

financial statements

Directors' Report	30
Statement by Directors	36
Statutory Declaration	36
Report of the Auditors	37
Income Statements	38
Balance Sheets	39
Statement of Changes in Equity	40
Cash Flow Statement	42
Notes to the Financial Statements	44

directors' report

for the year ended 30 September 2000

The Directors present their report together with the audited financial statements of the Company and of the Group for the year ended 30 September 2000.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the provision of management services.

The subsidiary companies are primarily engaged in the manufacture and sale of glass containers, soft drinks and dairy products.

There have been no significant changes in the nature of these activities during the financial year.

RESULTS FOR THE YEAR

	Group RM'000	Company RM'000
Net profit for the year	56,406	30,339
Retained profits brought forward	55,122	47,358
Net transfer from non-distributable reserve	367	-
Attributable Profits	111,895	77,697
Dividends		
Interim dividend 5% less tax per share	(9,387)	(9,387)
Final dividend 7% less tax per share	(13,141)	(13,141)
Retained profits carried forward	<u>89,367</u>	<u>55,169</u>

In the opinion of the Directors, the results of the operations of the Company and of the Group during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the year under review other than as disclosed in the financial statements.

DIVIDENDS

As proposed in the previous report, a final dividend of 3% less tax amounting to RM3,754,603 in respect of the previous financial year was paid on 28 March 2000.

An interim dividend of 5% less tax amounting to RM9,386,508 in respect of the current financial year was paid on 28 August 2000.

The Directors propose a final dividend of 7% less tax amounting to RM13,141,153 to be paid for year ended 30 September 2000.

DIRECTORS

Directors of the Company in office since the date of the last report are:

Dato' Dr. Yahya bin Ismail

Y.A.M. Tengku Syarif Bendahara Syed Badarudin Jamalullail ibni Tuanku Syed Putra Jamalullail

Tan Sri Dato' Dr. Lin See-Yan

Mr Tan Yam Pin

Mr Ian Alastair MacLean

Dr. Radzuan bin A. Rahman

Puan Kartini binti Hj Abdul Manaf

Mr Lai Seck Khui

Dato' Fong Weng Phak (appointed on 10.5.2000)

Mr Lee Kong Yip (appointed on 10.5.2000)

Mr Mah Peng Kong (resigned on 30.9.2000)

At the forthcoming Annual General Meeting, the following Directors retire and, being eligible, offer themselves for re-election:

- Mr. Tan Yam Pin and Tan Sri Dato' Dr. Lin See-Yan pursuant to Article 97 of the Company's Articles of Association.
- Dato' Fong Weng Phak and Mr. Lee Kong Yip pursuant to Article 103 of the Company's Articles of Association.

Dato' Dr. Yahya Ismail has announced his wish to retire at this forthcoming Annual General Meeting and therefore does not offer himself for re-appointment.

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company is a party, whereby Directors might acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate except for their entitlement to subscribe for new shares as warrant holders and for options granted under the Company and the holding company's Executives' Share Option Schemes.

The following Directors who held office at the end of the financial year had according to the register required to be kept under Section 134 of the Companies Act 1965, an interest in shares, share options and/or warrants of the Company or its related corporations, as stated below:

Companies in which Director held interest	Number of shares / Share options / Warrants			
	As at 1/10/99	Bought / Allocated / Replaced	Sold / Lapsed / Exercised / Replaced	As at 30/9/00
Dato' Dr. Yahya Ismail				
Fraser & Neave Holdings Bhd				
– Ordinary shares	1,114,000	557,000	–	1,671,000
– New Warrants 2001	–	222,800	–	222,800
Fraser and Neave Limited				
– Ordinary shares	2,880	–	–	2,880

for the year ended 30 September 2000

Companies in which Director held interest	Number of shares / Share options / Warrants			
	As at 1/10/99	Bought / Allocated / Replaced	Sold / Lapsed / Exercised / Replaced	As at 30/9/00
I A Maclean				
Fraser and Neave Limited				
– Ordinary shares	154,081	–	–	154,081
– Share options	524,100	105,000	(108,000)	521,100
Asia Pacific Breweries Ltd				
– Ordinary shares	624	–	–	624
Centrepoint Properties Ltd				
– Ordinary shares	8,947	440	–	9,387
– Warrant 2000	2,000	–	–	2,000
Tan Yam Pin				
Fraser and Neave Limited				
– Ordinary shares	60,691	103,000	–	163,691
– Share options	655,150	125,000	(135,000)	645,150
Y.A.M. Tengku Syed Badarudin				
Fraser & Neave Holdings Bhd				
– Ordinary shares	1,908,000	954,000	–	2,862,000
– Warrants 2001	3,285,200	910,517	(4,195,717)	–
– New Warrants 2001	–	4,195,717	(1,837,922)	2,357,795
Lai Seck Khui				
Fraser and Neave Limited				
– Share options	79,480	54,000	–	133,480

Since the end of the previous financial year, no Director has received or become entitled to receive any benefits (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the Directors shown in the group financial statements or the fixed salary of a full time employee of the Company or of related corporations) by reason of a contract made by the Company or a related corporation with any 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 required to be disclosed by Section 169(8) of the Companies Act 1965.

SHARE CAPITAL

During the financial year, the issued and paid up share capital of the Company was increased from RM173,824,221 to RM260,737,172 by the issue of 86,912,111 ordinary shares of RM1.00 each at RM2.29 per share pursuant to a rights issue and the issue of 840 new ordinary shares of RM1.00 each issued at RM3.28 per share on conversion of warrants.

OPTION GRANTED OVER UNISSUED SHARES AND DEBENTURES**Warrants 2001**

Pursuant to a prospectus dated 29 March 1996, options were granted by way of detachable Warrants 2001 with the issue of Bonds 1996 on 21 May 1996. Statutory information concerning the warrants is set out below:

- (a) Full provisions regarding the transferability of Warrants 2001 to new ordinary shares, which will thereafter rank pari passu with the existing ordinary shares of the Company, adjustment of the Exercise Price in certain circumstances, quotation on the Kuala Lumpur Stock Exchange and other terms and conditions pertaining to the Warrants 2001 are set out in detail in the Deed Poll executed by the Company on 26 March 1996.
- (b) Each Warrant 2001 entitles the holder to subscribe for one new ordinary shares of RM1.00 each in the Company at an exercise price of RM8.50 per ordinary share. As a result of a rights issue during the financial year, the exercise price was adjusted to RM7.30 per ordinary share, and the number of outstanding warrants was adjusted from 73,410,748 warrants to 85,229,878 warrants in accordance with the Deed Poll.
- (c) The Warrants 2001 may be exercised at any time during normal business hours up to 5p.m. on 20 February 2001.
- (d) No Warrants 2001 were converted into shares during the financial year. However, pursuant to a prospectus dated 31 March 2000 for the issue of New Warrants 2001, 79,484,495 Warrants 2001 were surrendered, cancelled and replaced by the issue of 79,484,495 New Warrants 2001.
- (e) The number of Warrants 2001 that was not surrendered and remained outstanding at the end of the financial year was 5,745,025.

New Warrants 2001

Pursuant to a prospectus dated 31 March 2000, options were granted by way of rights warrants to shareholders who subscribed for shares pursuant to the rights issue during the year and replacement warrants to the existing Warrants 2001 holders. Statutory information concerning the rights warrants and replacement warrants (collectively as "New Warrants 2001") is set out below:

- (a) Full provisions regarding the transferability of the New Warrants 2001 to new ordinary shares, which will thereafter rank pari passu with the existing ordinary shares of the Company, adjustment of the Exercise Price in certain circumstances, quotation on the Kuala Lumpur Stock Exchange and other terms and conditions pertaining to the New Warrants 2001 are set out in detail in the Deed Poll executed by the Company on 17 March 2000.
- (b) Each New Warrants 2001 entitles the holder to subscribe for one new ordinary shares of RM1.00 each in the Company at an exercise price of RM3.28 per ordinary share.
- (c) The New Warrants 2001 may be exercised at any time during normal business hours up to 5p.m. on 20 February 2001.
- (d) 840 New Warrants 2001 were converted into ordinary shares during the financial year.
- (e) The number of New Warrants 2001 outstanding at the end of the financial year was 114,248,501.

SIGNIFICANT EVENTS DURING THE YEAR

- (a) It was announced on 27 December 1999, that the Company had entered into a conditional Sale and Purchase (S&P) agreement with Nylex (Malaysia) Berhad to acquire the entire equity interest in Kuala Lumpur Glass Manufacturers Company Sdn Bhd for a total cash consideration of RM60 million.

Following approval by the authorities and satisfactory resolution of the conditions precedent to the S&P agreement, the acquisition was completed on 19 May 2000.

- (b) At an Extraordinary General Meeting on 25 February 2000, the shareholders approved the following fund raising proposal:
- (i) Rights issue of up to 123,617,485 new ordinary shares of RM1.00 each together with up to 46,446,994 detachable rights warrants at an issue price of RM2.29 per share on the basis of five (5) new ordinary shares plus two (2) rights warrants for every ten (10) existing ordinary shares held; and
 - (ii) Issue of replacement warrants on the basis of one (1) replacement warrant in substitution and upon the surrender and cancellation of one (1) existing Warrants 2001 held at an issue price of RM0.20 per replacement warrant. Each replacement warrant entitles the holder to subscribe for one new ordinary share in the Company at a price of RM3.28 per ordinary share.

Both the rights warrants and replacement warrants 2001 described above (collectively as "New Warrants 2001") are of the same series governed by the terms and conditions as set out in the Deed Poll dated 17 March 2000 referred to earlier in this report.

This fund raising exercise was completed on 7 June 2000. As a result of this exercise, 86,912,111 new ordinary shares of RM1.00 each and 34,764,844 detachable rights warrants were issued and 11,819,130 warrants 2001 were adjusted and a total of 79,484,495 warrants 2001 were replaced with New Warrants 2001. Total net proceeds raised were RM213.3 million which were utilised to reduce group borrowings.

OTHER STATUTORY INFORMATION

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

- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that all known bad debts had been written off and adequate provision had been made for doubtful debts; and
- (ii) to ensure that any current assets which were unlikely to realise their value as shown in the accounting records in the ordinary course of business 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:

- (i) that would render the amount written off for bad debts or the amount of the provision for doubtful debts in the Company and the Group inadequate to any substantial extent; or
- (ii) that would render the values attributed to current assets in the financial statements of the Company and of the Group misleading, or
- (iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Company and of the Group misleading or inappropriate, or
- (iv) not otherwise dealt with in this report or financial statements of the Company and of the Group which would render any amount stated in the financial statements and consolidated financial statements misleading.

As at the date of this report, there does not exist:

- (i) any charge on the assets of the Company or of the Group 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 Company or of the Group which has arisen since the end of the financial year .

In the opinion of the Directors:

- (i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Company or of the Group to meet its obligations when they fall due; and
- (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Company or of the Group for the financial year in which this report is made.

AUDIT COMMITTEE

At the date of this report, the Audit Committee of the Company comprises the following directors:

Y.A.M. Tengku Syarif Bendahara Syed Badarudin Jamalullail ibni Tuanku Syed Putra Jamalullail
Puan Kartini binti Hj Abdul Manaf
Mr. Tan Yam Pin

Five meetings were convened during the twelve months up to the date of this report and the Committee deliberated on various internal controls and accounting related issues arising from the management and auditors. The announcements of quarterly results and the financial statements for the six months ended 31 March 2000 and financial year ended 30 September 2000 were also reviewed prior to the submission to the board for approval.

The Audit Committee recommended Ernst & Young for re-appointment by shareholders as auditors for the ensuing financial year.

AUDITORS

The auditors, Ernst & Young, have expressed their willingness to accept re-appointment.

On behalf of the Board,

Dato' Dr. Yahya bin Ismail
Director

I A MacLean
Director

Kuala Lumpur, Malaysia
27 November 2000

statement by directors

PURSUANT TO SECTION 169(15) OF THE COMPANIES ACT 1965

We, Dato' Dr. Yahya bin Ismail and I A MacLean, being two of the Directors of Fraser & Neave Holdings Bhd, do hereby state that, in the opinion of the Directors, the financial statements set out on pages 38 to 58 are drawn up in accordance with approved accounting standards in Malaysia, so as to give a true and fair view of the state of affairs of the Company and of the Group as at 30 September 2000 and of the results of the business of the Company and of the Group for the year ended on that date.

On behalf of the Board,

Dato' Dr. Yahya bin Ismail
Director

I A MacLean
Director

Kuala Lumpur, Malaysia
27 November 2000

statutory declaration

PURSUANT TO SECTION 169(16) OF THE COMPANIES ACT 1965

I, Tony Lee Cheow Fui, being the officer primarily responsible for the financial management of Fraser & Neave Holdings Bhd, do solemnly and sincerely declare that the financial statements set out on pages 38 to 58, are in my opinion correct, and I make this declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by)
the abovementioned Tony Lee Cheow Fui) **Tony Lee Cheow Fui**
at Kuala Lumpur in the Federal Territory)
on 27 November 2000)

Before me,
Commissioner for Oaths
Barathan A/L Sinniah @ Chinniah (No. W202)

report of the auditors

to the members of Fraser & Neave Holdings Bhd

37

We have audited the financial statements set out on pages 38 to 58. These financial statements are the responsibility of the Company's Directors. Our responsibility is to express an opinion on these financial statements based on our audit.

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

In our opinion:

- (a) the financial statements are properly drawn up in accordance with the provisions of the Companies Act 1965 and approved accounting standards in Malaysia so as to give a true and fair view of:
 - (i) the state of affairs of the Company and of the Group as at 30 September 2000 and of the results and the cash flows of the Company and of the Group for the year then ended; and
 - (ii) the matters required by Section 169 of the Companies Act 1965 to be dealt with in the financial statements and consolidated financial statements.
- (b) the accounting and other records and the registers required by the Act to be kept by the Company and by its subsidiary companies for which we have acted as auditors have been properly kept in accordance with the provisions of the 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 those purposes.

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

ERNST & YOUNG: AF 0039
Public Accountants

Thomas Arundel Andrew Scott 1060/3/02 (J/PH)
Partner

Kuala Lumpur, Malaysia
27 November 2000

income statements

for the year ended 30 September 2000

	Note	GROUP		COMPANY	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
REVENUE	1(m)	1,366,517	1,157,242	41,028	6,028
COST OF SALES		(1,010,587)	(937,690)	–	–
GROSS PROFIT		355,930	219,552	41,028	6,028
OPERATING (EXPENSES)/INCOME					
Distribution expenses		(140,526)	(135,259)	–	–
Marketing expenses		(48,106)	(23,742)	–	–
Administration expenses		(60,484)	(64,587)	(1,547)	(1,415)
Other operating expenses		(18,492)	(24,290)	2	(1)
		(267,608)	(247,878)	(1,545)	(1,416)
OPERATING PROFIT/(LOSS)	2	88,322	(28,326)	39,483	4,612
Exceptional items	2	(4,038)	(17,245)	–	–
Net financing cost	3	(11,465)	(22,726)	209	4,340
PROFIT/(LOSS) BEFORE TAXATION		72,819	(68,297)	39,692	8,952
Taxation	5	(10,456)	(897)	(9,353)	(1,058)
PROFIT/(LOSS) AFTER TAXATION		62,363	(69,194)	30,339	7,894
Minority interest		(5,957)	8,388	–	–
NET PROFIT/(LOSS) FOR THE YEAR		56,406	(60,806)	30,339	7,894
Earnings/(Loss) per ordinary share					
Basic (sen)	7	25.6	(35.0)		
Dividend per ordinary share net of tax (sen)		8.6	2.2		

The Annexed notes form an integral part of these financial statements.

balance sheets

as at 30 September 2000

39

	Note	GROUP		COMPANY	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Share capital	8	260,737	173,824	260,737	173,824
Reserves	9	291,856	130,646	192,733	58,497
Shareholders' fund		552,593	304,470	453,470	232,321
Minority interest		53,661	54,639	–	–
		606,254	359,109	453,470	232,321
REPRESENTED BY					
Fixed assets	10	744,658	723,803	–	–
Subsidiary companies	11	–	–	649,584	462,460
Other investment	12	22,254	8,788	22,250	8,788
Deferred expenditure	13	454	1,614	450	1,125
CURRENT ASSETS					
Stocks	14	215,705	225,604	–	–
Trade debtors	15	244,688	202,772	–	–
Other debtors		31,977	26,536	23,088	5,242
Amount due from holding company	16	–	–	–	568
Amount due from related companies	16	12,961	9,122	–	–
Fixed deposits	17	73,197	35,356	21,824	8,938
Cash and bank balances		47,477	51,552	4,029	1,686
		626,005	550,942	48,941	16,434
CURRENT LIABILITIES					
Trade creditors		115,836	105,565	–	–
Other creditors	18	131,947	91,250	4,327	1,995
Amount due to holding company	16	65,294	64,736	–	–
Amount due to related companies	16	4,518	4,386	–	53
Borrowings	19	385,961	345,910	250,000	–
Provision for taxation		15,029	7,801	287	683
Proposed dividend		13,141	3,755	13,141	3,755
		731,726	623,403	267,755	6,486
NET CURRENT (LIABILITIES)/ASSETS		(105,721)	(72,461)	(218,814)	9,948
DEFERRED LIABILITIES					
Borrowings	19	–	250,000	–	250,000
Provision for retirement benefit		36,720	33,587	–	–
Deferred taxation	20	18,671	19,048	–	–
		55,391	302,635	–	250,000
		606,254	359,109	453,470	232,321

The Annexed notes form an integral part of these financial statements.

statement of changes in equity

for the year ended 30 September 2000

	Note	Share capital	Share premium	Capital reserve	Reserve on consolidation	Retained profits	Total
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
GROUP							
<i>At 1 October 1998</i>		173,824	11,139	2,319	61,888	119,861	369,031
Transfer in accordance with Article 30 of Foreign Investment Laws of Vietnam		–	–	178	–	(178)	–
Net loss for the year		–	–	–	–	(60,806)	(60,806)
Dividends	6	–	–	–	–	(3,755)	(3,755)
<i>At 30 September 1999</i>		173,824	11,139	2,497	61,888	55,122	304,470
Rights Issue, net of expenses		86,912	110,526	–	–	–	197,438
Subscription for New Warrants 2001		–	–	15,897	–	–	15,897
Conversion of New Warrants 2001		1	2	–	–	–	3
Transfer in accordance with Article 30 of Foreign Investment Laws of Vietnam		–	–	(367)	–	367	–
Arising from acquisition of subsidiary		–	–	–	907	–	907
Net profit for the year		–	–	–	–	56,406	56,406
Dividends	6	–	–	–	–	(22,528)	(22,528)
		<u>260,737</u>	<u>121,667</u>	<u>18,027</u>	<u>62,795</u>	<u>89,367</u>	<u>552,593</u>

The Annexed notes form an integral part of these financial statements.

statement of changes in equity

for the year ended 30 September 2000

41

	Note	Share capital	Share premium	Capital reserve	Retained profits	Total
		RM'000	RM'000	RM'000	RM'000	RM'000
COMPANY						
<i>At 1 October 1998</i>		173,824	11,139	–	43,219	228,182
Net profit for the year		–	–	–	7,894	7,894
Dividends	6	–	–	–	(3,755)	(3,755)
<i>At 30 September 1999</i>		173,824	11,139	–	47,358	232,321
Rights Issue, net of expenses		86,912	110,526	–	–	197,438
Subscription for New Warrants 2001		–	–	15,897	–	15,897
Conversion of New Warrants 2001		1	2	–	–	3
Net profit for the year		–	–	–	30,339	30,339
Dividends	6	–	–	–	(22,528)	(22,528)
		<u>260,737</u>	<u>121,667</u>	<u>15,897</u>	<u>55,169</u>	<u>453,470</u>

cash flow statement

for the year ended 30 September 2000

	Note	GROUP		COMPANY	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Cash flow from operating activities					
Profit/(Loss) before tax		72,819	(68,297)	39,692	8,952
Adjustments for:					
Depreciation		73,263	68,161	–	–
(Gain)/Loss on disposal of fixed assets		(490)	2,626	–	–
Amortisation of deferred expenditure		1,162	5,790	675	747
Provision for retirement benefits		4,022	4,049	–	–
Provision for fixed assets write off		2,171	4,568	–	–
Net financing cost	3	11,465	22,726	(209)	(4,340)
Operating cash before working capital changes		164,412	39,623	40,158	5,359
Decrease in stocks		34,959	36,904	–	–
(Increase)/Decrease in debtors		(27,546)	28,045	(17,846)	(1,429)
Increase in creditors		34,859	282	2,332	1,072
Increase/(Decrease) in related companies		(3,149)	(4,916)	(125,929)	20,645
Cash generated from/ (used in) operations		203,535	99,938	(101,285)	25,647
Net financing cost paid	3	(11,465)	(22,726)	209	4,340
Tax paid		(5,613)	(9,740)	(9,749)	(3,654)
Payment of retirement benefits		(3,196)	(1,929)	–	–
Payment of deferred expenditure		(2)	(821)	–	–
Net cash generated from/ (used in) operating activities		183,259	64,722	(110,825)	26,333
Cash flow from investing activities					
Proceeds from sale of fixed assets		2,934	5,826	–	–
Purchase of fixed assets		(44,180)	(55,041)	–	–
Net cash flow from acquisition of subsidiary		(57,735)	–	(60,680)	–
Other investment		(13,462)	–	(13,462)	–
Net cash used in investing activities		(112,443)	(49,215)	(74,142)	–

for the year ended 30 September 2000

	Note	GROUP		COMPANY	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Cash flow from financing activities					
Proceeds from rights issue net of expenses		197,438	–	197,438	–
Proceeds from shares issued by subsidiary to minority shareholders		–	9,000	–	–
Proceeds from warrants subscription		15,897	–	15,897	–
Proceeds from conversion of warrants		3	–	3	–
Short term borrowings		(232,186)	21,525	–	–
Payment of dividend		(13,142)	–	(13,142)	–
Payment of dividend to minority shareholders by subsidiaries		(5,060)	(1,245)	–	–
Bonds redeemed		–	(39,887)	–	(39,887)
Net cash (used in)/generated from financing activities		(37,050)	(10,607)	200,196	(39,887)
Net increase/(decrease) in cash		33,766	4,900	15,229	(13,554)
Cash and cash equivalents at beginning of year		86,908	82,008	10,624	24,178
Cash and cash equivalents at end of year		120,674	86,908	25,853	10,624
Cash at end of year comprise:					
Fixed Deposits		73,197	35,356	21,824	8,938
Cash and bank balances		47,477	51,552	4,029	1,686
		120,674	86,908	25,853	10,624
Analysis of acquisition of subsidiary					
Fixed Assets		54,553			
Current Assets		47,820			
Current Liabilities		(14,706)			
Borrowings		(22,237)			
Provision for retirement benefit		(2,307)			
Deferred Taxation		(1,536)			
Share of net assets acquired		61,587			
Reserve on consolidation		(907)			
Purchase consideration		60,680*			
Portion discharged by cash		60,680			
Less: Cash acquired		(2,945)			
Cash flow on acquisition, net of cash		57,735			

* Purchase consideration includes incidental costs of RM680,000.

The Annexed notes form an integral part of these financial statements.

1. SIGNIFICANT ACCOUNTING POLICIES**(a) Accounting convention**

The financial statements are prepared under the historical cost convention, modified by the revaluation of certain fixed assets, and comply with approved accounting standards in Malaysia.

(b) Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiary companies made up to 30 September 2000. All significant inter-company balances and transactions are eliminated at Group level. Goodwill or reserve on consolidation represents the difference between the purchase consideration and the fair value of the underlying net assets of the subsidiary companies acquired. Goodwill on consolidation is netted off against reserve on consolidation and the net amount is carried forward.

The results of the subsidiary companies acquired or disposed of during the year are included in or excluded from, the respective dates of acquisition or disposal, as applicable.

(c) Fixed assets and depreciation

Fixed assets are stated at cost or valuation less accumulated depreciation. The cost of an asset comprises its purchase price and any directly attributable costs including interest cost capitalised in bringing the asset to working condition. Expenditure for additions, improvements and renewals are capitalised and expenditure for maintenance and repairs are charged to the income statement. When assets are sold or retired, their cost and accumulated depreciation are removed from the financial statements and any gain or loss resulting from their disposal is included in the income statement.

Where fixed assets are revalued, any surplus on revaluation is credited to asset revaluation reserve. A decrease in net carrying value arising from revaluation of fixed assets is charged to the income statement to the extent that it exceeds any surplus held in asset revaluation reserve relating to the previous revaluation of the same class of assets.

Depreciation is calculated on the straight line method to write off the cost or valuation of the fixed assets over their estimated useful lives. No depreciation is provided for freehold land and capital work in progress. The annual depreciation rates used to write down the fixed assets over their estimated useful lives are as follows:-

Leasehold land	–	lease term (ranging from 12 to 99 years)
Buildings	–	2% to 5%
Plant and machinery	–	8% to 14%
Motor vehicles	–	10% to 20%
Postmix and vending machines	–	10%
Furniture, fittings and computer equipment	–	10% to 20%

(d) Investments in subsidiary companies

Investments in subsidiary companies are stated at cost. Provision for diminution in value is provided when the Directors are of the opinion that there is a permanent decline in value.

1. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)**(e) Stocks**

Stocks are valued at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Cost of finished goods and work-in-progress includes raw materials, labour and an appropriate proportion of production overheads.

Moulds included in consumables are written off over a period of three years from the date they are issued for production.

Engineering stocks are valued at the weighted average cost basis less appropriate allowance for obsolete items.

Container stocks comprise both containers on hand and estimated to be in the market.

(f) Trade and other debtors

Debtors are valued at anticipated realisable value. Specific provisions are made for debts which have been identified as bad or doubtful. In addition, general provision are made to cover for possible losses which are not specifically identified.

(g) Provision for staff retirement benefits

Provision for retirement and service benefits is made in accordance with the terms of agreements concluded by the group companies with various categories of employee.

The provisions represents the present value of the amounts likely to become payable in respect of services already rendered. An independent actuarial calculation of the provision is made every three years. Internal calculation of the provision is made each intervening year on the same basis as those used for the independent actuarial calculation. Based on the latest available actuarial valuation carried out between 30 September 1998 and 30 September 2000, the provision for retirement and service benefits is sufficient to meet the actuarially determined value of vested benefits.

(h) Provision for furnace shutdown

Provision for furnace shutdown is based on the estimated expenditure for major repairs and maintenance to be incurred over the period prior to scheduled shutdown of furnaces.

(i) Foreign currencies

Foreign currency transactions are recorded in Ringgit Malaysia at rates of exchange approximating those ruling at transaction dates. All other foreign currency monetary assets and liabilities are translated at the rates ruling at the balance sheet date. Exchange differences are dealt with in the income statement.

On consolidation of subsidiary companies, the assets and liabilities of foreign subsidiary companies are translated into Ringgit Malaysia at rates of exchange approximating those ruling at the balance sheet date. Profit and loss items are translated into Ringgit Malaysia at average exchange rates ruling during the year. Exchange differences arising for those translations are taken to revenue reserve.

30 September 2000

1. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)**(j) Deferred taxation**

Deferred taxation is provided, using the liability method, on all material timing differences arising from the treatment of certain items for taxation and accounting purposes. However, no provision is made for deferred taxation if there is reasonable evidence that such tax deferrals will continue in the foreseeable future and there are no indications they will reverse thereafter.

Deferred tax benefits are only recognised when there is reasonable expectation of realisation in the near future.

(k) Deferred expenditure

Deferred expenditure is stated at cost less amortisation and comprises:

- (i) Pre-operating expenses which are amortised over a period of three years commencing from the date of commercial production; and
- (ii) Bond issue expenses capitalised are written off to the income statement from the date of issue to the date of maturity.

(l) Cash and cash equivalents

Cash and cash equivalents consists of cash on hand, balances and deposits with banks and highly liquid investments which have an insignificant risk of changes in value.

(m) Revenue*Group*

Revenue comprises the net invoiced value of the sales of soft drinks, glass containers, dairy products and rental income.

Company

Revenue comprises dividend from investments.

(n) Net financing cost

Interest is recognised in the income statement on a time proportion basis taking into account the principal outstanding and rate applicable. All interest and related costs are expensed as part of financing cost. Net financing cost comprise interest payable on borrowings and interest receivable on funds invested.

2. OPERATING PROFIT/(LOSS)

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
This has been arrived at after charging:-				
Depreciation of fixed assets	73,263	68,161	-	-
Provision for doubtful debts	9,303	9,787	-	-
Provision for retirement benefits	4,022	4,049	-	-
Amortisation of deferred expenditure	1,162	5,790	675	747
Rental of premises	2,559	3,331	-	-
Rental of equipment	534	303	-	-
Royalties	16,659	14,721	-	-
Directors' remuneration				
- fees	655	537	417	350
- other emoluments	1,131	1,836	-	-
Auditors' remuneration	352	305	25	25
Provision for furnace shutdown	1,536	1,320	-	-
Provision for stock obsolescence	2,465	8,234	-	-
Provision for fixed assets write off	2,171	4,568	-	-
Management fees payable to a related company	2,400	2,400	-	-
Loss on disposal of fixed assets	-	2,626	-	-
Exceptional items (<i>Note a below</i>)	4,038	17,245	-	-
Staff costs	170,219	166,329	-	-
And crediting:				
Dividend income from subsidiaries	-	-	41,028	6,028
Gain on disposal of fixed assets	490	-	-	-
Provision for doubtful debt written back	3,856	3,099	-	-
Note a				
Exceptional items comprise:-				
- Retrenchment cost	4,755	11,281	-	-
- (Gain)/Loss on unwinding of surplus forward foreign currency contract	(717)	5,964	-	-
	4,038	17,245	-	-

- (i) The estimated monetary value of directors' benefits-in-kind is RM25,000 (1999: RM 24,000)
- (ii) The number of employees of the Group including directors at the end of the year was 4,135 (1999: 4,261)

30 September 2000

3. NET FINANCING COST

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Interest payable				
Bank borrowings	11,751	22,218	390	–
Bonds	1,875	2,246	1,875	2,246
Others	562	548	–	–
	14,188	25,012	2,265	2,246
Less				
Interest receivable				
Bank deposits	(2,518)	(2,120)	(873)	(533)
Subsidiary companies	–	–	(1,601)	(6,053)
Others	(205)	(166)	–	–
	11,465	22,726	(209)	(4,340)

4. SEGMENTAL ANALYSIS

	Turnover RM'000	PBT/(LBT) RM'000	Net assets employed RM'000
2000			
Soft drinks	655,908	21,535	154,489
Dairies	501,519	26,012	151,036
Glass	208,639	23,123	220,463
Others	451	2,149	80,266
	1,366,517	72,819	606,254
1999			
Soft drinks	536,502	(103,186)	132,950
Dairies	467,935	17,222	138,080
Glass	152,613	12,428	161,407
Others	192	5,239	(73,328)
	1,157,242	(68,297)	359,109

The above operations were substantially conducted in Malaysia.

5. TAXATION

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Based on results for the year:				
Current taxation				
– Malaysia	11,665	420	9,353	1,058
– Foreign	1,821	1,441	–	–
	13,486	1,861	9,353	1,058
Deferred taxation	(2,341)	(3,098)	–	–
	11,145	(1,237)	9,353	1,058
(Over)/Under provision in prior years	(689)	2,134	–	–
	10,456	897	9,353	1,058

The Group's effective tax rate is lower than the statutory rate mainly due to the utilisation of accumulated losses.

The Company's effective tax rate is lower mainly due to the receipt of certain tax exempt dividend.

6. DIVIDENDS

	GROUP AND COMPANY	
	2000 RM'000	1999 RM'000
Interim dividend of 5% (1999: Nil) less tax	9,387	–
Proposed final dividend of 7% (1999: 3%) less tax	13,141	3,755
	22,528	3,755

7. EARNINGS/(LOSS) PER SHARE

The basic earnings/(loss) per share has been calculated by dividing the consolidated net profit/(loss) for the year of RM56.4 million (1999 : loss of RM60.8 million) by 220 million (1999: 173.8 million) weighted average number of ordinary shares of RM1.00 in issue during the year.

There are no diluted earnings per share disclosed as the computation of diluted earnings per share resulted in an increased earnings per share.

The computation of earnings per share is in accordance with Malaysian Accounting Standard Board (MASB) Standard No.13, Earnings per share.

30 September 2000

8. SHARE CAPITAL

	GROUP AND COMPANY	
	2000	1999
	RM'000	RM'000
Authorised:		
Ordinary shares of RM1.00 each	<u>500,000</u>	<u>500,000</u>
Issued and fully paid:		
Ordinary shares of RM1.00 each		
Balance at beginning of year	173,824	173,824
Issued during the year:		
– Rights issue	86,912	–
– Conversion of New Warrants 2001	1	–
Balance at end of year	<u>260,737</u>	<u>173,824</u>

9. RESERVES

	GROUP		COMPANY	
	2000	1999	2000	1999
	RM'000	RM'000	RM'000	RM'000
Non-distributable				
Share premium	121,667	11,139	121,667	11,139
Capital reserve	2,130	2,497	–	–
Reserve on consolidation	62,795	61,888	–	–
	<u>186,592</u>	<u>75,524</u>	<u>121,667</u>	<u>11,139</u>
Distributable				
Capital reserve (Note a)	15,897	–	15,897	–
Retained profits (Note b)	89,367	55,122	55,169	47,358
	<u>105,264</u>	<u>55,122</u>	<u>71,066</u>	<u>47,358</u>
Total reserves	<u>291,856</u>	<u>130,646</u>	<u>192,733</u>	<u>58,497</u>

- (a) This amount represents the proceeds from the issue of New Warrants 2001 in the Company to warrant holders upon replacement of Warrants 2001 with New Warrants 2001.
- (b) The Company has sufficient tax exempt income and Section 108 tax credit under the Income Tax Act 1967 to frank the payment of dividends out of its entire revenue reserve as at 30 September 2000 without incurring additional tax liability.

10. FIXED ASSETS – GROUP

	Freehold land RM'000	Leasehold land RM'000	Buildings RM'000	Plant & machinery RM'000	Other assets RM'000	Total assets RM'000
Cost or Valuation						
At beginning of year	134,069	54,466	166,692	481,800	259,552	1,096,579
Additions	468	14	167	15,987	27,544	44,180
Disposals	(670)	–	(218)	(9,824)	(16,003)	(26,715)
Reclassifications	–	–	212	(24)	(188)	–
Acquisition of subsidiary	–	9,000	6,783	140,923	2,969	159,675
At end of year	133,867	63,480	173,636	628,862	273,874	1,273,719
Accumulated depreciation						
At beginning of year	–	5,868	16,975	223,309	126,624	372,776
Charge for the year	–	1,431	4,356	43,194	24,282	73,263
Disposals	–	–	(81)	(9,567)	(14,623)	(24,271)
Reclassifications	–	–	103	122	(225)	–
Provision for write off/(back)	–	–	82	3,704	(1,615)	2,171
Acquisition of subsidiary	–	1,292	1,712	99,880	2,238	105,122
At end of year	–	8,591	23,147	360,642	136,681	529,061
Charge for 30/9/99	–	1,371	3,858	41,628	21,304	68,161
Net Book Value						
At 30 September 2000	133,867	54,889	150,489	268,220	137,193	744,658
At 30 September 1999	134,069	48,598	149,717	258,491	132,928	723,803

The freehold land and buildings of the Group are stated at Directors' valuation and are based on a professional valuer's opinion of the open market value of the properties. In accordance with the transitional provisions issued by the Malaysian Accounting Standards Board on adoption of International Accounting Standard No. 16 (revised), Property, Plant and Equipment, the valuation of these assets has not been updated, and they continue to be stated at their existing carrying amounts less depreciation.

Other assets comprise platforms, postmix and vending machines, motor vehicles, furniture, fittings and computer equipment.

30 September 2000

10. FIXED ASSETS – GROUP (Cont'd)

All the assets are stated at cost except for freehold land and buildings as detailed below:-

	Cost RM'000	Valuation 1983 RM'000	Total RM'000
Group – 30/9/00			
Freehold land	131,349	2,548	133,867
Buildings	172,286	1,350	173,636
Group – 30/9/99			
Freehold land	131,521	2,548	134,069
Buildings	165,342	1,350	166,692

11. SUBSIDIARY COMPANIES

	COMPANY	
	2000 RM'000	1999 RM'000
Unquoted shares at cost	492,043	431,363
Amounts due from subsidiary companies	207,323	74,829
Amount due to subsidiary companies	(49,782)	(43,732)
	<u>649,584</u>	<u>462,460</u>

The amounts due from/(to) subsidiary companies are unsecured, have no fixed terms of repayment and are non-interest bearing except for the amounts due from subsidiary companies of RM179,978,508 (1999: RM32,817,245) which bear interest at rates ranging from 2.7% to 3.05% (1999 : 3.3% to 7.1%) per annum.

The details of the subsidiary companies are set out in Note 24 to the financial statements.

12. OTHER INVESTMENT

This represents progress advance made to an associated company to acquire property earmarked for commercial development at KL Sentral.

13. DEFERRED EXPENDITURE

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Cost	12,410	12,408	4,919	4,919
Less: Amortisation	(11,956)	(10,794)	(4,469)	(3,794)
	<u>454</u>	<u>1,614</u>	<u>450</u>	<u>1,125</u>

14. STOCKS

	GROUP	
	2000 RM'000	1999 RM'000
Manufactured stocks	91,308	86,341
Containers	46,348	46,781
Raw material	47,768	64,395
Packaging materials	22,376	19,110
Engineering and other stocks	50,739	46,789
	<u>258,539</u>	<u>263,416</u>
Less: Provision for stocks obsolescence	(42,834)	(37,812)
	<u>215,705</u>	<u>225,604</u>

15. TRADE DEBTORS

	GROUP	
	2000 RM'000	1999 RM'000
Trade debtors	262,082	219,849
Less: Provision for doubtful debts	(17,394)	(17,077)
	<u>244,688</u>	<u>202,772</u>

16. HOLDING AND RELATED COMPANIES

The holding company is Fraser and Neave Limited ("F&N Ltd"), a company incorporated in the Republic of Singapore, which is also the ultimate holding company. Related companies in these financial statements refer to companies of the F&N Ltd group of companies. The amounts due from/(to) related companies are trade in nature and non-interest bearing.

17. FIXED DEPOSITS

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Fixed deposits with:				
– Local banks	52,935	29,336	21,824	8,938
– Foreign banks	20,262	6,020	–	–
	<u>73,197</u>	<u>35,356</u>	<u>21,824</u>	<u>8,938</u>

30 September 2000

18. OTHER CREDITORS

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Accrued expenses	20,427	20,823	25	745
Deposits	23,219	27,278	–	–
Excise duty and sales tax payable	6,177	4,502	–	–
Staff costs payable	22,080	8,798	–	–
Provision for marketing cost	10,263	–	–	–
Dividend payable	3,232	1,250	3,232	1,250
Other payables	46,549	28,599	1,070	–
	131,947	91,250	4,327	1,995

19. BORROWINGS

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Repayable within one year:-				
Secured				
Bank overdraft	–	522	–	–
Unsecured				
0.75% Bonds 1996 (Note a)	250,000	–	250,000	–
Other Borrowings (Note b)	135,961	345,388	–	–
	385,961	345,910	250,000	–
Repayable after one year but not later than five years:-				
Unsecured				
0.75% Bonds 1996 (Note a)	–	250,000	–	250,000
	–	250,000	–	250,000

- (a) The RM250,000,000 0.75% Bonds 1996 were issued on 21 May 1996. These bonds are redeemable and are constituted under a Trust Deed dated 26 March 1996. They are also listed on the Kuala Lumpur Stock Exchange. The mandatory redemption of the bonds at their principal amount is on 20 May 2001. Prior to that date, the Company may purchase the bonds in the open market and may, at its option, retain, sell, cancel or otherwise deal with them.
- (b) The other borrowings consist of bankers' acceptances and revolving credits which bear interest at rates ranging from 3.20% to 6.75% (1999: 3.25% to 10.40%) per annum.

20. DEFERRED TAXATION

	GROUP	
	2000 RM'000	1999 RM'000
The deferred taxation arose as a result of:		
Excess of net book value over tax written down value of:-		
– Fixed assets	43,774	24,370
– Container stocks	1,368	1,368
Provision, expenses and income taken to tax in different year	(5,809)	(5,391)
Tax effect on revaluation surplus	5,071	5,105
Unutilised losses and unabsorbed capital allowances	(25,733)	(6,404)
	<u>18,671</u>	<u>19,048</u>

21. CAPITAL COMMITMENTS

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Amount approved and contracted for	68,757	79,460	65,538	79,000
Amount approved but not contracted for	52,925	29,922	–	–
	<u>121,682</u>	<u>109,382</u>	<u>65,538</u>	<u>79,000</u>

22. SIGNIFICANT RELATED COMPANY TRANSACTIONS

	GROUP		COMPANY	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Related companies				
– Sales	(74,423)	(48,811)	–	–
– Purchases	31,567	19,667	–	–
– Management fee	2,400	2,400	–	–
– Royalties	15,212	14,721	–	–
Subsidiary companies				
– Interest	–	–	(1,601)	(6,053)
– Dividend	–	–	(41,028)	(6,028)
			<u>(41,028)</u>	<u>(6,028)</u>

These transactions are based on terms determined on a commercial basis. At the year end, the balances unpaid were within normal trade credit terms.

30 September 2000

23. ANALYSIS OF LIABILITIES AND DEBTS PAYABLE BY/(TO) THE COMPANY AND THE GROUP

	GROUP			COMPANY		
	Not later than two years RM'000	Later than two years but not later than five years RM'000	Later than five years RM'000	Not later than two years RM'000	Later than two years but not later than five years RM'000	Later than five years RM'000
<i>Liabilities payable</i>						
30/9/00						
Creditors	247,783	-	-	4,327	-	-
Borrowings	135,961	-	-	-	-	-
Bonds	250,000	-	-	250,000	-	-
Taxation	28,629	-	5,071	287	-	-
Retirement benefits	-	-	36,720	-	-	-
Related companies	69,812	-	-	49,782	-	-
Proposed dividend	13,141	-	-	13,141	-	-
	745,326	-	41,791	317,537	-	-
30/9/99						
Creditors	196,815	-	-	1,995	-	-
Borrowings	345,910	-	-	-	-	-
Bonds	250,000	-	-	250,000	-	-
Taxation	21,744	-	5,105	683	-	-
Retirement benefits	-	-	33,587	-	-	-
Related companies	69,122	-	-	43,785	-	-
Proposed dividend	3,755	-	-	3,755	-	-
	887,346	-	38,692	300,218	-	-
<i>Debts receivable</i>						
30/9/00						
Debtors	258,048	-	-	23,086	-	-
Related companies	12,961	-	-	207,323	-	-
	271,009	-	-	230,409	-	-
30/9/99						
Debtors	224,286	-	-	4,988	-	-
Related companies	9,122	-	-	75,398	-	-
	233,408	-	-	80,386	-	-

24. SUBSIDIARY AND ASSOCIATED COMPANIES

The details of the subsidiary and associated companies are as follows:-

Name of company	Place of incorporation	Principal activities	Equity interest held	
			2000 %	1999 %
Malaya Glass Products Sdn Bhd	Malaysia	Manufacture and sale of glass containers	100	100
Kuala Lumpur Glass Manufacturers Company Sdn Bhd	Malaysia	Manufacture and sale of glass containers	100	–
Malaya-Vietnam Glass Limited	Vietnam	Manufacture and sale of glass containers	70	70
Fraser & Neave (Malaya) Sdn Bhd	Malaysia	Management services and property investment holdings	100	100
F&NCC Beverages Sdn Bhd	Malaysia	Manufacture of soft drinks	90	90
F&N Coca-Cola (Malaysia) Sdn Bhd	Malaysia	Distribution of soft drinks	90	90
F&N Dairies (Malaysia) Sdn Bhd	Malaysia	Distribution of dairy products	100	100
Premier Milk (Malaya) Sdn Berhad	Malaysia	Manufacture of dairy products	75	75
F&N Foods Sdn Bhd	Malaysia	Manufacture of dairy products	100	100
Four Eights Sdn Bhd	Malaysia	Dormant	100	100
Wimanis Sdn Bhd	Malaysia	Dormant	100	100
Harmonic Fairway Sdn Bhd	Malaysia	Dormant	25	25

30 September 2000

25. LEASE COMMITMENTS

The balance of the operating lease rentals payable under rental agreements are as follows:

	GROUP	
	2000	1999
	RM'000	RM'000
Amount payable within 12 months	3,625	3,760
Amount payable after 12 months	3,060	6,350
	<u>6,685</u>	<u>10,110</u>

26. COMPARATIVE FIGURES

Following the adoption of the Malaysian Accounting Standards Board standards in the preparation of this set of financial statements, the presentation and classification of certain items in the financial statements have been amended.

Accordingly where applicable comparative figures have been reclassified to ensure comparability with the current financial year.

penyata kewangan

Laporan Pengarah	60
Kenyataan oleh Para Pengarah	66
Akuan Berkanun	66
Laporan Juruaudit	67
Penyata Pendapatan	68
Lembaran Imbangan	69
Penyata Perubahan Ekuiti	70
Penyata Aliran Tunai	72
Nota-nota kepada Penyata Kewangan	75

laporan pengarah

bagi tahun berakhir 30 September 2000

Para Pengarah dengan sukacitanya membentangkan laporan mereka bersama penyata kewangan Syarikat dan Kumpulan yang telah diaudit bagi tahun berakhir 30 September 2000.

AKTIVITI-AKTIVITI UTAMA

Aktiviti utama Syarikat adalah pegangan pelaburan dan penyediaan perkhidmatan pengurusan.

Syarikat-syarikat subsidiari terlibat terutamanya dalam bidang pengilangan dan penjualan bekas kaca, minuman ringan dan barangan tenusu.

Sepanjang tahun kewangan, tiada perubahan ketara ke atas aktiviti-aktiviti tersebut.

KEPUTUSAN BAGI TAHUN

	Kumpulan RM'000	Syarikat RM'000
Keuntungan bersih bagi tahun	56,406	30,339
Keuntungan tersimpan dibawa ke hadapan	55,122	47,358
Pindahan bersih dari rizab tidak boleh diagihkan	367	-
Keuntungan boleh dibahagikan	111,895	77,697
Dividen		
Dividen interim 5% tolak cukai	(9,387)	(9,387)
Dividen akhir 7% tolak cukai	(13,141)	(13,141)
Keuntungan tersimpan dihantar ke hadapan	<u>89,367</u>	<u>55,169</u>

Pada pendapat para Pengarah, keputusan operasi Syarikat dan Kumpulan di sepanjang tahun kewangan ini tidak terjejas dengan ketara oleh sebarang perkara, urusaniaga atau peristiwa penting dan berbentuk luar biasa.

RIZAB DAN PERUNTUKAN

Tiada pindahan penting kepada atau daripada rizab atau peruntukan pada tahun ini selain daripada yang dibentangkan dalam penyata kewangan.

DIVIDEN

Seperti yang dicadangkan di dalam laporan tahunan yang lepas, dividen akhir sebanyak 3% tolak cukai, berjumlah RM3,754,603 berdasarkan tahun kewangan sebelumnya telah dibayar pada 28 Mac 2000.

Dividen interim sebanyak 5% tolak cukai, berjumlah RM9,386,508 berhubung tahun kewangan semasa telah dibayar pada 28 Ogos 2000.

Para Pengarah mencadangkan pembayaran dividen akhir 7% tolak cukai, berjumlah RM 13,141,153 yang akan dibayar bagi tahun berakhir 30 September 2000.

PARA PENGARAH

Para Pengarah Syarikat yang memegang jawatan sejak tarikh laporan yang lepas terdiri daripada:-

Dato' Dr. Yahya bin Ismail

Y.A.M. Tengku Syarif Bendahara Syed Badarudin Jamalullail ibni Tuanku Syed Putra Jamalullail

Tan Sri Dato' Dr. Lin See-Yan

Encik Tan Yam Pin

Encik Ian Alastair MacLean

Dr. Radzuan bin A. Rahman

Puan Kartini binti Hj Abdul Manaf

Encik Lai Seck Khui

Dato' Fong Weng Phak (dilantik pada 10.5.2000)

Encik Lee Kong Yip (dilantik pada 10.5.2000)

Encik Mah Peng Kong (meletak jawatan pada 30.9.2000)

Pada Mesyuarat Agung Tahunan akan datang, para Pengarah berikut bersara, dan oleh kerana layak, menawarkan diri mereka untuk dipilih semula:-

- En. Tan Yam Pin and Tan Sri Dato' Dr. Lin See-Yan berhubung dengan Tataurus 97 dalam Tataurus Pertubuhan Syarikat.
- Dato' Fong Weng Phak and En. Lee Kong Yip berhubung Tataurus 103 dalam Tataurus Pertubuhan Syarikat.

Dato' Dr. Yahya bin Ismail telah mengumumkan hasrat beliau untuk bersara di Mesyuarat Agung Tahunan akan datang dan dengan demikian, tidak menawarkan diri beliau untuk dilantik semula.

Sama ada pada akhir tahun kewangan atau pada bila-bila masa sepanjang tahun kewangan ini, tidak terdapat sebarang urusan di mana Syarikat sebagai satu pihak, yang membolehkan para Pengarah memperolehi faedah melalui pemilikan saham atau dalam bentuk debentur Syarikat atau sebarang badan korporat lain, kecuali kelayakan mereka untuk melanggan saham baru sebagai pemegang waran dan bagi opsyen yang diberi di bawah Syarikat dan dibawah Skim Opsyen Saham Eksekutif syarikat induk.

Para Pengarah berikut yang memegang jawatan pada akhir tahun kewangan menurut daftar yang perlu disimpan di bawah Seksyen 134 Akta Syarikat 1965, mempunyai kepentingan dalam saham, opsyen saham dan/atau waran Syarikat atau syarikat-syarikat berkaitannya, seperti yang dinyatakan di bawah:-

Syarikat yang mana Pengarah memiliki kepentingan	Bilangan saham / Opsyen saham / Waran			
	Pada 1/10/99	Dibeli / Diperuntukkan / Digantikan	Dijual / Diluput / Dilaksana / Digantikan	Pada 30/9/00
Dato' Dr. Yahya Ismail				
Fraser & Neave Holdings Bhd				
- Saham biasa	1,114,000	557,000	-	1,671,000
- Waran baru 2001	-	222,800	-	222,800
Fraser and Neave Limited				
- Saham biasa	2,880	-	-	2,880

Syarikat yang mana Pengarah memiliki kepentingan	Bilangan saham / Opsyen saham / Waran			
	Pada 1/10/99	Dibeli / Diperuntukan / Digantikan	Dijual / Diluput / Dilaksana / Digantikan	Pada 30/9/00
I A Maclean				
Fraser and Neave Limited				
– Saham biasa	154,081	–	–	154,081
– Opsyen saham	524,100	105,000	(108,000)	521,100
Asia Pacific Breweries Ltd				
– Saham biasa	624	–	–	624
Centrepoint Properties Ltd				
– Saham biasa	8,947	440	–	9,387
– Waran 2000	2,000	–	–	2,000
Tan Yam Pin				
Fraser and Neave Limited				
– Saham biasa	60,691	103,000	–	163,691
– Opsyen saham	655,150	125,000	(135,000)	645,150
Y.A.M. Tengku Syed Badarudin				
Fraser & Neave Holdings Bhd				
– Saham biasa	1,908,000	954,000	–	2,862,000
– Waran 2001	3,285,200	910,517	(4,195,717)	–
– Waran baru 2001	–	4,195,717	(1,837,922)	2,357,795
Lai Seck Khui				
Fraser and Neave Limited				
– Saham baru	79,480	54,000	–	133,480

Sejak akhir tahun kewangan lepas, tiada Pengarah telah menerima atau layak untuk menerima sebarang faedah (selain daripada faedah yang termasuk dalam jumlah agregat emolumen yang diterima atau tamat tempoh dan akan diterima oleh para Pengarah seperti yang dinyatakan dalam penyata kewangan Kumpulan atau gaji tetap sebagai kakitangan sepenuh masa Syarikat atau syarikat yang ada kaitan) disebabkan oleh kontrak yang dibuat oleh Syarikat atau syarikat yang ada kaitan dengan mana-mana Pengarah atau sebuah firma yang Pengarah berkenaan merupakan ahli atau syarikat yang Pengarah berkenaan mempunyai kepentingan kewangan besar yang perlu dinyatakan menurut Seksyen 169 (8) Akta Syarikat 1965.

MODAL SAHAM

Sepanjang tahun kewangan, modal saham terbitan dan berbayar Syarikat telah meningkat dari RM173,824,221 kepada RM260,737,172 melalui terbitan 86,912,111 saham biasa bernilai RM1.00 sesaham pada harga RM2.29 sesaham berhubung terbitan hak dan terbitan 840 saham biasa baru bernilai RM1.00 sesaham pada harga RM3.28 sesaham daripada penukaran waran.

OPSYEN DIBERI KE ATAS SAHAM DAN DEBENTUR YANG BELUM DITERBITKAN**Waran 2001**

Berhubung dengan sebuah prospektus bertarikh 29 Mac 1996, opsyen telah diberi melalui Waran 2001 boleh asing dengan penerbitan Bon 1996 pada 21 Mei 1996. Maklumat berkanun bersabit waran berkenaan dibentangkan seperti di bawah:

- (a) Peruntukan penuh berhubung status boleh pindah Waran 2001 kepada saham biasa baru, yang kemudiannya bertaraf pari passu dengan saham biasa Syarikat yang sedia ada, pelarasan Harga Pelaksanaan dalam keadaan-keadaan tertentu, sebutharga di Bursa Saham Kuala Lumpur dan terma serta syarat lain berhubung dengan Waran 2001 dibentangkan secara terperinci dalam Perjanjian Amanah yang dilaksanakan oleh Syarikat pada 26 Mac 1996.
- (b) Setiap waran 2001 melayakkan pemegangnya melanggan satu saham baru Syarikat bernilai RM1.00 sesaham pada harga pelaksanaan RM8.50 sesaham biasa. Berikutan hak yang diterbitkan pada tahun kewangan, harga pelaksanaan telah dilaras kepada RM 7.30 sesaham biasa, dan jumlah waran yang tertunggak dilaras dari 73,410,748 kepada 85,229,878 sejajar dengan Perjanjian Amanah tersebut.
- (c) Waran 2001 boleh dilaksanakan pada bila-bila masa pada waktu urusniaga sehingga pukul 5 petang pada 20 Februari 2001.
- (d) Tidak ada Waran 2001 diubah kepada saham biasa sepanjang tahun kewangan. Bagaimanapun merujuk kepada prospektus bertarikh 31 Mac 2000 untuk terbitan Waran Baru 2001, 79,484,495 Waran 2001 telah diserahkan, dibatalkan dan digantikan dengan terbitan 79,484,495 Waran Baru 2001.
- (e) Bilangan Waran 2001 yang tidak diserahkan dan kekal tertunggak pada akhir tahun kewangan adalah 5,745,025.

Waran Baru 2001

Berhubung dengan sebuah prospektus bertarikh 31 Mac 2000, opsyen telah diberi melalui hak waran kepada pemegang saham yang telah melanggan saham berhubung dengan terbitan hak pada tahun berkenaan dan penggantian waran kepada pemegang Waran 2001 yang sedia ada. Maklumat berkanun bersabit waran hak dan gantian waran (secara kolektif sebagai "Waran Baru 2001") ditetapkan seperti di bawah:-

- (a) Peruntukan penuh berhubung status boleh pindah Waran Baru 2001 kepada saham biasa baru, yang kemudiannya bertaraf pari passu dengan saham biasa Syarikat yang sedia ada, pelarasan Harga Pelaksanaan dalam keadaan tertentu, sebutharga di Bursa Saham Kuala Lumpur dan terma serta syarat lain berhubung dengan Waran 2001 dibentangkan secara terperinci dalam Perjanjian Amanah yang dilaksanakan oleh Syarikat pada 17 Mac 2000.
- (b) Setiap Waran Baru 2001 melayakkan pemegangnya melanggan satu saham baru Syarikat bernilai RM1.00 sesaham pada harga RM3.28 sesaham biasa.
- (c) Waran 2001 boleh dilaksanakan pada bila-bila masa pada waktu urusniaga sehingga pukul 5 petang pada 20 Februari 2001.
- (d) 840 Waran Baru 2001 telah ditukar kepada saham biasa pada tahun kewangan.
- (e) Bilangan Waran Baru 2001 yang tertunggak pada tahun kewangan adalah 114,248,501.

PERISTIWA-PERISTIWA PENTING PADA TAHUN INI

- (a) Seperti telah diumumkan pada 27 Disember 1999, bahawa Syarikat telah melibatkan diri dalam Perjanjian Jual Beli bersyarat dengan Nylex (Malaysia) Berhad untuk menguasai kepentingan ekuiti keseluruhan dalam Kuala Lumpur Glass Manufacturers Company Sdn Bhd dengan bayaran tunai berjumlah RM60 juta.

Berikutan kelulusan oleh pihak yang berkuasa dan persetujuan yang memuaskan daripada contoh syarat-syarat Perjanjian Jual Beli, pengambilalihan berkenaan telah diselesaikan pada 19 Mei 2000.

- (b) Pada Mesyuarat Agung Luar Biasa pada 25 Februari 2000, para pemegang saham telah meluluskan cadangan penambahan dana seperti berikut:
- (i) Terbitan hak sehingga 123,617,485 saham biasa baru berharga RM1.00 sesaham bersama dengan sehingga 46,446,994 terbitan waran boleh pisah pada harga terbitan RM2.29 sesaham berasaskan kepada lima (5) saham biasa baru ditambah dua (2) waran hak untuk setiap sepuluh (10) saham biasa sedia ada; dan
- (ii) Terbitan waran gantian berasaskan satu (1) waran gantian sebagai ganti dan pada waktu penyerahan dan pembatalan satu (1) Waran 2001 yang dipegang, pada harga terbitan RM0.20 untuk setiap waran gantian. Setiap waran gantian melayakkan pemegangnya untuk melanggan satu saham biasa baru di dalam Syarikat pada harga RM3.28 sesaham biasa.

Kedua-dua waran terbitan dan waran pindahan 2001 seperti yang dinyatakan di atas (secara kolektif sebagai "Waran Baru 2001") mempunyai siri yang sama seperti ditentukan oleh terma dan syarat yang ditetapkan dalam Perjanjian Amanah bertarikh 17 Mac 2000 seperti dirujuk pada awal laporan ini.

Pelaksanaan penambahan dana selesai pada 7 Jun 2000. Ekoran daripada pelaksanaan ini, 86,912,111 saham biasa baru dengan harga RM1.00 sesaham dan 34,764,844 waran hak boleh asing diterbitkan dan 11,819,130 waran 2001 telah dilaras dan sejumlah 79,484,495 waran 2001 digantikan dengan Waran Baru 2001. Jumlah kutipan bersih adalah RM213.3 juta telah digunakan untuk mengurangkan pinjaman Kumpulan.

MAKLUMAT BERKANUN LAIN

Sebelum penyata kewangan Syarikat dan Kumpulan disediakan, para Pengarah telah mengambil langkah-langkah berpatutan:-

- (i) untuk memastikan bahawa tindakan wajar telah dilaksanakan berhubung dengan pelupusan hutang lapuk dan peruntukan hutang ragu dan telah berpuashati bahawa semua hutang lapuk yang diketahui telah dilupuskan dan peruntukan yang mencukupi telah dibuat untuk hutang ragu; dan
- (ii) untuk memastikan bahawa mana-mana harta semasa yang tidak berkemungkinan menunjukkan nilai sebenar dalam urusniaga biasa seperti yang dinyatakan di dalam rekod perakauan telah diturunkan nilai kepada satu jumlah yang dijangka dapat direalisasikan.

Pada tarikh laporan ini, para Pengarah tidak menyedari adanya sebarang keadaan:

- (i) yang mungkin menyebabkan jumlah pelupusan hutang lapuk atau jumlah peruntukan hutang ragu dalam penyata kewangan Syarikat dan Kumpulan tidak mencukupi pada mana-mana kadar yang ketara; atau
- (ii) yang mungkin menggambarkan nilai harta semasa dalam penyata kewangan Syarikat dan Kumpulan mengelirukan, atau
- (iii) yang telah timbul berdasarkan kaedah penilaian harta dan tanggungan semasa Syarikat dan Kumpulan mengelirukan atau tidak sesuai, atau

- (iv) yang tidak diuruskan dalam laporan ini atau penyata kewangan Syarikat dan Kumpulan yang mungkin menggambarkan sebarang jumlah yang dinyatakan dalam penyata kewangan dan penyata kewangan yang disatukan mengelirukan.

Pada tarikh laporan ini, tidak wujud:

- (i) sebarang caj ke atas harta Syarikat atau Kumpulan yang telah timbul sejak akhir tahun kewangan yang disandarkan kepada tanggungan sebarang pihak; atau
- (ii) sebarang tanggungan luar jangka berhubung dengan Syarikat atau Kumpulan yang timbul sejak akhir tahun kewangan lalu.

Pada pendapat para Pengarah:

- (i) tiada tanggungan luar jangka atau tanggungan lain yang berkuatkuasa atau mungkin berkuatkuasa dalam tempoh dua belas bulan selepas akhir tahun kewangan yang akan atau mungkin menjejaskan kemampuan Syarikat atau Kumpulan untuk memenuhi tanggungjawabnya apabila tiba masanya kelak; dan
- (ii) tiada perkara, urusan niaga atau peristiwa penting dan luar biasa telah berlaku sepanjang tempoh antara akhir tahun kewangan dengan tarikh laporan ini yang mungkin akan menjejaskan dengan ketara hasil operasi Syarikat atau Kumpulan bagi tahun semasa ini dibuat.

JAWATANKUASA AUDIT

Pada tarikh laporan ini, jawatankuasa Audit Syarikat terdiri daripada para pengarah berikut:-

YAM Tengku Syarif Bendahara Syed Badarudin Jamalullail ibni Tuanku Syed Putra Jamalullail
Puan Kartini binti Hj Abdul Manaf
En. Tan Yam Pin

Lima mesyuarat telah diadakan sepanjang tempoh dua belas bulan sehingga ke tarikh laporan ini dan Jawatankuasa ini telah mengkaji berbagai-bagai isu berkaitan kawalan dalaman dan perakaunan kewangan yang diperolehi daripada laporan pengurusan dan juruaudit. Pengumuman keputusan suku tahun dan penyata kewangan bagi enam bulan yang berakhir pada 31 Mac 2000 dan tahun kewangan berakhir pada 30 September 2000 juga telah disemak sebelum diserahkan kepada Lembaga Pengarah untuk kelulusan.

Jawatankuasa Audit mencadangkan para pemegang saham melantik semula Ernst & Young sebagai juruaudit bagi tahun kewangan akan datang.

JURUAUDIT

Juruaudit Ernst & Young, telah menyatakan kesanggupan mereka untuk menerima pelantikan semula.

Bagi Pihak Lembaga Pengarah

Dato' Dr. Yahya bin Ismail
Pengarah

I A MacLean
Pengarah

Kuala Lumpur, Malaysia
27 November 2000

kenyataan oleh para pengarah

MENURUT SEKSYEN 169(15) AKTA SYARIKAT 1965

Kami, Dato' Dr. Yahya bin Ismail and I A MacLean, dua orang pengarah Fraser & Neave Holdings Bhd, dengan ini memaklumkan bahawa pada pendapat para Pengarah, penyata kewangan yang dibentangkan di muka surat 68 hingga 90 telah disusun menurut piawaian perakaunan yang diluluskan di Malaysia untuk memberikan gambaran yang benar dan saksama mengenai kedudukan Syarikat dan Kumpulan pada 30 September 2000 dan keputusan perniagaan Syarikat dan Kumpulan bagi tahun yang berakhir pada tarikh tersebut.

Bagi pihak Lembaga Pengarah,

Dato' Dr. Yahya bin Ismail

Pengarah

I A MacLean

Pengarah

Kuala Lumpur, Malaysia

27 November 2000

akuan berkanun

MENURUT SEKSYEN 169(16) AKTA SYARIKAT 1965

Saya, Tony Lee Cheow Fui, sebagai pegawai utama yang bertanggungjawab terhadap pengurusan kewangan Fraser & Neave Holdings Bhd, dengan sesungguhnya dan sebenarnya mengakui bahawa penyata kewangan yang dibentangkan di muka 68 hingga 90, pada pendapat saya adalah betul dan saya membuat pengakuan ini dengan sepenuh kepercayaan dan kebenarannya dan menurut peruntukan Akta Akuan Berkanun 1960.

Ditandatangani dan diakui sesungguhnya)	
oleh penama di atas Tony Lee Cheow Fui)	Tony Lee Cheow Fui
di Wilayah Persekutuan Kuala Lumpur pada)	
27 November 2000)	

Di hadapan saya,

Pesuruhjaya Sumpah

Barathan A/L Sinniah @ Chinniah (No. W202)

Kami telah mengaudit penyata kewangan yang dibentangkan di muka surat 68 hingga 90. Penyata kewangan ini adalah tanggungjawab para Pengarah Syarikat. Tanggungjawab kami adalah untuk menyuarakan pendapat kami mengenai penyata kewangan ini berdasarkan pangauditan yang kami lakukan.

Kami telah menjalankan audit kami mengikut piawaian perakaunan yang diluluskan di Malaysia. Piawaian tersebut memerlukan kami merancang dan melaksanakan audit untuk mendapatkan keyakinan yang munasabah bahawa penyata kewangan tersebut adalah bebas daripada sebarang salah kenyataan yang ketara. Sesebuah audit meliputi pemeriksaan berasaskan ujian, bukti yang menyokong jumlah dan pembentangan di dalam penyata kewangan. Sesebuah audit juga meliputi penilaian prinsip-prinsip perakaunan yang digunakan dan anggaran penting yang dibuat oleh para Pengarah serta penilaian keseluruhan pembentangan penyata kewangan. Kami yakin bahawa audit kami memberi asas yang wajar bagi pendapat kami.

Pada pendapat kami:

- (a) penyata kewangan ini disediakan dengan sempurna menurut peruntukan Akta Syarikat 1965 dan piawaian perakaunan yang diluluskan di Malaysia untuk memberi gambaran yang benar dan saksama tentang:
 - (i) kedudukan Syarikat dan Kumpulan pada 30 September 2000 dan keputusan dan aliran tunai Syarikat dan Kumpulan bagi tahun yang berakhir; dan
 - (ii) perkara-perkara yang dikehendaki oleh Seksyen 169 Akta Syarikat 1965 untuk dimasukkan ke dalam penyata kewangan dan penyata kewangan yang disatukan.
- (b) rekod-rekod perakaunan dan rekod-rekod lain serta daftar-daftar yang perlu disimpan oleh Syarikat dan syarikat-syarikat subsidiari yang kami bertindak sebagai juruaudit telah disimpan dengan sempurna menurut peruntukan Akta.

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

Laporan juruaudit tentang penyata kewangan syarikat-syarikat subsidiari tidak tertakluk kepada sebarang kelayakan dan tidak termasuk sebarang ulasan yang dibuat di bawah seksyen 174(3) Akta Syarikat 1965.

ERNST & YOUNG: AF 0039
Akauntan Awam

Thomas Arundel Andrew Scott 1060/3/02 (J/PH)
Rakan Kongsi

Kuala Lumpur, Malaysia
27 November 2000

penyata pendapatan

bagi tahun berakhir pada 30 September 2000

	Nota	KUMPULAN		SYARIKAT	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
HASIL	1(m)	1,366,517	1,157,242	41,028	6,028
KOS JUALAN		(1,010,587)	(937,690)	–	–
KEUNTUNGAN KASAR		355,930	219,552	41,028	6,028
(PERBELANJAAN)/PENDAPATAN OPERASI					
Perbelanjaan pengedaran		(140,526)	(135,259)	–	–
Perbelanjaan pemasaran		(48,106)	(23,742)	–	–
Perbelanjaan pentadbiran		(60,484)	(64,587)	(1,547)	(1,415)
Perbelanjaan operasi lain		(18,492)	(24,290)	2	(1)
		(267,608)	(247,878)	(1,545)	(1,416)
KEUNTUNGAN/(KERUGIAN) OPERASI	2	88,322	(28,326)	39,483	4,612
Perkara luarbiasa	2	(4,038)	(17,245)	–	–
Kos pembiayaan bersih	3	(11,465)	(22,726)	209	4,340
KEUNTUNGAN/(KERUGIAN) SEBELUM CUKAI		72,819	(68,297)	39,692	8,952
Cukai	5	(10,456)	(897)	(9,353)	(1,058)
KEUNTUNGAN/(KERUGIAN) SELEPAS CUKAI		62,363	(69,194)	30,339	7,894
Kepentingan minoriti		(5,957)	8,388	–	–
KEUNTUNGAN/(KERUGIAN) BERSIH UNTUK TAHUN		56,406	(60,806)	30,339	7,894
Pendapatan/(Kerugian) sesaham					
Asas (sen)	7	25.6	(35.0)		
Dividen sesaham selepas cukai (sen)		8.6	2.2		

Nota Lampiran ini adalah sebahagian daripada penyata kewangan.

lembaranimbangan

pada 30 September 2000

69

	Nota	KUMPULAN		SYARIKAT	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Modal saham	8	260,737	173,824	260,737	173,824
Rizab	9	291,856	130,646	192,733	58,497
Dana pemegang saham		552,593	304,470	453,470	232,321
Kepentingan minoriti		53,661	54,639	–	–
		606,254	359,109	453,470	232,321
DIWAKILI OLEH					
Harta tetap	10	744,658	723,803	–	–
Syarikat-syarikat subsidiari	11	–	–	649,584	462,460
Pelaburan lain	12	22,254	8,788	22,250	8,788
Perbelanjaan tertunda	13	454	1,614	450	1,125
HARTA SEMASA					
Stok	14	215,705	225,604	–	–
Siberhutang perdagangan	15	244,688	202,772	–	–
Siberhutang lain		31,977	26,536	23,088	5,242
Jumlah dihutang oleh syarikat induk	16	–	–	–	568
Jumlah dihutang oleh syarikat-syarikat berkaitan	16	12,961	9,122	–	–
Simpanan tetap	17	73,197	35,356	21,824	8,938
Tunai dan baki di bank		47,477	51,552	4,029	1,686
		626,005	550,942	48,941	16,434
TANGGUNGAN SEMASA					
Sipiutang perdagangan		115,836	105,565	–	–
Sipiutang lain	18	131,947	91,250	4,327	1,995
Jumlah dihutang daripada syarikat induk	16	65,294	64,736	–	–
Jumlah dihutang daripada syarikat-syarikat berkaitan	16	4,518	4,386	–	53
Pinjaman	19	385,961	345,910	250,000	–
Peruntukan bagi cukai		15,029	7,801	287	683
Peruntukan dividen		13,141	3,755	13,141	3,755
		731,726	623,403	267,755	6,486
(TANGGUNGAN)/HARTA SEMASA BERSIH		(105,721)	(72,461)	(218,814)	9,948
TANGGUNGAN TERTUNDA					
Pinjaman	19	–	250,000	–	250,000
Peruntukan bagi ganjaran persaraan		36,720	33,587	–	–
Cukai tertunda	20	18,671	19,048	–	–
		55,391	302,635	–	250,000
		606,254	359,109	453,470	232,321

Nota Lampiran ini adalah sebahagian daripada penyata kewangan.

penyata perubahan ekuiti

bagi tahun berakhir pada 30 September 2000

	Nota	Modal saham	Premium saham	Rizab modal	Rizab penyatuan	Keuntungan tersimpan	Jumlah
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
KUMPULAN							
<i>Pada 1 Oktober 1998</i>		173,824	11,139	2,319	61,888	119,861	369,031
Pindahan menurut Artikel 30 mengenai Undang-Undang Pelaburan Asing Vietnam		–	–	178	–	(178)	–
Kerugian bersih bagi tahun		–	–	–	–	(60,806)	(60,806)
Dividen	6	–	–	–	–	(3,755)	(3,755)
<i>Pada 30 September 1999</i>		173,824	11,139	2,497	61,888	55,122	304,470
Terbitan hak, selepas perbelanjaan		86,912	110,526	–	–	–	197,438
Langganan untuk Waran Baru 2001		–	–	15,897	–	–	15,897
Penukaran Waran Baru 2001		1	2	–	–	–	3
Pindahan menurut Artikel 30 mengenai Undang-Undang Pelaburan Asing Vietnam		–	–	(367)	–	367	–
Timbul daripada pengambilalihan subsidiari		–	–	–	907	–	907
Keuntungan bersih bagi tahun		–	–	–	–	56,406	56,406
Dividen	6	–	–	–	–	(22,528)	(22,528)
		<u>260,737</u>	<u>121,667</u>	<u>18,027</u>	<u>62,795</u>	<u>89,367</u>	<u>552,593</u>

Nota Lampiran adalah sebahagian daripada penyata kewangan ini.

bagi tahun berakhir pada 30 September 2000

	Nota	Modal saham RM'000	Premium saham RM'000	Rizab modal RM'000	Keuntungan tersimpan RM'000	Jumlah RM'000
SYARIKAT						
<i>Pada 1 Oktober 1998</i>		173,824	11,139	–	43,219	228,182
Keuntungan bersih bagi tahun		–	–	–	7,894	7,894
Dividen	6	–	–	–	(3,755)	(3,755)
<i>Pada 30 September 1999</i>		173,824	11,139	–	47,358	232,321
Terbitan hak, selepas perbelanjaan		86,912	110,526	–	–	197,438
Langganan untuk Waran Baru 2001		–	–	15,897	–	15,897
Penukaran Waran Baru 2001		1	2	–	–	3
Keuntungan bersih bagi tahun		–	–	–	30,339	30,339
Dividen	6	–	–	–	(22,528)	(22,528)
		<u>260,737</u>	<u>121,667</u>	<u>15,897</u>	<u>55,169</u>	<u>453,470</u>

Nota Lampiran adalah sebahagian daripada penyata kewangan ini.

penyata aliran tunai

bagi tahun berakhir pada 30 September 2000

Nota	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Aliran tunai daripada aktiviti operasi:				
Keuntungan/(Kerugian) sebelum cukai	72,819	(68,297)	39,692	8,952
Pelarasan bagi:				
Susutnilai (Keuntungan)/Kerugian daripada jualan harta tetap	73,263	68,161	-	-
Pelunasan perbelanjaan tertunda	(490)	2,626	-	-
Peruntukan bagi ganjaran persaraan	1,162	5,790	675	747
Peruntukan bagi pelupusan harta tetap	4,022	4,049	-	-
Kos kewangan bersih	2,171	4,568	-	-
3	11,465	22,726	(209)	(4,340)
Tunai operasi sebelum perubahan modal kerja	164,412	39,623	40,158	5,359
Pengurangan stok (Penambahan)/Pengurangan siberhutang	34,959	36,904	-	-
Penambahan sipiutang	(27,546)	28,045	(17,846)	(1,429)
Penambahan/(Pengurangan) dalam syarikat-syarikat berkaitan	34,859	282	2,332	1,072
3	(3,149)	(4,916)	(125,929)	20,645
Tunai dijana daripada/ (digunakan dalam) operasi	203,535	99,938	(101,285)	25,647
Kos kewangan bersih dibayar	(11,465)	(22,726)	209	4,340
Cukai dibayar	(5,613)	(9,740)	(9,749)	(3,654)
Pembayaran ganjaran persaraan	(3,196)	(1,929)	-	-
Pembayaran perbelanjaan tertunda	(2)	(821)	-	-
Tunai bersih dijana daripada/ (digunakan dalam) aktiviti operasi	183,259	64,722	(110,825)	26,333
Aliran tunai dari aktiviti pelaburan				
Kutipan daripada jualan harta tetap	2,934	5,826	-	-
Pembelian harta tetap	(44,180)	(55,041)	-	-
Aliran tunai bersih daripada pengambilalihan subsidiari	(57,735)	-	(60,680)	-
Pelaburan lain	(13,462)	-	(13,462)	-
Tunai bersih yang digunakan dalam aktiviti pelaburan	(112,443)	(49,215)	(74,142)	-

Nota	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Aliran tunai daripada aktiviti pembiayaan				
Kutipan daripada jualan terbitan hak selepas perbelanjaan	197,438	–	197,438	–
Kutipan daripada jualan terbitan saham oleh subsidiari kepada pemegang saham minoriti	–	9,000	–	–
Kutipan daripada langganan waran	15,897	–	15,897	–
Kutipan daripada penukaran waran	3	–	3	–
Pinjaman jangka pendek	(232,186)	21,525	–	–
Pembayaran dividen	(13,142)	–	(13,142)	–
Pembayaran dividen kepada pemegang saham minoriti oleh subsidiari	(5,060)	(1,245)	–	–
Bon telah ditebus	–	(39,887)	–	(39,887)
Tunai bersih (digunakan dalam)/ dijana daripada aktiviti pembiayaan	(37,050)	(10,607)	200,196	(39,887)
Penambahan/(Pengurangan) bersih tunai	33,766	4,900	15,229	(13,554)
Tunai dan bersamaan tunai pada awal tahun	86,908	82,008	10,624	24,178
Tunai dan bersamaan tunai pada akhir tahun	120,674	86,908	25,853	10,624
Tunai pada akhir tahun terdiri daripada:				
Simpanan tetap	73,197	35,356	21,824	8,938
Tunai dan baki bank	47,477	51,552	4,029	1,686
	120,674	86,908	25,853	10,624

penyata aliran tunai (samb.)

bagi tahun berakhir pada 30 September 2000

Analisis terhadap perolehan subsidiari

Harta tetap	54,553
Harta semasa	47,820
Tanggungan semasa	(14,706)
Pinjaman	(22,237)
Peruntukan bagi ganjaran persaraan	(2,307)
Cukai tertunda	<u>(1,536)</u>
Bahagian harta bersih diambilalih Rizab daripada penyatuan	61,587 (907)
Pertimbangan belian	<u>60,680*</u>
Bahagian dibayar dengan tunai	60,680
Tolak: Tunai diambilalih	<u>(2,945)</u>
Aliran tunai atas pengambilalihan, selepas tunai	<u>57,735</u>

* Pertimbangan belian merangkumi kos kebetulan sebanyak RM680,000.

1. DASAR PERAKAUNAN PENTING

(a) Konvensyen perakaunan

Penyata kewangan ini disediakan di bawah konvensyen kos sejarah, diubahsuai melalui penilaian harta-harta tetap tertentu dan mematuhi piawaian-piawaian perakaunan yang diluluskan di Malaysia.

(b) Asas penyatuan

Akaun-akaun yang disatukan meliputi penyata kewangan Syarikat dan syarikat-syarikat subsidiarinya yang disediakan sehingga 30 September 2000. Semua baki dan urusaniaga penting antara syarikat dihapuskan di peringkat Kumpulan. Muhibah atau rizab penyatuan mewakili perbezaan antara bayaran pembelian dan nilai saksama harta bersih syarikat-syarikat subsidiari yang diambilalih. Muhibah daripada penyatuan dinilai bersih berbanding rizab daripada penyatuan dan jumlah bersih dihantar ke hadapan.

Keputusan syarikat-syarikat subsidiari yang diambilalih atau dijual pada tahun ini dimasukkan atau dikecualikan dari tarikh pengambilalihan atau penjualan masing-masing, mengikut kesesuaian.

(c) Harta tetap dan susutnilai

Harta tetap dinyatakan pada kos atau penilaian tolak susutnilai terkumpul. Kos sesuatu harta meliputi harga belianya dan sebarang kos langsung termasuk kos faedah yang dipermodalkan untuk membolehkan harta tersebut beroperasi. Perbelanjaan bagi penambahan, peningkatan dan pembaharuan dipermodalkan dan perbelanjaan bagi penyenggaraan dan pembaikan dicaj kepada penyata pendapatan. Apabila harta-harta dijual atau tidak digunakan, kos dan susutnilai terkumpul dipindah daripada penyata kewangan dan sebarang keuntungan atau kerugian daripada pelupusannya dimasukkan ke dalam penyata pendapatan.

Dalam hal harta tetap dinilai semula, sebarang lebihan daripada penilaian semula dikreditkan kepada rizab penilaian semula harta. Kurangan dalam nilai bawa bersih yang terbit daripada penilaian semula harta tetap dicaj kepada penyata pendapatan hingga ia mengatasi sebarang lebihan yang dimiliki dalam rizab penilaian semula harta berhubung dengan penilaian semula harta lepas yang setara dengannya.

Susutnilai dikira mengikut kaedah garis lurus bagi menghapuskira kos atau nilai harta tetap berbanding jangka hayat bergunanya. Tiada susutnilai bagi tanah milik bebas dan modal kerja dalam pelaksanaan. Kadar susutnilai tahunan yang digunakan untuk menurunkan nilai harta tetap berbanding jangka hayat berguna adalah seperti berikut:-

Tanah pegangan pajakan	-	tempoh pajakan (antara 12 hingga 99 tahun)
Bangunan	-	2% hingga 5%
Loji dan jentera	-	8% hingga 14%
Kenderaan bermotor	-	10% hingga 20%
Mesin postmix dan jualan	-	10%
Perabot, kelengkapan dan peralatan komputer	-	10% hingga 20%

(d) Pelaburan dalam syarikat-syarikat subsidiari

Pelaburan dalam syarikat-syarikat subsidiari dinyatakan pada kos. Peruntukan bagi penyusutan nilai disediakan apabila para Pengarah berpendapat berlaku penurunan nilai yang berkekalan.

1. DASAR PERAKAUNAN PENTING (Samb.)**(e) Stok**

Stok dinilai pada mana yang lebih rendah antara kos dan nilai boleh laksana bersih. Kos ditentukan berasaskan kepada purata wajar yang bersesuaian. Kos barangan siap dan kerja dalam pelaksanaan meliputi bahan mentah, tenaga buruh dan bahagian overhead pengeluaran yang sesuai.

Acuan yang termasuk di dalam barangan jualan, disusutnilaikan selepas tempoh tiga tahun dari tarikh ia memulakan pengeluaran.

Stok kejuruteraan dinilai berasaskan kos purata berwajaran tolak elaun yang bersesuaian bagi barangan usang.

Stok bekas meliputi bekas yang dimiliki dan yang dijangka berada di pasaran.

(f) Siberhutang perdagangan dan lain-lain

Siberhutang dinilai pada nilai jangkaan boleh dilaksana bersih. Peruntukan khas dibuat untuk hutang yang dikenalpasti lapuk atau meragukan. Sebagai tambahan, peruntukan am dibuat untuk melindungi sebarang kemungkinan kerugian yang tidak dikenalpasti secara khusus.

(g) Peruntukan bagi ganjaran persaraan kakitangan

Peruntukan bagi ganjaran persaraan dan perkhidmatan dibuat berasaskan kepada syarat-syarat perjanjian yang dipersetujui oleh kumpulan syarikat dengan kakitangan daripada pelbagai kategori.

Peruntukan mewakili nilai semasa jumlah yang mungkin dibayar berhubung dengan perkhidmatan yang telah diberikan. Suatu pengiraan aktuari bebas bagi peruntukan ini dilaksanakan setiap tiga tahun. Pengiraan dalaman peruntukan ini dilaksanakan setiap tahun mengikut asas yang sama seperti digunakan bagi pengiraan aktuari bebas. Berdasarkan kepada penilaian aktuari terkini yang dijalankan antara 30 September 1998 hingga 30 September 2000, peruntukan bagi ganjaran persaraan dan perkhidmatan mencukupi untuk memenuhi nilai aktuari ganjaran perlu dibayar yang ditetapkan.

(h) Peruntukan bagi penutupan relau

Peruntukan bagi perbelanjaan penutupan relau adalah berdasarkan kepada perbelanjaan anggaran bagi kerja-kerja pembaikan dan penyenggaraan utama yang akan ditanggung bagi tempoh selepas penutupan relau-relau.

(i) Matawang asing

Urusniaga matawang asing dicatat dalam Ringgit Malaysia pada kadar pertukaran yang hampir dengan kadar yang berkuatkuasa pada tarikh urusniaga. Semua harta dan tanggungan kewangan matawang asing ditukarkan pada kadar yang berkuatkuasa pada tarikh lembaran imbalan. Perbezaan pertukaran diambilkira di dalam akaun untung rugi.

Dari segi penyatuan syarikat-syarikat subsidiari, harta dan tanggungan syarikat-syarikat subsidiari asing ditukar kepada Ringgit Malaysia pada kadar pertukaran yang hampir dengan kadar yang berkuatkuasa pada tarikh lembaran imbalan. Perkara berhubung keuntungan dan kerugian ditukar kepada Ringgit Malaysia pada kadar purata pertukaran yang berkuatkuasa sepanjang tahun. Perbezaan pertukaran dibawa ke rizab hasil.

1. DASAR PERAKAUNAN PENTING (Samb.)**(j) Cukai tertunda**

Cukai tertunda diperuntuk ke atas semua perbezaan masa penting yang timbul daripada pengendalian beberapa perkara tertentu bagi tujuan percukaian dan perakaunan menggunakan kaedah tanggungan. Walau bagaimanapun, peruntukan tidak dibuat bagi cukai tertunda sekiranya terdapat bukti munasabah yang cukai tertunda berkenaan akan berterusan di masa depan dan tiada tanda menunjukkan yang ianya akan berbalik kemudiannya.

Faedah cukai tertunda hanya diambilkira apabila wujud jangkaan berpatutan bahawa ia boleh diperolehi dalam tempoh yang singkat.

(k) Perbelanjaan tertunda

Perbelanjaan tertunda dinyatakan pada kos tolak pelunasan dan meliputi:-

- (i) Perbelanjaan sebelum operasi yang dilunaskan sepanjang tempoh tiga tahun bermula dari tarikh pengeluaran secara komersial; dan
- (ii) Perbelanjaan terbitan bon yang dipermodalkan dan dilupuskan dalam penyata pendapatan dari tarikh terbitannya hingga ke tarikh matang.

(l) Tunai dan bersamaan tunai

Tunai dan bersamaan tunai terdiri daripada tunai ditangan, deposit dan baki di bank dan pelaburan mudah cair yang mempunyai risiko perubahan nilai yang tidak ketara.

(m) Hasil*Kumpulan*

Hasil terdiri daripada nilai inbois bersih jualan minuman ringan, bekas kaca, produk tenusu dan pendapatan sewa.

Syarikat

Hasil terdiri daripada dividen pelaburan.

(n) Kos pembiayaan bersih

Faedah diiktiraf dalam penyata pendapatan mengikut asas nisbah masa dengan mengambilkira tunggakan penting dan kadar yang sesuai. Semua faedah dan kos berkaitan dibelanjakan sebagai sebahagian kos kewangan. Kos kewangan bersih terdiri daripada faedah perlu dibayar atas pinjaman dan faedah akan diterima atas pelaburan dana.

30 September 2000

2. KEUNTUNGAN/(KERUGIAN) OPERASI

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Ia telah diperolehi selepas mengenakan:-				
Susutnilai harta tetap	73,263	68,161	-	-
Peruntukan hutang ragu	9,303	9,787	-	-
Peruntukan ganjaran persaraan	4,022	4,049	-	-
Pelunasan perbelanjaan tertunda	1,162	5,790	675	747
Sewa premis	2,559	3,331	-	-
Sewa peralatan	534	303	-	-
Royalti	16,659	14,721	-	-
Bayaran para Pengarah				
– Yuran	655	537	417	350
– Emolumen lain	1,131	1,836	-	-
Bayaran juruaudit	352	305	25	25
Peruntukan penutupan relau	1,536	1,320	-	-
Peruntukan stok usang	2,465	8,234	-	-
Peruntukan susutnilai harta tetap	2,171	4,568	-	-
Bayaran perkhidmatan pengurusan kepada syarikat-syarikat berkaitan	2,400	2,400	-	-
Kerugian ke atas penjualan harta tetap	-	2,626	-	-
Perkara terkecuali (Nota a di bawah)	4,038	17,245	-	-
Kos kakitangan	170,219	166,329	-	-
Dan mengkredit:				
Pendapatan dividen daripada syarikat- syarikat subsidiari	-	-	41,028	6,028
Keuntungan daripada penjualan harta tetap	490	-	-	-
Peruntukan hutang ragu yang dikira semula	3,856	3,099	-	-
Nota a				
Butiran yang dikecualikan terdiri daripada:-				
– Kos pengurangan kakitangan	4,755	11,281	-	-
– (Keuntungan)/Kerugian atas lebihan penamatan kontrak matawang asing hadapan	(717)	5,964	-	-
	4,038	17,245	-	-

- (i) Anggaran nilai kewangan dalam bentuk faedah untuk pengarah-pengarah adalah RM25,000 (1999: RM24,000)
- (ii) Bilangan kakitangan Kumpulan termasuk pengarah pada akhir tahun ialah 4,135 (1999: 4,261)

3. KOS KEWANGAN BERSIH

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Faedah akan dibayar				
Pinjaman bank	11,751	22,218	390	-
Bon	1,875	2,246	1,875	2,246
Lain-lain	562	548	-	-
	14,188	25,012	2,265	2,246
Tolak				
Faedah akan terima				
Deposit bank	(2,518)	(2,120)	(873)	(533)
Syarikat-syarikat subsidiari	-	-	(1,601)	(6,053)
Lain-lain	(205)	(166)	-	-
	11,465	22,726	(209)	(4,340)

4. ANALISIS SEGMENT

	Perolehan RM'000	Keuntungan/ (Kerugian) sebelum cukai RM'000	Aset bersih digunakan RM'000
2000			
Minuman ringan	655,908	21,535	154,489
Barangan tenusu	501,519	26,012	151,036
Pembungkusan kaca	208,639	23,123	220,463
Lain-lain	451	2,149	80,266
	1,366,517	72,819	606,254
1999			
Minuman ringan	536,502	(103,186)	132,950
Barangan tenusu	467,935	17,222	138,080
Pembungkusan kaca	152,613	12,428	161,407
Lain-lain	192	5,239	(73,328)
	1,157,242	(68,297)	359,109

Perniagaan operasi-operasi di atas diuruskan terutamanya di Malaysia.

30 September 2000

5. CUKAI

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Berasas kepada keputusan bagi tahun:				
Cukai semasa				
– Malaysia	11,665	420	9,353	1,058
– Asing	1,821	1,441	–	–
	13,486	1,861	9,353	1,058
Cukai tertunda	(2,341)	(3,098)	–	–
	11,145	(1,237)	9,353	1,058
(Lebihan)/Kurangan peruntukan pada tahun sebelumnya	(689)	2,134	–	–
	10,456	897	9,353	1,058

Kadar cukai berkesan Kumpulan yang lebih rendah daripada kadar berkanun terutamanya berpunca daripada penggunaan kerugian terkumpul.

Kadar cukai berkesan Syarikat yang lebih rendah terutamanya berpunca daripada penerimaan dividen pengecualian cukai yang tertentu.

6. DIVIDEN

	KUMPULAN DAN SYARIKAT	
	2000 RM'000	1999 RM'000
Dividen interim sebanyak 5% (1999: Tiada) tolak cukai	9,387	–
Dividen akhir dicadangkan sebanyak 7% (1999: 3%) tolak cukai	13,141	3,755
	22,528	3,755

7. PENDAPATAN/(KERUGIAN) SESAHAM

Pendapatan/(kerugian) asas sesaham dikira dengan membahagikan keuntungan/(kerugian) bersih yang disatukan untuk tahun berkenaan sebanyak RM56.4 juta (1999: kerugian sebanyak RM60.8 juta) dengan 220 juta (1999: 173.8 juta) bilangan purata wajar terbitan saham biasa berharga RM1.00 dalam terbitan pada tahun berkenaan.

Tidak ada pencairan pendapatan sesaham yang dinyatakan sebagai pengiraan kepada pencairan sesaham yang menghasilkan peningkatan pendapatan sesaham.

Pengiraan pendapatan sesaham adalah selaras dengan Lembaga Piawaian Perakaunan Malaysia (LPPM) Piawaian No. 13, Pendapatan Sesaham.

8. MODAL SAHAM

KUMPULAN DAN SYARIKAT

	2000 RM'000	1999 RM'000
Dibenarkan:		
Saham biasa berharga RM1.00 sesaham	<u>500,000</u>	<u>500,000</u>
Diterbit dan dibayar penuh:		
Saham biasa berharga RM1.00 sesaham		
Baki pada awal tahun	173,824	173,824
Diterbitkan dalam tahun:		
– Terbitan hak	86,912	–
– Penukaran Waran Baru 2001	1	–
Baki pada akhir tahun	<u>260,737</u>	<u>173,824</u>

9. RIZAB

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Tidak boleh diagihkan				
Premium saham	121,667	11,139	121,667	11,139
Rizab modal	2,130	2,497	–	–
Rizab daripada penyatuan	62,795	61,888	–	–
	<u>186,592</u>	<u>75,524</u>	<u>121,667</u>	<u>11,139</u>
Boleh diagihkan				
Rizab modal (Nota a)	15,897	–	15,897	–
Keuntungan tersimpan (Nota b)	89,367	55,122	55,169	47,358
	<u>105,264</u>	<u>55,122</u>	<u>71,066</u>	<u>47,358</u>
Jumlah rizab	<u>291,856</u>	<u>130,646</u>	<u>192,733</u>	<u>58,497</u>

- (a) Jumlah ini mewakili keuntungan daripada jualan terbitan Waran Baru 2001 dalam Syarikat kepada pemegang waran berikutan penggantian Waran 2001 dengan Waran Baru 2001.
- (b) Syarikat mempunyai pendapatan dikecualikan cukai dan Seksyen 108 kredit cukai di bawah Akta Cukai Pendapatan 1967 yang mencukupi untuk menjelaskan bayaran dividen daripada seluruh rizab hasilnya pada 30 September 2000 tanpa sebarang tanggungan cukai tambahan.

30 September 2000

10. HARTA TETAP-KUMPULAN

	Tanah hakmilik bebas RM'000	Tanah pegangan pajakan RM'000	Bangunan RM'000	Loji dan jentera RM'000	Harta lain RM'000	Jumlah harta RM'000
Kos atau Penilaian						
Pada awal tahun	134,069	54,466	166,692	481,800	259,552	1,096,579
Tambahan	468	14	167	15,987	27,544	44,180
Jualan	(670)	–	(218)	(9,824)	(16,003)	(26,715)
Pengkelasan semula	–	–	212	(24)	(188)	–
Perolehan dari subsidiari	–	9,000	6,783	140,923	2,969	159,675
Pada akhir tahun	133,867	63,480	173,636	628,862	273,874	1,273,719
Susutnilai terkumpul						
Pada awal tahun	–	5,868	16,975	223,309	126,624	372,776
Caj bagi tahun	–	1,431	4,356	43,194	24,282	73,263
Jualan	–	–	(81)	(9,567)	(14,623)	(24,271)
Pengkelasan semula	–	–	103	122	(225)	–
Peruntukan bagi hapuskira/ (kemasukan semula)	–	–	82	3,704	(1,615)	2,171
Pembelian subsidiari	–	1,292	1,712	99,880	2,238	105,122
Pada akhir tahun	–	8,591	23,147	360,642	136,681	529,061
Caj bagi 30/9/99	–	1,371	3,858	41,628	21,304	68,161
Nilai Buku Bersih						
Pada 30 September 2000	133,867	54,889	150,489	268,220	137,193	744,658
Pada 30 September 1999	134,069	48,598	149,717	258,491	132,928	723,803

Tanah hakmilik bebas dan bangunan Kumpulan dinyatakan pada penilaian para Pengarah dan berasaskan pada pendapat jurunilai profesional berdasarkan nilai pasaran terbuka hartanah. Menurut peruntukan perpindahan yang dikeluarkan oleh Lembaga Piawaian Perakaunan Malaysia No. 16 (Semakan Semula), Hartanah, Loji dan Peralatan, penilaian harta-harta ini tidak dikemaskini dan terus dinyatakan pada nilai semasa tolak susutnilainya.

Harta-harta lain meliputi platform, mesin postmix dan jualan, kenderaan bermotor, perabot, kelengkapan dan peralatan komputer.

10. HARTA TETAP-KUMPULAN (Samb.)

Semua harta dinyatakan pada kos kecuali tanah hakmilik bebas dan bangunan seperti yang dinyatakan di bawah:-

	Kos RM'000	Penilaian 1983 RM'000	Jumlah RM'000
Kumpulan – 30/9/00			
Tanah hakmilik bebas	131,349	2,548	133,867
Bangunan	172,286	1,350	173,636
Kumpulan – 30/9/99			
Tanah hakmilik bebas	131,521	2,548	134,069
Bangunan	165,342	1,350	166,692

11. SYARIKAT-SYARIKAT SUBSIDIARI

	SYARIKAT	
	2000 RM'000	1999 RM'000
Saham tidak tersiar harga pada kos	492,043	431,363
Jumlah dihutang oleh syarikat-syarikat subsidiari	207,323	74,829
Jumlah terhutang kepada syarikat-syarikat subsidiari	(49,782)	(43,732)
	649,584	462,460

Jumlah yang dihutang oleh/(kepada) syarikat-syarikat subsidiari adalah tidak bercagar, tidak mempunyai tempoh pembayaran semula yang tetap dan tidak dikenakan faedah kecuali untuk jumlah RM179,978,508 (1999: RM32,817,245) yang dihutang oleh sebuah syarikat-syarikat subsidiari yang dikenakan kadar faedah antara 2.7% hingga 3.05% (1999: 3.3% hingga 7.1%) setahun.

Butir-butir mengenai syarikat-syarikat subsidiari dinyatakan dalam Nota 24 kepada akaun.

12. PELABURAN LAIN

Ini mewakili pendahuluan progres yang dibuat kepada sebuah syarikat bersekutu untuk memperolehi perakuan hak pembangunan komersial di KL Sentral.

30 September 2000

13. PERBELANJAAN TERTUNDA

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Kos	12,410	12,408	4,919	4,919
Tolak: Pelunasan	(11,956)	(10,794)	(4,469)	(3,794)
	454	1,614	450	1,125

14. STOK

	KUMPULAN	
	2000 RM'000	1999 RM'000
Stok pengilangan	91,308	86,341
Bekas	46,348	46,781
Bahan mentah	47,768	64,395
Bahan pembungkusan	22,376	19,110
Stok kejuruteraan dan lain-lain	50,739	46,789
	258,539	263,416
Tolak: Peruntukan stok usang	(42,834)	(37,812)
	215,705	225,604

15. SIBERHUTANG PERDAGANGAN

	KUMPULAN	
	2000 RM'000	1999 RM'000
Siberhutang perdagangan	262,082	219,849
Tolak: Peruntukan hutang ragu	(17,394)	(17,077)
	244,688	202,772

16. SYARIKAT INDUK DAN BERKAITAN

Syarikat induk ialah Fraser and Neave Limited ("F&N Ltd"), sebuah syarikat yang diperbadankan di Singapura, juga merupakan syarikat induk dasar. Syarikat-syarikat berkaitan dalam penyata kewangan ini merujuk kepada syarikat-syarikat dalam kumpulan F&N Ltd. Jumlah yang dihutang dari/(kepada) syarikat-syarikat berkaitan adalah berbentuk perdagangan dan tidak dikenakan faedah.

17. SIMPANAN TETAP

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Simpanan tetap dengan:				
– Bank tempatan	52,935	29,336	21,824	8,938
– Bank asing	20,262	6,020	–	–
	73,197	35,356	21,824	8,938

18. SIPIUTANG LAIN

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Belanja terakru	20,427	20,823	25	745
Deposit	23,219	27,278	–	–
Duti eksais dan cukai jualan perlu dibayar	6,177	4,502	–	–
Kos kakitangan perlu dibayar	22,080	8,798	–	–
Peruntukan kos pemasaran	10,263	–	–	–
Dividen perlu dibayar	3,232	1,250	3,232	1,250
Lain-lain perlu dibayar	46,549	28,599	1,070	–
	131,947	91,250	4,327	1,995

19. PINJAMAN

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Perlu dibayar semula dalam tempoh satu tahun:-				
Bercagar				
Overdraf bank	–	522	–	–
Tidak bercagar				
Bon 0.75% 1996 (Nota a)	250,000	–	250,000	–
Pinjaman lain (Nota b)	135,961	345,388	–	–
	385,961	345,910	250,000	–
Perlu dibayar semula selepas setahun tetapi tidak lewat dari lima tahun:-				
Tidak bercagar				
Bon 0.75% 1996 (Nota a)	–	250,000	–	250,000
	–	250,000	–	250,000

30 September 2000

19. PINJAMAN (Samb.)

- (a) Bon 0.75% 1996 bernilai RM250,000,000 telah diterbitkan pada 21 Mei 1996. Bon ini yang boleh ditebus semula dan tertakluk di bawah sebuah Perjanjian Amanah bertarikh 26 Mac 1996. Ia juga disenaraikan di Bursa Saham Kuala Lumpur. Penebusan mandatori bon ini pada jumlah pokoknya adalah pada 20 Mei 2001. Sebelum tarikh tersebut, Syarikat boleh membeli bon ini di pasaran terbuka, mengikut pilihannya sama ada untuk menyimpan, menjual, membatalkan atau meniagakannya.
- (b) Pinjaman lain terdiri daripada penerimaan jurubank dan kredit pusingan yang dikenakan faedah pada kadar antara 3.20% hingga 6.75% (1999: 3.25% hingga 10.40%) setahun.

20. CUKAI TERTUNDA

	KUMPULAN	
	2000 RM'000	1999 RM'000
Cukai tertunda akibat:		
Lebihan nilai buku bersih berbanding nilai penurunan cukai:-		
– Harta tetap	43,774	24,370
– Stok bekas	1,368	1,368
Peruntukan, perbelanjaan dan pendapatan yang dikenakan cukai dalam tahun yang berbeza	(5,809)	(5,391)
Kesan cukai atas lebihan penilaian semula	5,071	5,105
Kerugian tidak digunakan dan elaun modal tidak diserap	(25,733)	(6,404)
	18,671	19,048

21. PENGLIBATAN MODAL

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Jumlah dilulus dan dikontrakkan	68,757	79,460	65,538	79,000
Jumlah dilulus tetapi tidak dikontrakkan	52,925	29,922	–	–
	121,682	109,382	65,538	79,000

22. URUSNIAGA PENTING ANTARA SYARIKAT-SYARIKAT BERKAITAN

	KUMPULAN		SYARIKAT	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Syarikat-syarikat berkaitan				
- Jualan	(74,423)	(48,811)	-	-
- Belian	31,567	19,667	-	-
- Bayaran khidmat pengurusan	2,400	2,400	-	-
- Royalti	15,212	14,721	-	-
Syarikat-syarikat subsidiari				
- Faedah	-	-	(1,601)	(6,053)
- Dividen	-	-	(41,028)	(6,028)

Semua urusan ini adalah berasaskan kepada syarat-syarat yang ditentukan secara komersial. Pada akhir tahun, baki yang belum dibayar adalah dalam lingkungan syarat kredit perdagangan biasa.

23. ANALISIS TANGGUNGAN DAN HUTANG PERLU BAYAR OLEH/(KEPADA) SYARIKAT DAN KUMPULAN

	KUMPULAN			SYARIKAT		
	Tidak lewat dari dua tahun RM'000	Lewat dari dua tahun tapi tidak lewat dari lima tahun RM'000	Lewat dari lima tahun RM'000	Tidak lewat dari dua tahun RM'000	Lewat dari dua tahun tapi tidak lewat dari lima tahun RM'000	Lewat dari lima tahun RM'000
<i>Tanggungan perlu dibayar</i>						
30/9/00						
Sipiutang	247,783	-	-	4,327	-	-
Pinjaman	135,961	-	-	-	-	-
Bon	250,000	-	-	250,000	-	-
Cukai	28,629	-	5,071	287	-	-
Manfaat persaraan	-	-	36,720	-	-	-
Syarikat-syarikat berkaitan	69,812	-	-	49,782	-	-
Dividen dicadangkan	13,141	-	-	13,141	-	-
	745,326	-	41,791	317,537	-	-

30 September 2000

23. ANALISIS TANGGUNGAN DAN HUTANG PERLU BAYAR OLEH/(KEPADA) SYARIKAT DAN KUMPULAN (Samb.)

	KUMPULAN			SYARIKAT		
	Tidak lewat dari dua tahun RM'000	Lewat dari dua tahun tapi tidak lewat dari lima tahun RM'000	Lewat dari lima tahun RM'000	Tidak lewat dari dua tahun RM'000	Lewat dari dua tahun tapi tidak lewat dari lima tahun RM'000	Lewat dari lima tahun RM'000
Tanggungan perlu dibayar						
30/9/99						
Sipiutang	196,815	—	—	1,995	—	—
Pinjaman	345,910	—	—	—	—	—
Bon	250,000	—	—	250,000	—	—
Cukai	21,744	—	5,105	683	—	—
Manfaat persaraan Syarikat-syarikat berkaitan	—	—	33,587	—	—	—
Dividen dicadangkan	69,122	—	—	43,785	—	—
	3,755	—	—	3,755	—	—
	887,346	—	38,692	300,218	—	—
Hutang akan diterima						
30/9/00						
Siberhutang	258,048	—	—	23,086	—	—
Syarikat-syarikat berkaitan	12,961	—	—	207,323	—	—
	271,009	—	—	230,409	—	—
30/9/99						
Siberhutang	224,286	—	—	4,988	—	—
Syarikat-syarikat berkaitan	9,122	—	—	75,398	—	—
	233,408	—	—	80,386	—	—

24. SYARIKAT-SYARIKAT SUBSIDIARI DAN BERSEKUTU

Butir-butir mengenai syarikat subsidiari dan bersekutu adalah seperti berikut:-

Nama syarikat	Tempat diperbadankan	Aktiviti utama	Pegangan ekuiti	
			2000 %	1999 %
Malaya Glass Products Sdn Bhd	Malaysia	Pengilangan dan penjualan bekas kaca	100	100
Kuala Lumpur Glass Manufacturers Company Sdn Bhd	Malaysia	Pengilangan dan penjualan bekas kaca	100	–
Malaya-Vietnam Glass Limited	Vietnam	Pengilangan dan penjualan bekas kaca	70	70
Fraser & Neave (Malaya) Sdn Bhd	Malaysia	Perkhidmatan pengurusan dan pegangan pelaburan hartanah	100	100
F&NCC Beverages Sdn Bhd	Malaysia	Pengilangan minuman ringan	90	90
F&N Coca-Cola (Malaysia) Sdn Bhd	Malaysia	Pengedaran minuman ringan	90	90
F&N Dairies (Malaysia) Sdn Bhd	Malaysia	Pengedaran produk tenusu	100	100
Premier Milk (Malaya) Sdn Berhad	Malaysia	Pengilangan produk tenusu	75	75
F&N Foods Sdn Bhd	Malaysia	Pengilangan produk tenusu	100	100
Four Eights Sdn Bhd	Malaysia	Tidak aktif	100	100
Wimanis Sdn Bhd	Malaysia	Tidak aktif	100	100
Harmonic Fairway Sdn Bhd	Malaysia	Tidak aktif	25	25

30 September 2000

25. KOMITMEN PAJAKAN

Baki sewa pajakan operasi perlu dibayar di bawah perjanjian sewa adalah seperti berikut:

	KUMPULAN	
	2000	1999
	RM'000	RM'000
Jumlah perlu dibayar dalam 12 bulan	3,625	3,760
Jumlah perlu dibayar selepas 12 bulan	3,060	6,350
	<u>6,685</u>	<u>10,110</u>

26. ANGKA-ANGKA PERBANDINGAN

Sebagai mematuhi penggunaan piawaian yang ditetapkan oleh Lembaga Piawaian Perakaunan Malaysia (LPPM) ketika menyediakan laporan kewangan ini, beberapa pindaan telah dibuat dalam pembentangan dan mengelaskan beberapa perkara tertentu dalam penyata kewangan.

Angka-angka perbandingan telah diklasifikasi semula mengikut kesesuaian bagi memastikan ia boleh dibandingkan dengan tahun kewangan semasa.

other information *maklumat lain*

List of Group Properties / <i>Senarai Hartanah Kumpulan</i>	92
Shareholding Statistics / <i>Statistik Pegangan Saham</i>	97
Warrant 2000 / 2001 Holdings / <i>Pegangan Waran 2000 / 2001</i>	98
Warrant 1996 / 2001 Holdings / <i>Pegangan Waran 1996 / 2001</i>	99

list of group properties *senarai hartanah kumpulan*

Location <i>Lokasi</i>	Land area (sq. ft.) <i>Keluasan tanah (kaki persegi)</i>	Description/ Existing use of building <i>Keterangan/ Penggunaan bangunan semasa</i>	Approximate age of building (tenure) <i>Anggaran umur bangunan (hakmilik)</i>	Net book value as at 30/9/00 <i>Nilai buku bersih pada 30/9/00</i>	
				Land Tanah (RM'000)	Buildings Bangunan (RM'000)
JOHOR					
72-A (Lot2134) Jalan Tampoi, Johor Bahru	274,864	Industrial/Factory premise and office <i>Perindustrian/Premis kilang dan pejabat</i>	29 years (freehold) <i>29 tahun (milik bebas)</i>	1,672	3,764
72-A (MLO 4620) Jalan Tampoi, Johor Bahru	233,046	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	12 years (freehold) <i>12 tahun (milik bebas)</i>	1,418	2,463
72-A (Lot PTD 54046 & 56057) Jalan Tampoi, Johor Bahru	57,935	Industrial/Warehouse and factory premise <i>Perindustrian/Gudang dan premis kilang</i>	12 years (freehold) <i>12 tahun (milik bebas)</i>	1,624	1,561
72-A (Lot 11615 to 11630) Jalan Tampoi, Johor Bahru	56,192	Vacant Land <i>Tanah kosong</i>	– (freehold) – <i>(milik bebas)</i>	550	–
Malay Grant 598, Jalan Tampoi, Johor Bahru	59,895	Detached house/ Warehouse <i>Rumah berkembar/ Gudang</i>	33 years (freehold) <i>33 tahun (milik bebas)</i>	1,050	226
701, Jalan Tampoi, Johor Bahru	241,022	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	33 years (freehold) <i>33 tahun (milik bebas)</i>	7,700	4,697
10A Jalan Pengkalan Rinting, Johor Bahru	34,112	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	44 years (leasehold expiring 2023) <i>44 tahun (pegangan pajakan berakhir 2023)</i>	423	162
PERAK					
217 Jalan Lahat, Ipoh	287,738	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	31 years (freehold) <i>31 tahun (milik bebas)</i>	3,000	2,340

senarai hartanah kumpulan (samb.)

Location <i>Lokasi</i>	Land area (sq. ft.) <i>Keluasan tanah (kaki persegi)</i>	Description/ Existing use of building <i>Keterangan/ Penggunaan bangunan semasa</i>	Approximate age of building (tenure) <i>Anggaran umur bangunan (hakmilik)</i>	Net book value as at 30/9/00 <i>Nilai buku bersih pada 30/9/00</i>	
				Land Tanah (RM'000)	Buildings Bangunan (RM'000)
79 & 81 Jalan Tun Perak, Ipoh	51,828	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	94 years (freehold/leasehold expiring 2013 & 2066) 94 tahun (milik bebas/pegangan pajakan berakhir 2013 & 2066)	454	297
28 Jalan Azlan Shah, Ipoh	95,287	Detached house/ Vacant <i>Rumah berkembar/ Kosong</i>	65 years (freehold) 65 tahun (milik bebas)	1,190	144
KUALA LUMPUR					
Jalan Foss, Kuala Lumpur	483,746	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	37 years (freehold) 37 tahun (milik bebas)	33,744	11,930
95 Jalan Yew & Chan Sow Lin, Kuala Lumpur	345,135	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	46 years (freehold) 46 tahun (milik bebas)	23,790	4,896
Government Alienated Land, in between Lot 174 & 175, Seksyen 92, Kuala Lumpur	9,332	Industrial land <i>Tanah perindustrian</i>	– (freehold) – (milik bebas)	468	–
NEGERI SEMBILAN					
1 Jalan Liat, Seremban	69,642	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	44 years (freehold) 44 tahun (milik bebas)	3,431	332

list of group properties (cont'd)

senarai hartanah kumpulan (samb.)

Location Lokasi	Land area (sq. ft.) Keluasan tanah (kaki persegi)	Description/ Existing use of building Keterangan/ Penggunaan bangunan semasa	Approximate age of building (tenure) Anggaran umur bangunan (hakmilik)	Net book value as at 30/9/00 Nilai buku bersih pada 30/9/00	
				Land Tanah (RM'000)	Buildings Bangunan (RM'000)
MELAKA					
10 Jalan Bukit Gedong, Melaka	104,000	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	75 years (freehold/leasehold expiring 2023) <i>75 tahun milik bebas/pegangan pajakan berakhir 2023)</i>	1,043	1,141
SELANGOR					
Lot 3-1 Lion Industrial Park, Shah Alam	1,373,447	Industrial/ Factory premise and office <i>Perindustrian/ Premis kilang dan pejabat</i>	3 years (freehold) <i>3 tahun (milik bebas)</i>	36,899	60,842
Lot 3-2 Lion Industrial Park, Shah Alam	558,875	Industrial/Vacant <i>Perindustrian/Kosong</i>	– (freehold) – <i>(milik bebas)</i>	11,678	–
70 Jalan University, Petaling Jaya	382,467	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	39 years (leasehold expiring 2058) <i>39 tahun (pegangan pajakan berakhir 2058)</i>	22,471	19,260
16 Jalan Bersatu 13/4, Petaling Jaya	171,797	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	39 years (leasehold expiring 2058) <i>39 tahun (pegangan pajakan berakhir 2058)</i>	11,818	5,580
Lot 5, Jalan Kilang, 46050 Petaling Jaya	207,727	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	33 years (leasehold expiring 2058) <i>33 tahun (pegangan pajakan berakhir 2058)</i>	7,664	5,015

senarai hartanah kumpulan (samb.)

Location <i>Lokasi</i>	Land area (sq. ft.) <i>Keluasan tanah (kaki persegi)</i>	Description/ Existing use of building <i>Keterangan/ Penggunaan bangunan semasa</i>	Approximate age of building (tenure) <i>Anggaran umur bangunan (hakmilik)</i>	Net book value as at 30/9/00 <i>Nilai buku bersih pada 30/9/00</i>	
				Land Tanah (RM'000)	Buildings Bangunan (RM'000)
PULAU PINANG					
3724 (Lot 834 and 842) Sungei Nyior, Butterworth, Pulau Pinang	130,324	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	46 years (freehold) 46 tahun (milik bebas)	2,600	2,546
3725 & 3726 (Lot 833) Butterworth, Pulau Pinang	97,387	Detached house/ Office premise <i>Rumah berkembar/ Premis pejabat</i>	45 years (freehold) 45 tahun (milik bebas)	2,120	255
KELANTAN					
Pengkalan Chepa Industrial Estate, Kota Bahru	203,861	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	20 years (leasehold expiring 2043) 20 tahun (pegangan pajakan berakhir 2043)	703	847
PAHANG					
Mar Lodge, Cameron Highland	90,931	Detached house/ Holiday Bungalow <i>Rumah berkembar/ Bungalow percutian</i>	33 years (leasehold expiring 2037) 33 tahun (pegangan pajakan berakhir 2037)	918	263
SARAWAK					
93 Jalan Batu Lintang, Kuching	48,568	Detached house/ Vacant <i>Rumah berkembar/ Kosong</i>	34 years (leasehold expiring 2034) 34 tahun (pegangan pajakan berakhir 2034)	699	129

list of group properties (cont'd)

senarai hartanah kumpulan (samb.)

Location Lokasi	Land area (sq. ft.) Keluasan tanah (kaki persegi)	Description/ Existing use of building Keterangan/ Penggunaan bangunan semasa	Approximate age of building (tenure) Anggaran umur bangunan (hakmilik)	Net book value as at 30/9/00 Nilai buku bersih pada 30/9/00	
				Land Tanah (RM'000)	Buildings Bangunan (RM'000)
3.5 Miles Penrissen Road, Kuching	194,539	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	34 years (leasehold expiring 2038) <i>34 tahun (pegangan pajakan berakhir 2038)</i>	1,956	3,624
Lot 1178, Lanang Road, Sibu	43,842	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	8 years (leasehold expiring 2051) <i>8 tahun (pegangan pajakan berakhir 2051)</i>	278	1,344
SABAH					
5.5 Miles Tuaran Road, Kota Kinabalu	142,140	Vacant land <i>Tanah kosong</i>	– (leasehold expiring 2062) – <i>(pegangan pajakan berakhir 2062)</i>	1,421	–
5.5 Miles Tuaran Road, Kota Kinabalu	142,578	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	29 years (leasehold expiring 2062) <i>29 tahun (pegangan pajakan berakhir 2062)</i>	1,779	2,106
VIETNAM					
76 Ton That Thuyet Ho Chi Minh, Vietnam	363,691	Industrial/ Factory premise <i>Perindustrian/ Premis kilang</i>	6 years (leasehold expiring 2005) <i>6 tahun (pegangan pajakan berakhir 2005)</i>	4,194	14,675

shareholding statistics

statistik pegangan saham

as at 31 December 2000 / pada 31 Disember 2000

97

Authorised Share Capital / Modal Saham dibenarkan	– RM500,000,000
Fully paid and Issued Shares / Saham Terbitan dan berbayar penuh	– RM260,737,172
Class of shares – Ordinary shares of RM1.00 each with equal voting rights	
Kelas saham – Saham biasa berharga RM1.00 sesaham dengan hak mengundi yang sama	

ANALYSIS OF SHAREHOLDING / ANALISIS PEGANGAN

Size of Holding Saiz Pegangan	Number of Shareholders Bilangan Pemegang Saham	%	Number of Shares Held Bilangan Saham Dipegang	%
1 - 499	233	7.50	17,307	0.01
500 - 5,000	2,079	66.91	4,551,325	1.75
5,001 - 10,000	420	13.52	3,237,863	1.24
10,001 - 100,000	323	10.40	8,181,796	3.14
100,001 - 1,000,000	40	1.29	8,971,450	3.44
Above / Melebihi 1,000,000	12	0.38	235,777,431	90.42
	3,107	100.00	260,737,172	100.00

TWENTY LARGEST SHAREHOLDERS (as shown in the Register of Members)

DUAPULUH PEMEGANG SAHAM TERBESAR (seperti ditunjukkan dalam Daftar Ahli)

No. Name of Shareholders Nama Pemegang Saham	Number of Shares Held Bilangan Saham Dipegang	%
1. Fraser and Neave Limited	143,849,431	55.17
2. Amanah Raya Nominees (Tempatan) Sdn Bhd Skim Amanah Saham Bumiputera	38,250,000	14.67
3. Permodalan Nasional Berhad	20,194,500	7.75
4. Employees Provident Fund Board	15,361,000	5.89
5. Malaysia Nominees (Tempatan) Sendirian Berhad Great Eastern Life Assurance (Malaysia) Berhad (MLF)	7,602,000	2.92
6. Lembaga Tabung Angkatan Tentera	1,857,500	0.71
7. Universal Trustee (Malaysia) Berhad Pacific Premier Fund	1,836,000	0.70
8. Arab-Malaysian Nominees (Tempatan) Sdn Bhd Arab Malaysian Trustee Bhd for Pacific Pearl Fund	1,757,000	0.67
9. Malaysia Nominees (Tempatan) Sendirian Berhad Pledged Securities Account for Syed Badarudin Jamalullail Bin Syed Putra Jamalullail	1,644,000	0.63
10. Lembaga Tabung Haji	1,384,500	0.53
11. Southern Nominees (Tempatan) Sdn Bhd Southern Bank Berhad	1,041,000	0.40
12. Syed Badarudin Jamalullail Bin Syed Putra Jamalullail	1,000,500	0.38
13. HSBC Nominees (Tempatan) Sdn Bhd HSBC (Malaysia) Trustee Berhad for Amanah Saham Sarawak	750,000	0.29
14. Aetna Universal Insurance Berhad	620,000	0.24
15. Malaysia British Assurance Berhad	537,000	0.21
16. Overseas Assurance Corporation (Malaysia) Berhad	499,500	0.19
17. UOBM Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Yahya Bin Ismail (PCM)	410,000	0.16
18. MBA Life Assurance Berhad	394,000	0.15
19. Nik Ariff Bin Nik Hassan	300,000	0.12
20. Wong Yoke Fong @ Wong Nyok Fing	274,500	0.11
	239,562,431	91.89

SUBSTANTIAL SHAREHOLDERS (as shown in the Register of Substantial Shareholders)

PEMANG SAHAM UTAMA (seperti ditunjukkan dalam Pemegang Saham Utama)

Name of Shareholders Nama Pemegang Saham	Number of Shares Held Bilangan Saham Dipegang
1. Fraser and Neave Limited	143,849,431
2. Amanah Raya Nominees (Tempatan) Sdn Bhd Skim Amanah Saham Bumiputera	38,250,000
3. Permodalan Nasional Berhad	20,194,500
4. Employees Provident Fund Board	15,361,000
5. Malaysia Nominees (Tempatan) Sendirian Berhad Great Eastern Life Assurance (Malaysia) Berhad (MLF)	7,602,000

warrant 2000 / 2001 holdings

pegangan waran 2000 / 2001

as at 31 December 2000 / pada 31 Disember 2000

Exercise price / Harga pelaksanaan – RM3.28 per ordinary share / sesaham biasa

Exercise period / Tempoh pelaksanaan – Up to 5.00 p.m. on 20 February 2001
 Sehingga 5 petang pada 20 Februari 2001

ANALYSIS OF WARRANT 2000 / 2001 HOLDINGS

ANALISIS PEGANGAN WARAN 2000 / 2001

Size of Holding Saiz Pegangan	Number of Warrant Holders Bilangan Pemegang Waran	%	Number of Warrants Held Bilangan Waran Dipegang	%
1 - 499	1,299	41.85	404,722	0.35
500 - 5,000	1,316	42.40	2,323,220	2.03
5,001 - 10,000	208	6.70	1,573,952	1.38
10,001 - 100,000	258	8.31	7,130,058	6.24
100,001 - 1,000,000	18	0.58	3,717,141	3.25
Above / Melebihi 1,000,000	5	0.16	99,099,408	86.75
	3,104	100.00	114,248,501	100.00

TWENTY LARGEST WARRANT 2000 / 2001 HOLDERS

(as shown in the Register of Warrant Holders)

DUA PULUH PEMEGANG WARAN 2000 / 2001 TERBESAR

(seperti ditunjukkan dalam Daftar Pemegang Waran)

No. Name of Warrant Holders Nama Pemegang Waran	Number of Warrants Held Bilangan Waran Dipegang	%
1. Fraser and Neave Limited	72,730,059	63.66
2. Permodalan Nasional Berhad	20,639,297	18.07
3. Employees Provident Fund Board	2,033,330	1.78
4. Malaysia Nominees (Tempatan) Sendirian Berhad Pledged Securities Account for Syed Badarudin Jamalullail Bin Syed Putra Jamalullail	2,000,000	1.75
5. Ooi Lay Suan	1,696,722	1.49
6. Universal Trustee (Malaysia) Berhad Pacific Premier Fund	419,877	0.37
7. Tan Kim Siw	305,635	0.27
8. Soo Peck Yoke	298,445	0.26
9. Arab-Malaysian Nominees (Tempatan) Sdn Bhd Arab-Malaysian Trustee Bhd for Pacific Pearl Fund	251,600	0.22
10. Syed Badarudin Jamalullail Bin Syed Putra Jamalullail	249,847	0.22
11. Chong Song Chin	234,200	0.20
12. HDM Nominees (Asing) Sdn Bhd DGM & Partners Securities Pte Ltd for Chew Lan Keak Melissa	232,200	0.20
13. Lim Chai Hock	229,860	0.20
14. Affin-UOB Securities Sdn Bhd CLR (650) for Kay Hian Private Limited	199,000	0.17
15. Ong Guan Eng	191,592	0.17
16. Mayban Nominees (Tempatan) Sdn Bhd Mayban Trustees Berhad for Amanah Saham PAB	185,389	0.16
17. Lembaga Tabung Haji	164,600	0.14
18. Seah Wang Nge	153,372	0.13
19. Southern Nominees (Tempatan) Sdn Bhd Southern Bank Berhad	138,800	0.12
20. TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chua Eng Ho Waa @ Chua Eng Wah	133,810	0.12
	102,487,635	89.70

warrant 1996 / 2001 holdings

pegangan waran 1996 / 2001

as at 31 December 2000 / pada 31 Disember 2000

Exercise price / Harga pelaksanaan – RM7.30 per ordinary share / sesaham biasa
 Exercise period / Tempoh pelaksanaan – Up to 5.00 p.m. on 20 February 2001
 Sehingga 5 petang pada 20 Februari 2001

ANALYSIS OF WARRANT 1996 / 2001 HOLDINGS

ANALISIS PEGANGAN WARAN 1996 / 2001

Size of Holding Saiz Pegangan	Number of Warrant Holders Bilangan Pemegang Waran	%	Number of Warrants Held Bilangan Waran Dipegang	%
1 - 499	674	36.57	192,921	3.36
500 - 5,000	889	48.24	1,838,663	32.00
5,001 - 10,000	167	9.06	1,209,797	21.06
10,001 - 100,000	111	6.02	2,145,128	37.34
100,001 - 1,000,000	2	0.11	358,516	6.24
Above / Melebihi 1,000,000	–	–	–	–
	1,843	100.00	5,745,025	100.00

TWENTY LARGEST WARRANT 1996 / 2001 HOLDERS

(as shown in the Register of Warrant Holders)

DUA PULUH PEMEGANG WARAN 1996 / 2001 TERBESAR

(seperti ditunjukkan dalam Daftar Pemegang Waran)

No. Name of Warrant Holders Nama Pemegang Waran	Number of Warrants Held Bilangan Waran Dipegang	%
1. Olive Lim Swee Lian	189,010	3.29
2. Citicorp Nominees (Asing) Sdn Bhd Merrill Lynch International	169,506	2.95
3. Manjeet Singh Dhillon	81,270	1.41
4. The Overseas Assurance Corporation Limited	61,997	1.08
5. Toh Joo Wah	60,220	1.05
6. Mohd Amin Bin Hashim	49,982	0.87
7. Ong Ching Chai @ Ong Yong Teck	43,000	0.75
8. Teh Kok Heng	40,000	0.70
9. Alliedban Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Bong Kwang Hua	39,474	0.69
10. Ch'ng Ket Soon	38,220	0.67
11. Evelyn Lim Swee Sim	36,455	0.63
12. Yee Wah Shui @ Yee Tin Wah	34,830	0.61
13. Lau Ser Chai	32,000	0.56
14. Kok Jak Hou	31,610	0.55
15. Chew Yok Koon	31,347	0.55
16. Wong Fook Choy	30,186	0.53
17. Wee Khey Chong	30,000	0.52
18. Chow Chong	28,328	0.49
19. Lim Kim Ching @ Lim Kim Thye	26,703	0.46
20. Tan Hoo Hout	26,084	0.45
	1,080,222	18.81



proxy form

I / We _____ (or attorney of _____)
of _____

a member(s) of FRASER & NEAVE HOLDINGS BHD hereby appoint, Dato' Dr. Yahya bin Ismail, whom failing Y.A.M. Tengku Syarif Bendahara Syed Badarudin Jamalullail ibni Tuanku Syed Putra Jamalullail, whom failing Tan Sri Dato' Dr. Lin See-Yan, whom failing Tan Yam Pin, whom failing I. A. MacLean, whom failing Dr. Radzuan bin A. Rahman, whom failing Puan Kartini binti Hj. Abdul Manaf, whom failing Lai Seck Khui, whom failing Dato' Fong Weng Phak, whom failing Lee Kong Yip, all directors of the Company or (note 2) _____ of _____ to be my / our proxy to vote for me / us and my / our behalf at the Thirty-Ninth Annual General Meeting of the Company to be held on Tuesday, 27 February 2001 at Cempaka Raya Room, Mezzanine Floor, Hotel Equatorial, Jalan Sultan Ismail, 50250 Kuala Lumpur immediately after the conclusion of the Extraordinary General Meeting (which is scheduled to commence at 10.00 a.m.) and at every adjournment thereof.

Please indicate with an "X" in the spaces below how you wish your votes to be cast.

No.	Resolutions relating :	For	Against
1.	To receive and adopt the Audited Financial Statements for the year ended 30 September 2000 and the Reports of the Directors and Auditors thereon.		
2.	To approve the payment of a final dividend of 7 sen per share, less Malaysian income tax for the year ended 30 September 2000.		
3.	To re-elect the following directors : <u>Under Article 97 of the Articles of Association</u> a) Tan Yam Pin b) Tan Sri Dato' Dr. Lin See-Yan <u>Under Section 103 of the Articles of Association</u> c) Dato' Fong Weng Phak d) Lee Ah Ha @ Lee Kong Yip		
4.	To approve directors' fees of RM417,406 payable by the Company for the year ended 30 September 2000. (1999 : RM350,100)		
5.	To re-appoint Messrs Ernst & Young as Auditors of the Company for the year ending 30 September 2001 and to authorise the directors to fix their remuneration.		
6.	To transact any other business which may properly be brought forward.		

As Witness my / our hand this _____ day of _____ 2001.

No of shares held : _____

Signature of member

· **NOTES :**

- · 1. A member entitled to attend and vote at the above meeting may
· appoint a proxy to attend and vote on his behalf and such proxy
· need not be a member of the Company. This instrument appointing
· a proxy must be deposited with the company secretary at the
· registered office of the Company, at 95 Jalan Yew, Off Jalan Sungei
· Besi, 55100 Kuala Lumpur not less than 48 hours before the meeting.
·
· 2. If any other proxy is preferred, strike out the names of the Directors
· mentioned and add the name and address of the proxy desired in
· the blank lines provided.

fold here

Stamp

THE COMPANY SECRETARY
Fraser & Neave Holdings Bhd
95 Jalan Yew
Off Jalan Sungei Besi
55100 Kuala Lumpur
Malaysia

fold here



borang proksi

Saya/Kami _____ (atau peguam kepada _____)
beralamat _____

seorang ahli (ahli-ahli) FRASER & NEAVE HOLDINGS BERHAD dengan ini melantik Dato' Dr. Yahya bin Ismail, jika beliau gagal Y.A.M. Tengku Syarif Bendahara Syed Badarudin Jamalullail ibni Tuanku Syed Putra Jamalullail, jika beliau gagal Tan Sri Dato' Dr. Lin See-Yan, jika beliau gagal Tan Yam Pin, whom failing I. A. MacLean, jika beliau gagal Dr. Radzuan bin A. Rahman, jika beliau gagal Puan Kartini binti Hj. Abdul Manaf, jika beliau gagal Lai Seck Khui, jika beliau gagal Dato' Fong Weng Phak, jika beliau gagal Lee Kong Yip, semua pengarah Syarikat atau (nota 2) _____
beralamat _____

untuk menjadi proksi saya / kami untuk mengundi bagi pihak saya / kami di Mesyuarat Agung Tahunan Ketiga Puluh Sembilan Syarikat yang akan diadakan pada hari Selasa, 27 Februari 2001 di Bilik Cempaka Raya, Tingkat Mezzanin, Hotel Equatorial, Jalan Sultan Ismail, 50250 Kuala Lumpur sebaik sahaja tamat Mesyuarat Agung Luarbiasa (yang dijadualkan bermula pada jam 10.00 pagi) dan pada sebarang penangguhannya.

Sila tanda dengan "X" di dalam ruang-ruang di bawah bagaimana anda ingin undi anda dilakukan.

No.	Resolusi berkaitan :	Menyokong	Menentang
1.	Untuk menerima dan meluluskan Penyata Kewangan Yang Diaudit bagi tahun berakhir 30 September 2000 dan Laporan Pengarah dan Juruaudit mengenainya.		
2.	Untuk meluluskan pembayaran dividen akhir sebanyak 7 sen sesaham, tolak cukai pendapatan Malaysia bagi tahun berakhir 30 September 2000.		
3.	Untuk melantik semula para pengarah berikut: <u>Di bawah Tataurusan 97 Tataurusan Pertubuhan Syarikat</u> a) Tan Yam Pin b) Tan Sri Dato' Dr. Lin See-Yan <u>Di bawah Tataurusan 103 Tataurusan Pertubuhan Syarikat</u> c) Dato' Fong Weng Phak d) Lee Ah Ha @ Lee Kong Yip		
4.	Untuk meluluskan yuran pengarah sebanyak RM417,406 yang akan dibayar oleh Syarikat bagi tahun berakhir 30 September 2000 (1999: RM350,100)		
5.	Untuk melantik semula Tetuan Ernst & Young sebagai Juruaudit Syarikat bagi tahun yang akan berakhir 30 September 2001 dan memberi kuasa kepada para pengarah menetapkan bayaran mereka.		
6.	Untuk menjalankan sebarang urusan lain yang dikemukakan.		

Sebagai Saksi saya / kami pada hari _____ bulan _____ 2001.

Bilangan saham yang dipegang : _____

Tandatangan ahli

· **NOTA-NOTA :**

- · 1. Seseorang ahli yang layak untuk hadir dan mengundi di mesyuarat di atas boleh melantik seorang proksi untuk hadir dan mengundi bagi pihaknya dan proksi tersebut tidak semestinya seorang ahli Syarikat. Suratcara perlantikan seseorang proksi perlu dihantar kepada Setiausaha Syarikat di pejabat berdaftar Syarikat di 95, Jalan Yew, Off Jalan Sungei Besi, 55100 Kuala Lumpur tidak lewat dari 48 jam sebelum mesyuarat berlangsung.
- · 2. Jika sebarang proksi lain yang dipilih, potong nama-nama Pengarah yang dinyatakan dan sila tambah nama dan alamat proksi yang dikehendaki dalam garisan kosong yang disediakan.

lipat di sini

Setem

SETIAUSAHA SYARIKAT
Fraser & Neave Holdings Bhd
95 Jalan Yew
Off Jalan Sungei Besi
55100 Kuala Lumpur
Malaysia

lipat di sini