,905	-	3,905
Impairment loss on property, plant and equipment		800,000	-	-	-
Interest expenses		43,181	342,580	13,446	8,334
Interest revenue		(664,955)	(544,533)	(457,958)	(531,932)
Preliminary expenses written off		-	5,833	-	-
Pre-operating expenses written off		-	26,959	-	-
Write down inventories to net realisable value		93,973	-	-	-
Provision for diminution in value of quoted shares		-	129,164	-	129,164
Provision for doubtful debts		141,325	-	56,873	-
Provision for doubtful debts no longer required		-	(37,327)	-	(37,327)
<hr/>					
Operating Profit/(Loss) Before Working Capital Changes		4,710,978	9,272,121	(4,350,547)	(1,648,006)
<hr/>					
Decrease/(Increase) in inventories		2,472,867	(18,213,083)	-	-
(Increase)/Decrease in debtors		(6,443,562)	(24,695,571)	1,069,999	(430,989)
(Decrease)/Increase in creditors		(25,722,964)	29,602,787	(660,557)	1,221,528
Increase in amount owing by subsidiary companies		-	-	(30,258,610)	(39,646,490)
Increase in land and development expenditure		(8,409,696)	(22,815,363)	-	-
<hr/>					
Cash Used In Operations Carried Down		(33,392,377)	(26,849,109)	(34,199,715)	(40,503,957)

CASH FLOW STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2001 (cont'd)

	NOTE	GROUP		COMPANY	
		2001 RM	2000 RM	2001 RM	2000 RM
Cash Used In Operations					
Brought Down		(33,392,377)	(26,849,109)	(34,199,715)	(40,503,957)
Interest paid		(43,181)	(342,580)	(13,446)	(8,334)
Interest received		664,955	544,533	457,958	531,932
Tax (paid)/refunded		(147,783)	(26,312)	5,038	–
Net Cash Used In Operating Activities		(32,918,386)	(26,673,468)	(33,750,165)	(39,980,359)
CASH FLOWS FROM INVESTING ACTIVITIES					
Acquisition of subsidiary companies, net of cash acquired	26	–	1,998	–	–
Deferred expenditure incurred		–	(5,708)	–	–
Dividend received		19,786	10,561	19,520	10,281
Proceeds from disposal of property, plant and equipment		90,250	217,000	90,250	–
Proceeds from disposal of quoted shares		–	1,750	–	1,750
Purchase of property, plant and equipment	27	(246,859)	(63,881)	(246,859)	(63,881)
Placement of fixed deposits		(434,500)	–	–	–
Purchase of investment		–	–	(2)	(2)
Net Cash (Used In)/Generated From Investing Activities		(571,323)	161,720	(137,091)	(51,852)
		(33,489,709)	(26,511,748)	(33,887,256)	(40,032,211)

	NOTE	GROUP		COMPANY	
		2001 RM	2000 RM	2001 RM	2000 RM
CASH FLOWS FROM FINANCING ACTIVITIES					
Expenses in connection with the issue of shares		-	(6,459,114)	-	(6,459,114)
Proceeds from issuance of share capital		-	80,675,968	-	80,675,968
Repayment to hire purchase creditors		(76,661)	(215,140)	(39,892)	(30,916)
Term loan repayment		(2,630,000)	(9,316,629)	-	-
Net Cash (Used In)/Generated From Financing Activities		(2,706,661)	64,685,085	(39,892)	74,185,938
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS					
		(36,196,370)	38,173,337	(33,927,148)	34,153,727
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR					
		38,531,535	358,198	34,246,386	92,659
CASH AND CASH EQUIVALENTS AT END OF THE YEAR					
	28	2,335,165	38,531,535	319,238	34,246,386

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

The financial statements of the Group and of the Company have been prepared in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia.

1. ACCOUNTING POLICIES

(a) *Basis of Accounting*

The financial statements of the Group and of the Company have been prepared under the historical cost convention other than those mentioned in note 7 to the financial statements. Certain development properties of the subsidiary companies are stated in the Group's financial statements at values reflecting the effective acquisition costs to the Group (Group cost) of these assets.

(b) *Basis of Consolidation*

The consolidated financial statements include the financial statements of the Company and its subsidiary companies made up to the balance sheet date. The results of subsidiary companies acquired during the year are included in the consolidated income statement from the date of their acquisition. All inter-company balances and significant transactions have been eliminated on consolidation.

All subsidiary companies are consolidated using the acquisition accounting method. The results of subsidiary companies acquired or disposed of during the financial year are included in the consolidated income statements from the date of their acquisition or up to the date of their disposal.

At the date of acquisition, the fair values of the subsidiary companies' net assets are determined and these values are incorporated in the consolidated financial statements. Any difference between the cost of investment and the fair value of the net assets of the subsidiary companies that remains is shown in the balance sheet as goodwill or reserve on consolidation.

(c) *Investments*

Investment in subsidiary companies and associated company are stated at cost and provision is made for any permanent diminution in value determined on an individual basis.

Investment in quoted and unquoted shares held as long term investments are stated at cost and are only written down when the Directors consider that there is a permanent diminution in the value of the investments.

Short term investments in quoted shares are stated at lower of cost and market value on an aggregate basis.

(d) *Investment Properties*

Investment properties comprises properties which are held for investment potential. It is the Group's policy to maintain these properties in a high standard and condition. As such, these properties maintain their residual value of not less than their respective book value such that depreciation would be negligible. In view of this, no depreciation is provided for these properties. The related maintenance expenditure is dealt with in the income statement. It is the Group's policy to appraise the investment properties once in every five years by independent professional valuation based on open market values. Any surplus or deficit therefrom will be dealt with in the revaluation surplus account.

1. ACCOUNTING POLICIES (cont'd)

(e) *Associated Companies*

An associated company is defined as a company, not being a subsidiary company, in which the Group has a long term equity interest of between 20% to 50% and in whose financial and operating decisions, the Group exercises significant influence.

The consolidated income statement includes the Group's share of the associated companies' profits less losses based on the audited or management accounts of the associated companies after adjustments for depreciation of depreciable assets stated at fair values to the Group and amortisation or write down of goodwill or reserve on acquisition of the associated companies. The share of losses of associated companies are limited to the carrying value of the investment determined on an individual basis.

(f) *Property, Plant and Equipment and Depreciation*

Property, plant and equipment are stated at cost less accumulated depreciation and impairment loss except for freehold land which is not amortised.

Leasehold land and mines' development costs are amortised on a straight line basis over the expected working lives of the mines. Since the cessation of the mining operations in 1997, all mines' development costs have been fully amortised to the income statement.

Dredge is depreciated on a straight line basis so as to write down its cost to its estimated net residual value by the end of its expected useful life.

Fully depreciated property, plant and equipment are retained in the financial statements at a nominal value of RM1.00 each until they are no longer in use and no further charge for depreciation is made in respect of these assets.

All other property, plant and equipment are depreciated on the straight line method to write off the cost of the assets over their estimated useful lives.

The principal annual rates used for this purpose are:-

Buildings	2%
Plant and equipment	10% - 33%
Motor vehicles	20%

The carrying amounts of property, plant and equipment are reviewed at each balance sheet date to determine whether there is any indication of impairment. If such an indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an item of property, plant and equipment exceeds its recoverable amount.

An impairment loss is recognised as an expense in the income statement. However, an impairment loss on a revalued asset will be treated as a revaluation deficit to the extent that the loss does not exceed the amount held in the revaluation reserve account in respect of the same asset.

1. ACCOUNTING POLICIES (cont'd)

(f) *Property, Plant and Equipment and Depreciation (cont'd)*

Any subsequent increase in recoverable amount due to a reversal of impairment loss is restricted to the carrying amount that would have been determined (net of accumulated depreciation) had no impairment loss been recognised in prior years. The reversal of impairment loss is recognised as revenue in the income statement. However, the reversal of impairment loss on a revalued asset will be treated as a revaluation surplus.

(g) *Land and Development Expenditure*

Land and development expenditure consists of land, stated at cost to the Group which is currently under active development and it is expected to be completed within the normal operating cycles, and development expenditure incurred to date including borrowing costs and a proportion of estimated profit attributable to development work performed to date, less progress payments received and receivable.

Group cost arising from acquisition of property development subsidiary companies is amortised over the period of development by reference to the percentage of completion of the development properties.

Where foreseeable losses on development projects are anticipated, full provision for these losses is made in the financial statements.

Deferred land and development expenditure comprise land held for future development, are stated at Group cost.

(h) *Inventories*

Inventories are stated at the lower of cost and net realisable value and are determined on the weighted average basis. Costs include the actual cost of materials and incidental in bringing the inventories into store and for finished goods, they include labour and an appropriate proportion of production overheads.

In arriving at net realisable value, due allowance has been made for all obsolete and slow-moving inventories.

Inventories of completed unsold properties are stated at the lower of cost or net realisable value. Cost comprise attributable land and development expenditure incurred up to completion of the properties.

(i) *Debtors*

Known bad debts are written off and specific provision is made for those debts considered to be doubtful of collection.

1. ACCOUNTING POLICIES (cont'd)

(j) Revenue Recognition

Profit from development properties sold is recognised based on the percentage of completion method where the outcome of the development can be reliably estimated, in the proportion which total costs incurred to date bear to the total estimated costs of the development.

Sales of goods are recognised when goods are delivered or services performed.

Dividend revenue from quoted investment and rental revenue are recognised on the receipt basis.

Interest revenue is recognised on receivable basis.

(k) Hire Purchase

Cost of property, plant and equipment acquired under the hire purchase instalment plans are capitalised as property, plant and equipment and depreciated in accordance with the Company's policy on depreciation of property, plant and equipment. The hire purchase obligations are included in creditors and the related financing charges are allocated to the income statement on the sum-of-digit method.

(l) Transactions In Foreign Currencies

Transactions in foreign currencies are translated into Ringgit Malaysia at the rates of exchange ruling at the dates of the transactions and where settlement had not taken place by 31 October 2001, at the approximate rates ruling as at that date. All gains and losses on exchange are included in the income statement.

The principal exchange rate (denominated in unit of Ringgit Malaysia per foreign currency) used in translating at the financial year end is as follows:-

	2001	2000
	RM	RM
U.S. Dollar	3.80	3.80

(m) Deferred Taxation

Provision is made by using the liability method for deferred taxation in respect of all material timing differences except where it is thought reasonable that the tax effects of such deferrals will continue in the foreseeable future. Deferred tax benefits are only recognised to the extent of any deferred tax liability and where there is a reasonable expectation of realisation in the near future.

1. ACCOUNTING POLICIES (cont'd)

(n) *Cash and Cash Equivalents*

Cash and cash equivalents consists of cash and bank balances, demand deposits, bank overdrafts and highly liquid investments that are readily convertible to known amount of cash and are subject to an insignificant risk of changes in value.

(o) *Capitalisation of Borrowing Costs*

Interest incurred on borrowings related to development properties is capitalised during the period when activities to develop and construct these assets are in progress. Capitalisation of borrowing costs will cease when these assets are ready for their intended sale.

2. PROPERTY, PLANT AND EQUIPMENT

	Freehold Land RM	Short Term Leasehold Land RM	Development Costs & Dredge RM	Buildings RM	Plant & Equipment RM	Motor Vehicles RM	Total RM
GROUP							
COST							
At 01.11.2000	95,118	3,431,398	26,481,516	6,889,909	19,937,252	432,778	57,267,971
Additions	–	–	–	–	210,859	120,000	330,859
Disposals	–	–	–	–	(240,592)	(175,426)	(416,018)
At 31.10.2001	95,118	3,431,398	26,481,516	6,889,909	19,907,519	377,352	57,182,812
ACCUMULATED DEPRECIATION							
At 01.11.2000	–	3,431,396	26,481,516	1,921,206	8,508,712	294,865	40,637,695
Charge for the year	–	–	–	105,715	1,696,118	76,339	1,878,172
Disposals	–	–	–	–	(240,592)	(151,983)	(392,575)
At 31.10.2001	–	3,431,396	26,481,516	2,026,921	9,964,238	219,221	42,123,292

2. PROPERTY, PLANT AND EQUIPMENT (cont'd)

	Freehold Land RM	Short Term Leasehold Land RM	Development Costs & Dredge RM	Buildings RM	Plant & Equipment RM	Motor Vehicles RM	Total RM
GROUP							
NET BOOK VALUE AT 31.10.2001	95,118	2	–	4,862,988	9,943,281	158,131	15,059,520
IMPAIRMENT LOSS	–	–	–	(600,000)	(200,000)	–	(800,000)
NET CARRYING VALUE AT 31.10.2001	95,118	2	–	4,262,988	9,743,281	158,131	14,259,520
NET BOOK VALUE AT 31.10.2000	95,118	2	–	4,968,703	11,428,540	137,913	16,630,276
Depreciation charge for the year ended 31.10.2000	–	–	–	105,741	1,614,819	118,396	1,838,956
COMPANY							
COST							
At 01.11.2000	95,118	3,431,398	26,481,516	1,604,061	4,065,790	176,626	35,854,509
Additions	–	–	–	–	210,859	120,000	330,859
Disposals	–	–	–	–	(240,592)	(175,426)	(416,018)
At 31.10.2001	95,118	3,431,398	26,481,516	1,604,061	4,036,057	121,200	35,769,350
ACCUMULATED DEPRECIATION							
At 01.11.2000	–	3,431,396	26,481,516	1,604,058	3,961,728	129,316	35,608,014
Charge for the year	–	–	–	–	114,460	29,067	143,527
Disposals	–	–	–	–	(240,592)	(151,983)	(392,575)
At 31.10.2001	–	3,431,396	26,481,516	1,604,058	3,835,596	6,400	35,358,966

2. PROPERTY, PLANT AND EQUIPMENT (cont'd)

	Freehold Land RM	Short Term Leasehold Land RM	Development Costs & Dredge RM	Buildings RM	Plant & Equipment RM	Motor Vehicles RM	Total RM
COMPANY							
NET BOOK VALUE							
At 31.10.2001	95,118	2	–	3	200,461	114,800	410,384
At 31.10.2000	95,118	2	–	3	104,062	47,310	246,495
Depreciation charge for the year ended 31.10.2000	–	–	–	27	29,553	35,055	64,635

The lease period of the short term leasehold land of the Group and of the Company expired in year 2004.

The impairment loss of a subsidiary company is determined based on the difference between the carrying amount of its property, plant and equipment and recoverable amount estimated by independent valuation based on open market value basis carried out on 25 and 28 January 2002.

Included in the above property, plant and equipment are motor vehicles acquired under the hire purchase instalment plans as follows:-

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Cost	356,352	411,778	120,000	175,426
Net book value	157,331	136,713	114,000	46,110

3. INVESTMENT IN SUBSIDIARY COMPANIES

	COMPANY	
	2001 RM	2000 RM
Unquoted shares, at cost	188,013,209	188,013,207
Less: Reduction in stamp duty on acquisition of subsidiary companies	(458,205)	–
	187,555,004	188,013,207

The above reduction in stamp duty was given by Stamp Duty Office upon approval of appeal.

The particulars of the subsidiary companies are as follows:-

Name of Company	Country of Incorporation	Effective Equity Interest		Principal Activities
		2001	2000	
PTB Clay Products Sdn. Bhd.	Malaysia	100%	100%	Ceased operations
Ukaylake Country Club Sdn. Bhd.	Malaysia	100%	100%	Dormant
Golden Domain Holdings Sdn. Bhd.	Malaysia	100%	100%	Investment holding
Petaling Ventures Sdn. Bhd. (formerly known as Intensive Strategies Sdn. Bhd.)	Malaysia	100%	–	Dormant *
Interest Held Through Golden Domain Holdings Sdn. Bhd.				
Lembah Langat Development Sdn. Bhd.	Malaysia	100%	100%	Property investment and development
PTB Development Sdn. Bhd.	Malaysia	100%	100%	Property development
PTB Horticulture Farm Sdn. Bhd.	Malaysia	100%	100%	Property investment and property development
Golden Domain Development Sdn. Bhd.	Malaysia	100%	100%	Investment holding, property investment and property development
Interest Held Through Golden Domain Development Sdn. Bhd.				
Majurama Developments Sdn. Bhd.	Malaysia	100%	100%	Property development
Magilds Industrial Park Sdn. Bhd.	Malaysia	100%	100%	Property development

* The financial statements of this subsidiary company is based on unaudited management financial statements.

4. INTEREST IN ASSOCIATED COMPANY

	GROUP/COMPANY	
	2001	2000
	RM	RM
Unquoted shares, at cost	114	114
Provision for diminution in value	(114)	(114)
	-	-

The Group's share of losses in the associated company totalling RM2,929,713 (2000 : RM2,594,700) are not recognised as the share of losses of associated company are limited to the carrying value of the investment.

	GROUP/COMPANY	
	2001	2000
	RM	RM
Amount owing by an associated company	8,004,752	8,004,752
Provision for doubtful debts	(8,004,752)	(8,004,752)
	-	-

The particulars of the associated company is as follows:-

Name of Company	Country of Incorporation	Effective Equity Interest		Principal Activities
		2001	2000	
Fandison Resources Management Ltd.	Hong Kong	40%	40%	Investment holding

5. INVESTMENT PROPERTIES

	GROUP	
	2001	2000
	RM	RM
Long term leased land, at Group cost	87,638,700	87,638,700

The long term leased land stated at Group cost are based on independent valuation on open market value basis carried out in 1999.

6. LAND AND DEVELOPMENT EXPENDITURE

	GROUP	
	2001 RM	2000 RM
Freehold land	77,648,756	89,900,000
Long term leased land	95,361,300	95,361,300
	173,010,056	185,261,300
Leasehold land	94,175,370	88,435,880
Add: Adjustment to Group cost	(458,205)	7,986,434
	93,717,165	96,422,314
Total land stated at Group cost	266,727,221	281,683,614
Development expenditure, at cost	47,499,820	36,518,455
Total land and development expenditure	314,227,041	318,202,069
Less: Long term portion (disclosed in deferred land and expenditure)		
- land	160,525,501	160,858,907
- development expenditure	1,039,188	626,290
	(161,564,689)	(161,485,197)
	152,662,352	156,716,872
Add: Portion of profit attributable to development work performed to date	10,406,409	14,715,592
	163,068,761	171,432,464
Less: Progress billings	(35,370,893)	(51,606,595)
	127,697,868	119,825,869

- (a) Included in development expenditure are interest on borrowing incurred during the year amounting to RM171,814 (2000 : RM270,791).
- (b) Land and development properties amounting to RM46,225,088 (2000 : RM45,007,288) are pledged as security for the term loan facility of a subsidiary company.
- (c) The adjustment to Group cost during the year was due to reduction in stamp duty from Stamp Duty Office upon approval of appeal by the Company. The adjustment to Group cost in year 2000 was in respect of underprovision of deferred tax on fair value of development properties which were acquired in 1999.

NOTES TO THE FINANCIAL STATEMENTS - 31 OCTOBER 2001 (cont'd)

7. INVENTORIES

	GROUP	
	2001 RM	2000 RM
Completed unsold properties		
At cost	10,122,258	18,225,092
At net realisable value	5,535,994	–
	15,658,252	18,225,092

8. SHORT TERM INVESTMENTS

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Quoted shares, at cost				
At beginning of the year	1,152,400	1,158,055	1,150,419	1,156,074
Less: Disposal	–	(5,655)	–	(5,655)
At end of the year	1,152,400	1,152,400	1,150,419	1,150,419
Less: Provision for diminution in value				
At beginning of the year	779,418	650,254	779,418	650,254
Addition during the year	–	129,164	–	129,164
At end of the year	(779,418)	(779,418)	(779,418)	(779,418)
	372,982	372,982	371,001	371,001
Market value of quoted shares	389,801	380,216	382,241	371,606

9. TRADE DEBTORS

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Total outstanding	38,762,909	30,105,979	9,500	9,500
Less: Provision for doubtful debts	(93,952)	(9,500)	(9,500)	(9,500)
	38,668,957	30,096,479	–	–

10. OTHER DEBTORS, DEPOSITS AND PREPAYMENTS

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Other debtors, deposits and prepayments	1,158,080	3,371,448	210,564	1,280,563
Less: Provision for doubtful debts	(56,873)	–	(56,873)	–
	1,101,207	3,371,448	153,691	1,280,563
Income tax recoverable	9,350	14,388	9,350	14,388
	1,110,557	3,385,836	163,041	1,294,951

11. AMOUNT OWING BY SUBSIDIARY COMPANIES

Included in the amount owing by subsidiary companies is an amount of RM152,735,000 (2000 : RM119,500,000) representing the purchase consideration paid by the Company for the acquisitions made by Golden Domain Holdings Sdn. Bhd., a wholly owned subsidiary company, comprising the Ulu Kelang Project, Ulu Yam Project, Bukit Ceylon Project and all of the preference shares in Golden Domain Development Sdn. Bhd., Magilds Industrial Park Sdn. Bhd. and Majurama Developments Sdn. Bhd.. The purchase consideration was satisfied by the Company via the issuance of ICULS and rights issue of RM99,500,000 and RM53,235,000 respectively.

These balances are non-trade in nature, unsecured, interest free and have no fixed term of repayment.

12. DEPOSITS WITH LICENSED BANKS

The following deposits are included in the deposits with licensed banks of the Group and Company:-

- fixed deposit of RM484,500 (2000 : RM50,000) is pledged as security for a bank guarantee facility granted to the Group; and
- Cash deposit of Nil (2000 : RM33,235,000) representing the balance of purchase consideration payable by the Company to the vendor of Ulu Kelang Project.

13. CASH AND BANK BALANCES

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Cash and bank balances	1,343,364	4,857,535	319,238	1,011,386
Cash held under housing development account	991,801	–	–	–
	2,335,165	4,857,535	319,238	1,011,386

14. TRADE CREDITORS

Included in trade creditors are:-

	GROUP	
	2001 RM	2000 RM
Amount owing to companies in which a Director of the Company, Tan Sri Dr Chen Lip Keong, has substantial indirect financial interest:-		
<u>Subsidiary companies of FACB Resorts Berhad</u>		
Arosa Builders Sdn. Bhd.	974,973	1,227,071
FACB Construction Sdn. Bhd.	147,071	–
	1,122,044	1,227,071

These amounts are unsecured, interest free and are repayable based on the commercial terms of the Company.

15. OTHER CREDITORS AND ACCRUALS

Included in the other creditors and accruals are:-

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Amount owing to companies in which a Director, Tan Sri Dr Chen Lip Keong, has substantial direct and indirect financial interest:-				
FACB Resorts Berhad	29,148	43,317	28,131	42,300
<u>Subsidiary companies of FACB Resorts Berhad</u>				
Bukit Unggul Country Club Berhad	4,330	2,692	4,330	2,692
FACB Industries Sdn. Bhd.	68,654	68,870	68,654	68,870
First Travel And Tours (M) Sdn. Bhd.	1,702	8,670	1,702	8,670
Bukit Unggul Golf and Country Resort Sdn. Bhd.	93	93	–	–
	103,927	123,642	102,817	122,532

The above balances are unsecured, interest free and are repayable at terms mutually agreed upon between the parties involved.

16. HIRE PURCHASE CREDITORS

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Gross instalments	156,108	164,457	103,530	50,388
Less: Interest in suspense	(23,433)	(39,121)	(20,866)	(11,832)
	132,675	125,336	82,664	38,556
Amount repayable within 1 year	(63,630)	(70,728)	(13,619)	(26,718)
	69,045	54,608	69,045	11,838
Amount repayable after 1 year but not later than 5 years				

17. TERM LOAN - SECURED

	GROUP	
	2001 RM	2000 RM
Term loan - repayable within 1 year	1,032,206	3,662,206

The above term loan bears interest at rates ranging from 7% to 8.05% (2000 : 7% to 8%) per annum and is repayable as follows:-

- payments totalling RM600,000 is to be made through redemption of 12 units of the lots at RM50,000 per unit;
- first 12 monthly instalments of RM250,000 commencing on 31 May 2000;
- second 5 monthly instalments of RM360,000; and
- a final instalment of RM362,206.

The term loan is secured on the following:-

- a debenture over the assets of a subsidiary company including a first legal charge over the development land;
- assignment of sales proceeds from a phase of the development project; and
- a corporate guarantee from the Company.

18. SHARE CAPITAL

	GROUP/COMPANY	
	2001 RM	2000 RM
Ordinary shares of RM1.00 each		
Authorised:		
500,000,000 ordinary shares	500,000,000	500,000,000
Issued and fully paid:		
At beginning of the year	100,844,060	20,168,412
Allotted during the year	–	80,673,648
Warrants exercised during the year	–	2,000
Conversion of Irredeemable Convertible Unsecured Loan Stocks 2000/2010 ("ICULS")	146,379,310	–
At end of the year	247,223,370	100,844,060

During the financial year, RM169,800,000 nominal value of ICULS have been converted into 146,379,310 fully paid ordinary shares of RM1.00 each of the Company at a conversion price of RM1.16 per share.

The new shares issued rank pari passu in all respect with the existing ordinary shares of the Company.

As at year end, the number of unexercised detachable warrants 2000/2010 of the Company was 40,335,824 (2000 : 40,335,824). The exercised price of these warrants is at RM1.16 per new ordinary share of the Company.

19. RESERVES

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
NON-DISTRIBUTABLE				
Reserve on consolidation	212,472	212,472	–	–
Share premium	28,133,307	4,712,617	28,133,307	4,712,617
	28,345,779	4,925,089	28,133,307	4,712,617

19. RESERVES (cont'd)

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
DISTRIBUTABLE				
Accumulated losses*	(20,849,727)	(21,438,388)	(24,698,364)	(20,678,256)
Profit on sales of properties	2,371,237	2,371,237	3,363,987	3,363,987
	(18,478,490)	(19,067,151)	(21,334,377)	(17,314,269)
	9,867,289	(14,142,062)	6,798,930	(12,601,652)

*Accumulated By:-

The Company	(24,698,364)	(20,678,256)
Subsidiary companies	3,848,637	(760,132)
	(20,849,727)	(21,438,388)

20. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2000/2010 ("ICULS")

	GROUP/COMPANY	
	2001 RM	2000 RM
At beginning of the year	284,500,000	–
Issued during the year	–	284,500,000
Converted during the year	(169,800,000)	–
At end of the year	114,700,000	284,500,000

The ICULS at nominal value of RM1.00 each were issued on 2 February 2000 and are constituted by a Trust Deed dated 28 January 2000 made between the Company and the trustee for the holders of the ICULS. The main feature of the ICULS are as follows:-

- (a) the ICULS may be convertible at a conversion price of RM1.16 nominal value of ICULS for each new ordinary share of RM1.00 each in the Company on the following staggered conversion period:-

Year Of ICULS In Issue	Percentage Convertible
First	Up to maximum of 30% of their holding
Second	Up to maximum of 30% of their holding
Third	Up to maximum of 40% of their holding

20. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2000/2010 ("ICULS") (cont'd)

- (b) the remaining ICULS shall be converted into fully paid ordinary shares of RM1.00 each in the Company on the maturity date of ten years from the date of issue of the ICULS at the rate of RM1.16 nominal value of the ICULS; and
- (c) upon conversion of the ICULS into new ordinary shares, such shares should rank pari passu in all respect with the existing ordinary shares of the Company in issue at the time of conversion except that they would not be entitled to any rights allotment, dividends or other distributions declared in respect of a financial year on or before the financial year in which the ICULS are converted or any interim dividend declared on or before the date of conversion of the ICULS.

During the financial year, RM169,800,000 nominal value of ICULS have been converted into 146,379,310 fully paid ordinary shares of RM1.00 each of the Company at a conversion price of RM1.16 nominal value of the ICULS.

21. DEFERRED TAXATION

	GROUP	
	2001	2000
	RM	RM
At beginning of the year	40,883,899	35,346,674
Transfer to income statements (note 24)	(628,263)	(2,449,209)
Adjustment to Group cost	-	7,986,434
	<hr/> 40,255,636	<hr/> 40,883,899

The above deferred tax is in respect of:-

	GROUP	
	2001	2000
	RM	RM
Deferred tax liability on timing differences arising from revaluation surplus as a result of revaluation of development properties in the subsidiary companies	41,207,536	41,835,799
Others	(951,900)	(951,900)
	<hr/> 40,255,636	<hr/> 40,883,899

The adjustment to Group cost is in respect of underprovision of deferred tax on fair value of development properties which were acquired in 1999.

21. DEFERRED TAXATION (cont'd)

The estimated deferred tax liabilities/(benefits) arising from timing differences not provided in the financial statements are as follows:-

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Capital allowances claimed in excess of depreciation charge	600,000	1,026,300	(29,000)	(74,700)
Unrelieved tax losses	(5,633,000)	(5,069,000)	(4,648,000)	(4,228,000)
Unabsorbed capital allowance	(2,708,000)	(2,154,000)	(154,000)	(101,000)
Others	(653,000)	(530,000)	–	–
	(8,394,000)	(6,726,700)	(4,831,000)	(4,403,700)

The estimated unrelieved tax losses and unabsorbed capital allowances are subject to agreement by the Inland Revenue Board and are not available for set-off within the Group.

22. OPERATING REVENUE

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Revenue comprises the following:-				
Revenue from completed and uncompleted development properties sold including commercial and residential lots	23,826,851	40,437,672	–	–
Sales of bricks	–	3,150	–	–
Management fee received and receivable	–	–	1,349,536	933,829
	23,826,851	40,440,822	1,349,536	933,829

23. PROFIT/(LOSS) BEFORE TAXATION

(a) Profit/(Loss) before taxation is arrived at after charging/(crediting):-

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Auditors' remuneration				
- current year	47,000	49,500	20,000	20,000
- underprovision in prior year	3,000	-	-	-
Bad debt written off	-	287,229	-	287,229
Bank overdraft interest	-	34,874	-	-
Professional fees incurred on corporate exercise	2,298,451	-	2,298,451	-
Depreciation of property, plant and equipment	1,878,172	1,838,956	143,527	64,635
Directors' remuneration				
- fees	118,472	-	118,472	-
- other emoluments	529,312	399,674	529,312	399,674
Hire purchase interest	43,181	36,915	13,446	8,334
Impairment loss on property, plant and equipment	800,000	-	-	-
Loss on disposal of quoted investment	-	3,905	-	3,905
Office rental	261,360	234,600	261,360	234,600
Write down inventories to net realisable value	93,973	-	-	-
Provision for diminution in value of quoted shares	-	129,164	-	129,164
Provision of doubtful debts	141,325	-	56,873	-
Preliminary expenses written off	-	5,833	-	-
Pre-operating expenses written off	-	26,959	-	-
Term loan interest	-	270,791	-	-
Dividend revenue	(19,786)	(10,561)	(19,520)	(10,281)
Gain on disposal of property, plant and equipment	(66,807)	(80,608)	(66,807)	-
Interest revenue	(664,955)	(544,533)	(457,958)	(531,932)
Rental revenue	(125,632)	(51,895)	(125,632)	(51,895)
Provision of doubtful debt no longer required	-	(37,327)	-	(37,327)

23. PROFIT/(LOSS) BEFORE TAXATION (cont'd)

(b) Employees Information

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Staff costs	2,381,527	1,544,617	2,332,868	1,466,858

The number of employees of the Group and of the Company as at financial year end were 49 (2000 : 45) and 48 (2000 : 45) respectively.

24. TAXATION

	GROUP	
	2001 RM	2000 RM
Based on results for the year	3,381,270	5,430,235
Overprovision in prior year	(835,793)	(1,953)
Transfer to deferred taxation (note 21)	(628,263)	(2,449,209)
	1,917,214	2,979,073

The effective tax rate of the Group is higher than the standard tax rate as there is no Group relief for losses suffered by certain subsidiary companies and certain expenses were disallowed for tax purposes.

The Company has estimated tax credit of RM6,440,000 (2000 : RM6,440,000) under Section 108 of the Income Tax Act, 1967, to frank future payment of dividends of approximately RM16,560,000 (2000 : RM16,560,000) without incurring additional tax liability, subject to agreement by Inland Revenue Board.

The Group and the Company have the following estimated unrelieved tax losses and unabsorbed capital allowances available for set off against future taxable profits, subject to agreement by the Inland Revenue Board:-

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Unrelieved tax losses	20,119,000	18,104,000	16,600,000	15,100,000
Unabsorbed capital allowances	9,673,000	7,693,000	550,000	360,000
	29,792,000	25,797,000	17,150,000	15,460,000

The Group has approximately RM13,882,000 (2000 : RM13,882,000) tax exempt income available for distribution by way of tax exempt dividend, subject to agreement by the Inland Revenue Board. The tax exempt income account is in respect of chargeable income for the year ended 31 October 1999 of which income tax has been waived.

25. EARNINGS PER SHARE

The basic earnings per share of the Group is calculated by dividing the Group's profit for the year of RM588,661 (2000 : RM4,331,451) by the weighted average number of ordinary shares in issue during the year of 162,029,405 (2000 : 81,681,224) ordinary shares of RM1.00 each.

The fully diluted earnings per ordinary share for the year has been calculated based on the net profit for the year of RM588,661 (2000 : RM5,215,924 adjusted net profit for the year) and on the adjusted weighted average number of ordinary shares issued and issuable of 346,102,681 (2000 : 272,165,971) shares. The adjusted net profit for the year 2000 has been arrived at after adding back notional saving (net of tax) on the cost of borrowing and notional interest income from fixed deposits (net of tax). The adjusted weighted average number of ordinary shares issued and issuable has been arrived at based on the assumption that all the warrant and ICULS issued are converted into ordinary shares at the respective conversion date.

26. ACQUISITION OF SUBSIDIARY COMPANIES

During the year, the Company had acquired 2 ordinary shares of RM1.00 each comprising the entire equity interest in Petaling Ventures Sdn. Bhd. (formerly known as Intensive Strategies Sdn. Bhd.) for a purchase consideration of RM2.00 (In year 2000, the Company acquired Ukaylake Country Club Sdn. Bhd.).

(a) The effect of the acquisition on the consolidated financial position of the Group at the year end is as follows:-

	2001 RM	2000 RM
Inter-company balance	(1,798)	-
Decrease in Group's net assets	(1,798)	-

(b) The effect of the acquisition on the consolidated financial results of the Group for the current period from date of acquisition was as follows:-

	2001 RM	2000 RM
Administrative costs	(1,798)	-
Loss before taxation	(1,798)	-

26. ACQUISITION OF SUBSIDIARY COMPANIES (cont'd)

(c) Cash flow on acquisition.

	GROUP	
	2001 RM	2000 RM
Intangible assets	–	7,190
Cash deposits and bank balances	2	2,000
Creditors	–	(9,188)
	<hr/>	<hr/>
Total Purchase Consideration	2	2
Less: Cash and cash equivalents acquired	(2)	(2,000)
	<hr/>	<hr/>
Cash Flow On Acquisition, Net of Cash and Cash Equivalents Acquired	–	(1,998)

27. PURCHASE OF PROPERTY, PLANT AND EQUIPMENT

During the year, the Group and the Company acquired property, plant and equipment with aggregate costs of RM330,859 (2000 : RM63,881) of which RM84,000 (2000 : Nil) was acquired by means of hire purchase. Cash payments of RM246,859 (2000 : RM63,881) were made to purchase property, plant and equipment.

28. CASH AND CASH EQUIVALENTS

	GROUP		COMPANY	
	2001 RM	2000 RM	2001 RM	2000 RM
Deposits with licensed banks	–	33,674,000	–	33,235,000
Cash and bank balances	2,335,165	4,857,535	319,238	1,011,386
	<hr/>	<hr/>	<hr/>	<hr/>
	2,335,165	38,531,535	319,238	34,246,386

Included in cash and bank balances of the Group are amounts totalling RM991,801 (2000 : Nil) held under housing development account maintained pursuant to the requirements of the Housing Developers (Housing Development Account) Regulations, 1991, which are not freely available for use.

29. CONTINGENT LIABILITIES - UNSECURED

	COMPANY	
	2001 RM	2000 RM
In respect of corporate guarantee for term loan facility granted to a subsidiary company as stated in note 17 to the financial statements	1,032,206	3,662,206

30. SIGNIFICANT RELATED PARTIES TRANSACTIONS

Significant related parties transactions for the year are as follows:-

	COMPANY	
	2001 RM	2000 RM
(i) Companies in which a Director of the Company, Tan Sri Dr Chen Lip Keong, has substantial direct and indirect financial interest:-		
Office rental paid and payable to FACB Resorts Berhad	261,360	217,800
Contract costs paid and payable to Arosa Builders Sdn. Bhd., a subsidiary company of FACB Resorts Berhad, for a contract awarded on 21 August 1997	1,382,843	3,435,201
Travelling expenses paid to First Travel and Tours (M) Sdn. Bhd., a subsidiary company of FACB Resorts Berhad	58,900	90,014
Contract costs paid and payable to FACB Construction Sdn. Bhd., a subsidiary company of FACB Resorts Berhad, for a contract awarded on 18 November 2000	617,321	–
(ii) Legal services charged by a firm in which a Director of the Company, Wong Swee Min, has substantial interest	–	395,093
(iii) Management fee charged to subsidiary companies	(1,349,536)	(933,829)

The Directors are of the opinion that the above transactions have been entered in the normal course of business and have been established under terms mutually agreed upon between the parties concerned.

31. SEGMENT ANALYSIS

SEGMENTAL INFORMATION - BY ACTIVITY

	Operation Revenue RM	(Loss)/Profit Before Taxation RM	Total Assets Employed RM
2001			
Investment holding	–	(5,429,931)	1,313,666
Manufacturing	–	(2,691,065)	13,888,301
Property development	23,826,851	10,626,871	434,589,223
	23,826,851	2,505,875	449,791,190
2000			
Investment holding	–	(2,562,269)	36,208,833
Manufacturing	3,150	(2,162,324)	16,755,241
Property development	40,437,672	12,035,117	423,277,892
	40,440,822	7,310,524	476,241,966

As the Group operates within one geographical segment, geographical segment analysis is not applicable.

32. REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS

(a) Registered Office

Level 19, Menara PanGlobal, No. 8, Lorong P.Ramlee, 50250 Kuala Lumpur.

(b) Principal Place of Business

Level 18, Menara PanGlobal, No. 8, Lorong P.Ramlee, 50250 Kuala Lumpur.

LIST OF GROUP PROPERTIES AS AT 31 OCTOBER 2001

Location	Description	Date of Expiry
MC 5, Lot No. 3980 Mukim of Tanjong Dua Belas District of Kuala Langat, Selangor Darul Ehsan	Mining lease	19.07.2004
MC 6, P.T.1136 Mukim of Tanjong Dua Belas District of Kuala Langat, Selangor Darul Ehsan	Mining lease	05.10.2004
H.S. (M) Title No.2375, 2376 & 2377 Lot P.T. 546, 547 & 548 Mukim of Tanjong Dua Belas District of Kuala Langat, Selangor Darul Ehsan	Leasehold land & building	23.09.2076
EMR 4406, Lot No. 2878 Mukim of Petaling, District of Petaling Selangor Darul Ehsan	Freehold land	–
H.S. (D) Title No. 37590 Lot No. 19694, Mukim of Batu District of Gombak, Selangor Darul Ehsan	Leasehold land	08.03.2064
H.S. (D) Title No. 63199 to 63750 Lot Nos. 9557 to 10108 Mukim of Ampangan, District of Seremban Negeri Sembilan Darul Khusus	Leasehold land	04.12.2088
Part of Parent Title No. C.L. 045091174 Lot No. 2878, Mukim of Menggatal District of Tuaran, Kota Kinabalu Sabah	Leasehold land	05.04.2093
Lot P.T. 697, 698, 699, 700 & 701 Mukim of Ulu Yam, District of Ulu Selangor Selangor Darul Ehsan	Leasehold land	12.03.2083
Part of Parent Lot No. 171, 202, 377, 411 & 412 Mukim of Hulu Klang, District of Gombak Selangor Darul Ehsan	Freehold land	–
Lots 892 to 895, 1193 & PT40 Section 57, Kuala Lumpur Wilayah Persekutuan	Freehold land	–

Area (Hectares)	Age of Building	Existing Use	Net Book Value (RM'000)	Date of Acquisition/Revaluation*
268.4	–	–	–	20.07.1983
281.7	–	–	–	06.10.1983
4.5	5	Factory premises	4,263	28.01.2002*
0.3	–	Vacant land	95	06.06.1949
80.9	–	Under development	47,709	02.02.2000
26.6	–	Under development	46,225	02.02.2000
607.0	–	Development land	188,730	02.02.2000
47.0	–	Development land	15,553	02.02.2000
10.6	–	Development land	18,211	17.02.2000
1.1	–	Development land	60,474	02.02.2000

SHAREHOLDING STATISTICS AS AT 1 MARCH 2002

ANALYSIS OF SHAREHOLDINGS

Authorised Share Capital	:	RM500,000,000.00
Issued and Paid-up Share Capital	:	RM247,223,370.00
Class of securities	:	Ordinary Shares of RM1.00 each
Voting Rights	:	Every member present in person or by proxy has one (1) vote on a show of hands and on a poll, every member present in person or by proxy has one (1) vote for each share he holds.

Holdings	No. of Holders	Total Holdings	%
1 - 999	86	20,054	0.01
1,000 - 10,000	6,917	25,246,606	10.21
10,001 - 100,000	953	23,662,020	9.57
100,001 - 12,361,168	51	42,920,112	17.36
12,361,169 and above	5	155,374,578	62.85
Total	8,012	247,223,370	100.00

LIST OF THIRTY (30) LARGEST SHAREHOLDERS

No.	Names	No. of Shares Held	%
1.	Bumiputra-Commerce Nominees (Asing) Sdn Bhd <i>Pledged securities account for Emden Investment Ltd</i>	69,905,173	28.28
2.	Bumiputra-Commerce Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Tan Sri Dr Chen Lip Keong (5075CBD)</i>	29,797,164	12.05
3.	HSBC Nominees (Tempatan) Sdn Bhd <i>BCV for Tan Sri Dr Chen Lip Keong</i>	20,155,000	8.15
4.	Tan Sri Dr Chen Lip Keong	20,000,000	8.09
5.	Bumiputra-Commerce Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for The KL Regency Sdn Bhd</i>	15,517,241	6.28
6.	Bumiputra-Commerce Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Quantum Symbol Sdn Bhd</i>	7,388,000	2.99
7.	Star Combination Sdn Bhd	5,275,862	2.13
8.	HDM Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Win Radiant Sdn Bhd</i>	5,086,000	2.06
9.	Bumiputra-Commerce Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Asali Developments Sdn Bhd</i>	4,008,621	1.62
10.	DB (Malaysia) Nominee (Asing) Sdn Bhd <i>UBS AG Singapore for Rubilton Holdings Inc</i>	2,738,000	1.11

LIST OF THIRTY (30) LARGEST SHAREHOLDERS (cont'd)

No.	Names	No. of Shares Held	%
11.	Bumiputra-Commerce Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Importex Sdn Bhd</i>	2,534,483	1.03
12.	SFB Nominees (Asing) Sdn Bhd <i>Pledged securities account for Cayuga Investments Corp</i>	2,000,000	0.81
13.	HDM Nominees (Asing) Sdn Bhd <i>GS Asian Countries Fund</i>	1,384,000	0.56
14.	SFB Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Tan Sri Dr Chen Lip Keong</i>	1,300,000	0.53
15.	HSBC Nominees (Asing) Sdn Bhd <i>BCV for Blue Velvet Property Inc</i>	1,085,000	0.44
16.	Citicorp Nominees (Asing) Sdn Bhd <i>TNTC for The Overseas Assurance Corporation Ltd</i>	1,000,000	0.40
17.	Malaysia Nominees (Tempatan) Sendirian Berhad <i>Great Eastern Life Assurance (Malaysia) Berhad (MLF2)</i>	890,000	0.36
18.	Anchor Peak Sdn Bhd	652,524	0.26
19.	Asia Life (M) Berhad <i>As Beneficial Owner (M'sia Life Fund)</i>	550,000	0.22
20.	Rainbow Fortune Sdn Bhd	543,103	0.22
21.	Malaysia Nominees (Asing) Sendirian Berhad <i>Oversea-Chinese Bank Nominees Pte Ltd for The Straits Trading Company Ltd</i>	505,000	0.20
22.	UOBM Nominees (Asing) Sdn Bhd <i>DMG & Partners Securities Pte Ltd for GS Asian Countries Fund</i>	463,000	0.19
23.	Chan Peng Leong	356,000	0.14
24.	TCL Nominees (Asing) Sdn Bhd <i>OCBC Securities Private Limited for Lee Boon Siong</i>	324,500	0.13
25.	Syarikat Senky Dredging Sdn Bhd	277,380	0.11
26.	Malaysia Nominees (Tempatan) Sendirian Berhad <i>Lee Foundation, States of Malaya (00-00197-000)</i>	264,562	0.11
27.	CIMSEC Nominees (Tempatan) Sdn Bhd <i>Dato' Dr Abdul Razak Bin Abdul</i>	232,759	0.09
28.	Foo Sin Chok	216,000	0.09
29.	BIMB Securities Sdn Bhd <i>IVT (DOI) for Dato' Dr Abdul Halim Ismail (IVT2)</i>	215,000	0.09
30.	Malaysia Nominees (Asing) Sendirian Berhad <i>Oversea-Chinese Bank Nominees Pte Ltd for Eastern Realty Company Ltd</i>	205,000	0.08

SHAREHOLDING STATISTICS AS AT 1 MARCH 2002 (cont'd)

SUBSTANTIAL SHAREHOLDERS AS PER THE REGISTER OF SUBSTANTIAL SHAREHOLDERS AS AT 1 MARCH 2002

Name	Number of Ordinary Shares of RM1.00 Each Held					
	Direct Interest	%	Deemed Interest	%	Total Interest	%
Tan Sri Dr Chen Lip Keong	68,797,164 ^(a)	27.83	27,157,869 ^(b)	10.99	95,955,033	38.81
Emden Investment Limited	69,905,173 ^(c)	28.28	–	–	69,905,173	28.28
Chin Chee Kuang	–	–	69,905,173 ^(d)	28.28	69,905,173	28.28
The KL Regency Sdn Bhd	15,517,241 ^(e)	6.28	–	–	15,517,241	6.28

Note:-

(a) Partly held through HSBC Nominees (Tempatan) Sdn Bhd and Bumiputra-Commerce Nominees (Tempatan) Sdn Bhd.

(b) Deemed interested by virtue of his interest in Asali Developments Sdn Bhd, Importex Sdn Bhd and The KL Regency Sdn Bhd and his deemed interest in Anchor Peak Sdn Bhd.

(c) Held through Bumiputra-Commerce Nominees (Asing) Sdn Bhd.

(d) Deemed interested by virtue of his interest in Emden Investment Limited.

(e) Held through Bumiputra-Commerce Nominees (Tempatan) Sdn Bhd.

ANALYSIS OF WARRANT HOLDINGS

No. of Warrants Issued	:	40,336,824
No. of Warrants Exercised to date	:	2,000 (No warrant was exercised during the year)
No. of Warrants Outstanding	:	40,334,824
Class of Securities	:	Warrants 2000/2010
Voting Rights	:	Every warrant holder present in person or by proxy shall be entitled on a show of hands to one (1) vote and every warrant holder present in person or by proxy shall be entitled on a poll to one (1) vote for each share to which such holder would be entitled at the exercise price on the exercise in full of the subscription rights represented by such holder's warrant.

Holdings	No. of Holders	Total Holdings	%
1 - 999	107	50,515	0.13
1,000 - 10,000	3,297	11,678,415	28.95
10,001 - 100,000	361	9,338,094	23.15
100,001 - 2,016,740	18	5,358,752	13.29
2,016,741 and above	2	13,909,048	34.48
Total	3,785	40,334,824	100.00

LIST OF THIRTY (30) LARGEST WARRANT HOLDERS

No.	Names	No. of Warrants Held	%
1.	Tan Sri Dr Chen Lip Keong	10,215,048	25.33
2.	Quantum Symbol Sdn Bhd	3,694,000	9.16
3.	HDM Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Win Radiant Sdn Bhd</i>	2,008,000	4.98
4.	HSBC Nominees (Asing) Sdn Bhd <i>BCV for Blue Velvet Property Inc</i>	434,000	1.08
5.	Citicorp Nominees (Asing) Sdn Bhd <i>TNTC for The Overseas Assurance Corp Limited</i>	400,000	0.99
6.	Malaysia Nominees (Tempatan) Sendirian Berhad <i>Great Eastern Life Assurance (Malaysia) Berhad (MLF2)</i>	356,000	0.88
7.	Hong Leong Finance Berhad <i>Pledged securities account for Lee Ang Ee</i>	250,000	0.62
8.	Asia Life (M) Berhad <i>As Beneficial Owner (M'sia Life Fund)</i>	220,000	0.55
9.	Malaysia Nominees (Asing) Sendirian Berhad <i>Oversea-Chinese Bank Nominees Pte Ltd for The Straits Trading Company Ltd</i>	202,000	0.50
10.	CIMSEC Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Pek Kiam Kek (MM 0606)</i>	199,000	0.49
11.	Lee Kam Fook	180,000	0.45
12.	Syarikat Senky Dredging Sdn Bhd	150,952	0.37
13.	Foo Sin Chok	136,000	0.34
14.	Mayban Securities Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Chaw Kam Yeng @ Chow Kum Yim</i>	135,000	0.33
15.	TCL Nominees (Asing) Sdn Bhd <i>OCBC Securities Private Limited for Lee Boon Siong</i>	129,800	0.32
16.	Tan Sai Lan	120,000	0.30
17.	Mayban Securities Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Tin Siew Wah</i>	118,000	0.29
18.	Pua Soo Siang	110,000	0.27
19.	JB Nominees (Asing) Sdn Bhd <i>Pledged securities account for Chin Hoi @ Chin Pek Hoi</i>	107,000	0.27
20.	AllianceGroup Nominees (Tempatan) Sdn Bhd <i>Pledged securities account for Sii Lik Kung</i>	103,000	0.26
21.	Ang Sun Kuan	100,000	0.25
22.	BIMB Securities Sdn Bhd <i>IVT (DOI) for Dato' Dr Abdul Halim Ismail (IVT2)</i>	100,000	0.25
23.	Cheah Boon Kiat	95,000	0.24
24.	Hong Leong Finance Berhad <i>Pledged securities account for Jong Foh Shoon</i>	83,000	0.21
25.	Kim Poh Holdings Sdn Bhd	80,000	0.20
26.	Tee Thong Heng	80,000	0.20
27.	Tan Boh Tee @ Tan How Hock	78,000	0.19
28.	Eu Mui @ Ee Soo Mei	75,572	0.19
29.	Chin Yee Ching	75,000	0.19
30.	Tee Jin Gee Enterprise Sdn Bhd	75,000	0.19

SHAREHOLDING STATISTICS AS AT 1 MARCH 2002 (cont'd)

ANALYSIS OF ICULS HOLDINGS

No. of ICULS Issued	:	284,500,000
No. of ICULS Converted	:	169,800,000
No. of ICULS Outstanding	:	114,700,000
Class of Securities	:	Zero Coupon Irredeemable Convertible Unsecured Loan Stocks 2000/2010 ("ICULS"). The ICULS are not listed on the Kuala Lumpur Stock Exchange.
Voting Rights	:	Every ICULS holder who (being an individual) is present in person or by proxy or (being a corporation) is present by its duly authorised representative or by its proxy shall have one (1) vote on a show of hands and on a poll every ICULS holder present in person or by proxy shall have one (1) vote for every RM1.00 nominal amount of ICULS of which he is the holder.

Holdings	No. of Holders	Total Holdings	%
1 - 999	1	1	*
1,000 - 10,000	0	0	0
10,001 - 100,000	0	0	0
100,001 - 5,734,999	4	10,100,000	8.81
5,735,000 and above	4	104,599,999	91.19
Total	9	114,700,000	100.00

LIST OF ICULS HOLDERS

No.	Names	No. of ICULS Held	%
1.	Tan Sri Dr Chen Lip Keong	37,399,999	32.61
2.	Emden Investment Limited	37,000,000	32.26
3.	The KL Regency Sdn Bhd	24,000,000	20.92
4.	Asali Developments Sdn Bhd	6,200,000	5.40
5.	Star Combination Sdn Bhd	4,080,000	3.56
6.	Importex Sdn Bhd	3,920,000	3.42
7.	Chan Peng Leong	1,470,000	1.28
8.	Dato' Dr Abdul Razak bin Abdul	630,000	0.55
9.	Puan Sri Lee Chou Sarn	1	*

* Negligible

DIRECTORS' INTEREST IN THE COMPANY AND RELATED CORPORATIONS AS AT 1 MARCH 2002

Directors' Interest in Shares, Warrants and ICULS

Directors	Number of Ordinary Shares of RM1.00 Each Held					
	Direct Interest	%	Deemed Interest	%	Total Interest	%
Datuk Haji Jaafar bin Abu Bakar	5,000	*	—	—	5,000	*
Tan Sri Dr Chen Lip Keong ^(a)	68,797,164 ^(b)	27.83	27,157,869 ^(c)	10.99	95,955,033	38.81
Datuk Wan Kassim bin Ahmed	—	—	—	—	—	—
Chong Kok Kong	—	—	—	—	—	—
Lai Gin Nyap	5,000	*	—	—	5,000	*
Chin Yit Kong	1,000	*	—	—	1,000	*

Directors	Number of Warrants Held					
	Direct Interest	%	Deemed Interest	%	Total Interest	%
Datuk Haji Jaafar bin Abu Bakar	2,000	*	—	—	2,000	*
Tan Sri Dr Chen Lip Keong	10,217,048	25.33	—	—	10,217,048	25.33
Datuk Wan Kassim bin Ahmed	—	—	—	—	—	—
Chong Kok Kong	—	—	—	—	—	—
Lai Gin Nyap	2,000	*	—	—	2,000	*
Chin Yit Kong	—	—	—	—	—	—

Directors	Amount of ICULS at Nominal Value of RM1.00 Each Held					
	Direct Interest	%	Deemed Interest	%	Total Interest	%
Datuk Haji Jaafar bin Abu Bakar	—	—	—	—	—	—
Tan Sri Dr Chen Lip Keong	37,399,999	32.61	34,120,001 ^(d)	29.75	71,520,000	62.35
Datuk Wan Kassim bin Ahmed	—	—	—	—	—	—
Chong Kok Kong	—	—	—	—	—	—
Lai Gin Nyap	—	—	—	—	—	—
Chin Yit Kong	—	—	—	—	—	—

Note:-

- (a) Deemed to have an interest in all Shares held by the Company in its related corporations by virtue of his substantial shareholdings in the Company.
- (b) Partly held through HSBC Nominees (Tempatan) Sdn Bhd and Bumiputra-Commerce Nominees (Tempatan) Sdn Bhd.
- (c) Deemed interested by virtue of his interest in Asali Developments Sdn Bhd, Importex Sdn Bhd and The KL Regency Sdn Bhd and his deemed interest in Anchor Peak Sdn Bhd.
- (d) Deemed interested by virtue of his interest in Asali Developments Sdn Bhd, The KL Regency Sdn Bhd, Importex Sdn Bhd and his deemed interest via his spouse, Puan Sri Lee Chou Sam.

* Negligible

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Seventy-Sixth Annual General Meeting of Petaling Tin Berhad will be held at Anggerik Room, 4th Floor, Hotel Equatorial Kuala Lumpur, Jalan Sultan Ismail, 50250 Kuala Lumpur on Friday, 26 April 2002 at 10.00 a.m. for the following purposes:

AGENDA

As Ordinary Business:

- | | |
|---|------------------------------|
| 1. To receive and adopt the Audited Financial Statements of the Company for the year ended 31 October 2001 together with the Reports of Directors and Auditors thereon. | Ordinary Resolution 1 |
| 2. To approve the payment of directors' fees of RM118,472 for the year ended 31 October 2001. | Ordinary Resolution 2 |
| 3. To re-elect Mr Chin Yit Kong who is retiring pursuant to the existing Article 77 of the Company's Articles of Association. | Ordinary Resolution 3 |
| 4. To re-elect Datuk Wan Kassim Bin Ahmed who is retiring pursuant to the existing Article 79(c) of the Company's Articles of Association. | Ordinary Resolution 4 |
| 5. To re-elect Mr Chong Kok Kong who is retiring pursuant to the existing Article 79(c) of the Company's Articles of Association. | Ordinary Resolution 5 |
| 6. To re-elect Tan Sri Dr Chen Lip Keong who is retiring pursuant to Paragraph 7.28(2) of the Listing Requirements of the Kuala Lumpur Stock Exchange. | Ordinary Resolution 6 |
| 7. To re-appoint Messrs Moore Stephens as Auditors of the Company and to authorise the Directors to fix their remuneration. | Ordinary Resolution 7 |

As Special Business:

8. To consider and, if thought fit, to pass the following Ordinary Resolution:

"THAT the Directors of the Company be and are hereby authorised, pursuant to Section 132D of the Companies Act, 1965, to issue shares in the Company at any time subject to Section 132D(3) and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to the resolution does not exceed 10% of the issued capital of the Company for the time being."

Ordinary Resolution 8

NOTICE OF ANNUAL GENERAL MEETING (cont'd)

9. To transact any other ordinary business of which due notice shall have been given.

By Order Of The Board

Lorraine Khoo Bee Kim, MAICSA 7008856

Chen Sai Liung, MAICSA 7034273

Company Secretaries

KUALA LUMPUR

4 April 2002

NOTES

1. *A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote, in his stead. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply.*
2. *Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.*
3. *The instrument appointing a proxy must be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if such appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised.*
4. *The instrument appointing a proxy and the power of attorney or other authority (if any) under which the instrument is signed or a notarily certified copy of that power or authority, shall be deposited at the Registered Office of the Company at Level 19, Menara PanGlobal, No. 8, Lorong P. Ramlee, 50250 Kuala Lumpur or at the Company's Branch Register at Grooved Secretaries Ltd., 52 Leysdown Road, Mottingham, London, SE9 3NB United Kingdom at least forty-eight (48) hours before the time for holding the meeting or adjourned meeting.*

EXPLANATORY NOTE ON SPECIAL BUSINESS

Ordinary Resolution 8

The proposed resolution is in relation to authority to allot shares pursuant to Section 132D of the Companies Act, 1965 and if passed, will empower the Directors to issue shares up to 10% the issued capital of the Company for the time being for such purposes as the Directors consider would be in the interest of the Company. This authority, unless revoked or varied by the Company in general meeting, will expire at the next Annual General Meeting of the Company.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

1) Names of directors who are standing for election or re-election

The directors who offered themselves for re-election at the Seventy-Sixth Annual General Meeting of the Company are as follows:-

- a) Mr Chin Yit Kong
- b) Datuk Wan Kassim Bin Ahmed
- c) Mr Chong Kok Kong
- d) Tan Sri Dr Chen Lip Keong

2) Details of attendance of directors at Board meetings

The attendance record of abovenamed directors at Board meetings held during the financial year ended 31 October 2001 are as follows:-

Name of Directors	No. of meetings attended
Mr Chin Yit Kong	6/6
Datuk Wan Kassim Bin Ahmed (<i>appointed on 02.07.2001</i>)	2/2
Mr Chong Kok Kong (<i>appointed on 31.10.2001</i>)	Not applicable
Tan Sri Dr Chen Lip Keong	4/6

3) Place, date and hour of Board meetings

There was a total of six (6) meetings held during the financial year ended 31 October 2001. All meetings were held at the Board Room, Level 19, Menara PanGlobal, No. 8 Lorong P. Ramlee, 50250 Kuala Lumpur. The date and time of the meetings are as follows:-

Date of meeting	Time
13 December 2000	11.45 a.m.
23 February 2001	10.00 a.m.
30 March 2001	12.30 p.m.
27 June 2001	3.20 p.m.
21 July 2001	3.00 p.m.
24 September 2001	3.15 p.m.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

4) Details of individuals standing for re-election as directors

a) *Mr Chin Yit Kong*

- Aged 30, Malaysian
- Executive & Non-independent
- Graduated with a Bachelor of Economics (Honours) from London School of Economics, University of London in 1995 and obtained Masters of Business Administration in International Business (Honours) from University of Bristol, United Kingdom in 1997
- Began his career in FACB Group from 1996 to 1997 prior to joining Petaling Tin Berhad ("PTB") in 1998 and currently serving as a Corporate Finance Senior Manager
- Does not hold any other directorships of public companies
- Holds directly 1,000 fully paid ordinary shares of RM1.00 each in PTB
- His father, Mr Chin Chee Kuang, is deemed a major shareholder of PTB by virtue of his interest in Emden Investment Limited. Mr Chin Chee Kuang is also the brother of Tan Sri Dr Chen Lip Keong who is a director and major shareholder of PTB

b) *Datuk Wan Kassim Bin Ahmed*

- Aged 53, Malaysian
- Non-executive & Independent
- Graduated with a Bachelor of Economics from University of Malaya (Degree) in 1973
- Began his career with Messrs Kassim Chan, an audit firm in 1973 before joining Bank Bumiputra Malaysia Berhad; joined Shamelin Berhad for 10 years before starting his own management consultancy firm, United Kadila Sdn Bhd in 1984; served as a Councillor for the Petaling Jaya Town Council between 1987 and 1991; served as a Board member of the Malaysian Tourist Development Board from 1992 to 1996; served as an Executive Chairman of Inter-Fresh (Malaysia) Sdn Bhd between 1988 and 2001; worked as a Consultant and Advisor for several companies due to his experience in financial, marketing, management and wide business contacts and served as Chairman of Kawalan Warisan Rantau Sdn Bhd from 1993 to 2001
- Holds other directorships in FACB Resorts Berhad and Octagon Consolidated Berhad
- Does not have any interest in the securities of the Company and its subsidiaries

c) *Mr Chong Kok Kong*

- Aged 49, Malaysian
- Non-executive & Independent
- Graduated with a Barrister at Law from Lincoln's Inn in 1976 and holds a Masters in Business from City University, London in 1979 and a Masters in Law from National University of Singapore in 1987
- An Advocate & Solicitor, Malaya; an Advocate & Solicitor, Singapore; a Barrister & Solicitor, British Virgin Islands; a Solicitor, New South Wales, Australia; a Barrister & Solicitor, Australian Capital Territory; a Barrister & Solicitor, Brunei; Solicitor, Queensland, Australia; a Barrister & Solicitor, Victoria, Australia; practised with Shook Lin & Bok, Malaysia between 1979 and 1980; lectured at the National University of Singapore between 1980 and 1983; practised with the firm of Arthur Loke & Partners, Singapore in 1984; established and practised in the firm of David Chong & Co., Singapore from 1984; was an adjunct Senior Lecturer with the National University of Singapore in 1988; established the practice of David Chong & Co., Kuala Lumpur in 1990, Johor Bahru in 1991 & Labuan in 1993, Sydney, Australia in 1993, Suzhou, People's Republic of China in 1993, British Virgin Islands in 1995 and Yangon, Myanmar in 1995 ; currently a director of the Portcullis Group of Companies in Singapore which carry on the business of offshore companies & trusts

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING (cont'd)

4) Details of individuals standing for re-election as directors (cont'd)

c) *Mr Chong Kok Kong (cont'd)*

- Does not hold any other directorships of public companies
- Does not have any interest in the securities of the Company and its subsidiaries

d) *Tan Sri Dr Chen Lip Keong*

- Aged 54, Malaysian
- Executive & Non-independent
- Graduated in medicine and surgery from University of Malaya in 1973 (M.B.B.S. Malaya)
- Has more than 25 years of corporate, managerial and business experience since 1976
- Currently, he is also the President and Chief Executive Officer of FACB Resorts Berhad and FACB Industries Incorporated Berhad
- Has the following interests in PTB:-
 - Holds directly 68,797,164 fully paid ordinary shares of RM1.00 each in PTB and has a deemed interest of 27,157,869 fully paid ordinary shares of RM1.00 each in PTB by virtue of his interests in Asali Developments Sdn Bhd, Importex Sdn Bhd and The KL Regency Sdn Bhd as well as his deemed interest in Anchor Peak Sdn Bhd;
 - Holds directly 10,217,048 warrants;
 - Holds directly 37,399,999 Irredeemable Convertible Unsecured Loan Stocks 2000/2010 (ICULS) in PTB and has a deemed interest of 34,120,001 ICULS by virtue of his interests in Asali Developments Sdn Bhd, Importex Sdn Bhd and The KL Regency Sdn Bhd and his deemed interest via his wife, Puan Sri Lee Chou Sarn and
 - Deemed to have interest in shares held by PTB and all its subsidiaries by virtue of his interests in PTB
- Currently, a major shareholder of PTB. His brother, Mr Chin Chee Kuang is deemed a major shareholder of PTB by virtue of his interest in Emden Investment Limited. Mr Chin Chee Kuang is also the father of Mr Chin Yit Kong who is a director of PTB
- Has interest in companies which trade with certain companies in the Group in the ordinary course of business as disclosed on Pages 23 and 64 in the accompanying financial statements

Other information

Saved as disclosed, none of the Directors standing for re-election have:-

1. any family relationship with any director and/or major shareholder;
2. any conflict of interest with PTB; and
3. any conviction for offences within the past 10 years other than traffic offences.

PROXY FORM

PETALING TIN BERHAD (324-H)
Incorporated in Malaysia

No. of shares	CDS Account No.

I/We.....
(Full Name of Shareholder)

of.....
(Full Address of Shareholder)

being a member of Petaling Tin Berhad, hereby appoint
(Full Name of Proxy)

of.....
(Full Address of Proxy)

or failing him/her,.....
(Full Name of Proxy)

of
(Full Address of Proxy)

or failing him/her, the Chairman of the Meeting as my/our proxy, to vote for me/us on my/our behalf, at the Seventy-Sixth Annual General Meeting of the Company to be held at Anggerik Room, 4th Floor, Hotel Equatorial Kuala Lumpur, Jalan Sultan Ismail, 50250 Kuala Lumpur on Friday, 26 April 2002 at 10.00 a.m. and at any adjournment thereof.

No.	Ordinary Resolutions	For	Against
1	Adoption of audited financial statements and reports.		
2	Approval of the payment of directors' fees.		
3	Re-election of Mr Chin Yit Kong as director.		
4	Re-election of Datuk Wan Kassim Bin Ahmed as director.		
5	Re-election of Mr Chong Kok Kong as director.		
6	Re-election of Tan Sri Dr Chen Lip Keong as director.		
7	Re-appointment of Messrs Moore Stephens as Auditors.		
8	Authority pursuant to Section 132D of the Companies Act, 1965.		

(Please indicate with an "X" in the appropriate box how you wish your vote to be cast. If this Proxy Form is returned without any indication as how the proxy shall vote, the proxy will vote or abstain from voting as he thinks fit).

Signed this day of, 2002

Signature/Seal of Shareholder :

Telephone No. (during office hours) :

Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote, in his stead. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply.
2. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
3. The instrument appointing a proxy must be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if such appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised.
4. The instrument appointing a proxy and the power of attorney or other authority (if any) under which the instrument is signed or a notarily certified copy of that power or authority, shall be deposited at the Registered Office of the Company at Level 19, Menara PanGlobal, No. 8, Lorong P. Ramlee, 50250 Kuala Lumpur or at the Company's Branch Register at Grooved Secretaries Ltd., 52 Leysdown Road, Mottingham, London, SE9 3NB United Kingdom at least forty-eight (48) hours before the time for holding the meeting or adjourned meeting.

Fold this flap for sealing

**Affix
Stamp**

The Company Secretary
Petaling Tin Berhad (324-H)
c/o Lipkland Management and Consultancy Sdn Bhd
Level 19, Menara PanGlobal
No. 8, Lorong P. Ramlee
50250 Kuala Lumpur

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2nd fold here



PETALING TIN BERHAD (324-H)

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