



Company No:(6265-P)

## Laporan Tahunan 2000 Annual Report



IDFAS INFINITIF

t 03-6203 5866

# KANDUNGAN

Notis mesyuarat agung tahunan	2
Kenyataan Misi	4
Maklumat korporat	8
Carta korporat	9
Lembaga pengarah	10
Pengurusan	10
Penyata pengerusi	11
Maklumat kewangan lima tahun	14
Jawatankuasa audit	15
Laporan para pengarah	20
Penyata para pengarah	24
Akuan berkanun	24
Laporan juruaudit	25
Lembaran imbalan	26
Penyata pendapatan	27
Penyata perubahan ekuiti	28
Penyata aliran tunai disatukan	30
Nota-nota kepada penyata kewangan	32
Statistik pemegang saham	107
Statistik perladangan	108
Senarai hartanah yang dimiliki	110
Borang proksi	

Notice of annual general meeting	5
Mission statement	7
Corporate information	8
Corporate chart	9
Board of directors	10
Management	10
Chairman's statement	11
Five-year financial highlights	14
Audit committee	17
Directors' report	64
Statement by directors	68
Statutory declaration	68
Report of the auditors	69
Balance sheet	70
Income statement	71
Statement of changes in equity	72
Consolidated statement of cash flow	74
Notes to the financial statements	76
Shareholder's statistic	107
Plantation statistic	108
List of properties held	110
Proxy form	

# CONTENTS

# notis mesyuarat agung tahunan

**DENGAN INI DIBERITAHU BAHAWA** Mesyuarat Agung Tahunan Syarikat yang Ketiga Puluh Enam akan diadakan di **Mahkota III, Ballroom Floor, Istana Hotel, 73, Jalan Raja Chulan, 50200 Kuala Lumpur** pada jam **2.00 petang**, hari **Khamis, 28 Jun 2001**, untuk tujuan-tujuan berikut:

## AGENDA

1. Untuk menerima akaun-akaun yang telah diaudit bagi tahun berakhir 31 Disember 2000 beserta Laporan para Pengarah dan Juruaudit mengenainya. **(Resolusi 1)**
2. Untuk melantik semula para Pengarah berikut yang bersara menurut Artikel 110, Tataurusan Pertubuhan Syarikat:
  - (a) Md. Azmi Bin Lop Yusof **(Resolusi 2)**
  - (b) Dato' Senara Muda (Dato' Mazlan @ Mohd Nanri Bin Hashim) **(Resolusi 3)**
3. Untuk melantik semula Dr. Wan Hassan Bin Wan Embong yang bersara menurut Artikel 113, Tataurusan Pertubuhan Syarikat. **(Resolusi 4)**
4. Untuk meluluskan bayaran yuran para Pengarah. **(Resolusi 5)**
5. Untuk melantik semula Tetuan Aljeffri & Co. sebagai Juruaudit Syarikat dan memberi kuasa kepada para Pengarah untuk menetapkan bayaran mereka. **(Resolusi 6)**

## SEBAGAI URUSAN KHAS:

Untuk mempertimbangkan dan jika difikir sesuai, meluluskan Resolusi Biasa berikut:

6. "BAHAWA tertakluk kepada Akta Syarikat, 1965 dan kelulusan dari penguatkuasaan peraturan, para Pengarah dengan ini diberikan kuasa selaras dengan Seksyen 132D Akta Syarikat, 1965, untuk menerbitkan saham-saham di dalam Syarikat pada bila-bila masa dengan terma dan syarat-syarat dan tujuan-tujuan tertentu sebagaimana para Pengarah, pada budi bicara mutlak mereka beranggapan sesuai dengan syarat bilangan agregat saham yang diterbitkan mengikut resolusi ini tidak melebihi 10% daripada modal terbitan Syarikat pada masa sekarang dan bahawa para Pengarah diberi kuasa untuk mendapatkan kelulusan daripada Bursa Saham Kuala Lumpur untuk penyenaian dan sebhutharga saham-saham tambahan yang diterbitkan dan kuasa sedemikian akan terus berkuatkuasa sehingga tamat Mesyuarat Agung Tahunan yang berikutnya." **(Resolusi 7)**
7. Untuk menguruskan lain-lain urusan biasa dimana notis yang sewajarnya telah diberikan.

# notis mesyuarat agung tahunan ...samb.



Dengan perintah Lembaga Pengarah

**AHMAD FARID BIN YAHAYA (LS NO: 008132)**

**YEAP KOK LEONG (MAICSA NO: 0862549)**

Setiausaha-setiausaha Syarikat

Kuala Lumpur

Tarikh: 30 Mei 2001

## NOTA-NOTA:

- i) Ahli Syarikat yang berhak menghadiri dan mengundi dalam mesyuarat berhak untuk melantik proksi untuk menghadiri dan mengundi bagi pihaknya. Proksi tidak semestinya ahli syarikat. Bilamana seseorang ahli melantik dua atau lebih proksi, perlantikan tersebut tidak akan diterima kecuali jika beliau menyatakan nisbah pegangan yang diwakili setiap proksi.
- ii) Tandatangan di atas suratcara perlantikan proksi di mana proksi adalah seorang individu hendaklah ditandatangani oleh pelantik atau peguam beliau; atau jika pelantik merupakan suatu Perbadanan, maka haruslah dimeterai di bawah Cop Mohor, atau ditandatangani oleh seorang pegawai atau peguam yang telah diberi kuasa di atas hal tersebut.
- iii) Suratcara perlantikan proksi disertakan bersama-sama ini dan hendaklah didepositkan di Pejabat Berdaftar Syarikat di Tingkat 25, Menara Promet, Jalan Sultan Ismail, 50250 Kuala Lumpur, tidak lewat dari empat puluh lapan (48) jam sebelum waktu yang ditetapkan bagi mengadakan mesyuarat tersebut atau sebarang penundaannya.
- iv) **Nota Penjelasan untuk Resolusi No. 7**

Selaras dengan Akta Syarikat, 1965, para Pengarah perlu mengadakan mesyuarat agung untuk meluluskan penerbitan saham baru walaupun bilangan saham yang terlibat tidak sampai 10% daripada modal berbayar. Untuk mengelakkan tanggungan dan kos yang terlibat dalam mengadakan mesyuarat seumpama itu, adalah difikirkan wajar untuk mendapatkan kebenaran daripada para pemegang saham bagi membolehkan para Pengarah menerbitkan saham dalam Syarikat pada jumlah yang tidak melebihi 10% daripada modal berbayar Syarikat pada masa sekarang. Kebenaran ini, kecuali ditolak atau dipinda pada mesyuarat agung, akan luput menjelang Mesyuarat Agung Tahunan Syarikat yang akan datang.



# kenyataan misi

## **PERANAN**

TDM akan berusaha memenuhi peranannya sebagai warga korporat yang bertanggungjawab dan pemakin kekayaan untuk pemegang-pemegang sahamnya.

## **WAHANA**

Falsafah-falsafah utamanya ialah

- Keteguhan
- Ketelusan
- Ketelitian
- Keprofesionalan

## **ASPIRASI**

Nilai-nilai ini akan membentuk asas terbaik bagi kejayaan kumpulan TDM ke arah misinya di dalam kedua-dua peranan komerial dan sosial demi faedah para pemegang saham, kakitangan dan negara.

# notice of annual general meeting



**NOTICE IS HEREBY GIVEN** that the **Thirty-Sixth** Annual General Meeting of the Company will be held at **Mahkota III, Ballroom Floor, Istana Hotel, 73, Jalan Raja Chulan, 50200 Kuala Lumpur** on **Thursday, 28 June 2001** at **2.00 p.m.** for the following purposes:

## AGENDA

1. To receive and adopt the Audited Accounts for the year ended 31 December 2000 and the Reports of the Directors and Auditors thereon. **(Resolution 1)**
2. To re-elect the following Directors retiring pursuant to Article 110 of the Company's Articles of Association:
  - a) Md. Azmi Bin Lop Yusof **(Resolution 2)**
  - b) Dato' Senara Muda (Dato' Mazlan @ Mohd Nanri Bin Hashim) **(Resolution 3)**
3. To re-elect Dr. Wan Hassan Bin Wan Embong retiring pursuant to Article 113 of the Company's Articles of Association. **(Resolution 4)**
4. To approve Directors' Fees. **(Resolution 5)**
5. To reappoint Messrs. Aljefri & Co. as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 6)**

## AS SPECIAL BUSINESS

To consider and if thought fit to pass the following as Ordinary Resolution:

6. "THAT subject always to the Companies Act, 1965, and the approvals of the regulatory authorities, the Directors be and are hereby empowered pursuant to Section 132D of the Companies Act, 1965, to issue shares in the Company, at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued capital of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Kuala Lumpur Stock Exchange and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company." **(Resolution 7)**
7. To transact any other business for which due notice shall have been given.



# notice of annual general meeting ...cont'd

By order of the Board

**AHMAD FARID BIN YAHAYA (LS NO: 008132)**

**YEAP KOK LEONG (MAICSA NO: 0862549)**

Company Secretaries

Kuala Lumpur

Date: 30 May 2001

## NOTES:

- i) A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company. Where a member appoints two or more proxies, the appointment shall be invalid unless he specifies the proportion of his holding to be represented by each proxy.
- ii) The instrument appointing a proxy in the case of an individual shall be signed by the appointor or his attorney, or if the appointor is a Corporation, either under the Common Seal, or under the hand of an officer or attorney duly authorised.
- iii) A proxy form is enclosed herewith and should be deposited at the registered office of the Company at 25th Floor, Menara Promet, Jalan Sultan Ismail, 50250 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.
- iv) **Explanatory Notes for Ordinary Resolution No. 7**

In accordance with the Companies Act, 1965, the Directors would have to call a general meeting to approve the issue of new shares even though the number of shares involved is less than 10% of the issued capital. In order to avoid any delay and cost involved in convening such a general meeting, it is considered appropriate to seek the shareholders' approval for the Directors to issue shares in the Company up to an aggregate amount not exceeding 10% of the issued share capital of the Company for the time being. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

# mission statement



## **THE TASK**

TDM shall endeavour to fulfill its role as a responsible corporate citizen and enhancer of wealth for its shareholders.

## **THE TOOLS**

Its main Philosophies are

- Integrity
- Transparency
- Diligence
- Professionalism

## **THE ASPIRATION**

These virtues shall form the basis with which TDM group shall excell in its mission to be the best in both its commercial and social role for the benefit of the shareholders, employees and the country.



# maklumat korporat

## corporate information

### LEMBAGA PENGARAH / BOARD OF DIRECTORS

Harun bin Taib  
(Pengerusi / Chairman)

Raja Idris Bin Raja Kamarudin  
(Pengarah Eksekutif / Executive Director)

Dato' Senara Muda  
(Dato' Mazlan @ Mohd Nanri Bin Hashim)  
Dato' Hassan @ Shugib Bin Lebai Mat  
Md. Azmi Bin Lop Yusof  
Dr. Wan Hassan Bin Wan Embong

### SETIAUSAHA-SETIAUSAHA SYARIKAT / COMPANY SECRETARIES

Ahmad Farid Bin Yahaya  
Yeap Kok Leong

### JURUAUDIT / AUDITORS

Messrs. Aljeffri & Co.  
Messrs. Azman Ahmad & Co.  
Messrs. Arthur Andersen & Co.  
Messrs. Hanafiah Raslan & Mohamad

### PEGUAM / SOLICITORS

Messrs. Iza Ng Yeoh & Kit  
Messrs. Zainal Abidin & Co.  
Messrs. Nik Hussain & Partners  
Messrs. Wan Haron Sukri & Nordin  
Messrs. Wan Marican Hamzah & Sheikh  
Messrs. Hisham Sobri & Kadir  
Messrs. Hussin Ahmad & Partners

### BANK-BANK UTAMA / PRINCIPAL BANKERS

Arab-Malaysian Merchant Bank Berhad  
Bumiputra-Commerce Bank Berhad  
Bank Islam Malaysia Berhad  
Bank Pertanian Malaysia  
Maybank Berhad  
Standard Chartered Bank Malaysia Berhad  
EON Bank Berhad

### PEJABAT BERDAFTAR / REGISTERED OFFICE

25th Floor, Menara Promet  
Jalan Sultan Ismail  
50250 Kuala Lumpur  
Tel : 03-21480811 Fax : 03-21489900

### PENDAFTAR / REGISTRAR

Tenaga Koperat Sdn. Bhd.  
20th Floor, East Wing  
Plaza Permata (formerly known as IGB Plaza)  
Jalan Kampar Off Jalan Tun Razak  
50400 Kuala Lumpur  
Tel : 03-40416522 Fax : 03-40426352

### PENYENARAIAH BURSA SAHAM / STOCK EXCHANGE LISTING

Bursa Saham Kuala Lumpur (Papan Utama)  
Kuala Lumpur Stock Exchange (Main Board)

### TEMPAT DIPERBADANKAN / PLACE OF INCORPORATION

Malaysia

### BAHAGIAN PERLADANGAN / PLANTATION DIVISION

102 & 102A, Jalan Tengku Embong Fatimah  
20200 Kuala Terengganu  
Tel : 09-6223677/6223209/6223217/6223689  
Fax : 09-6236714

### BAHAGIAN PEMAKANAN / FOOD DIVISION

25th Floor, Menara Promet  
Jalan Sultan Ismail  
50250 Kuala Lumpur  
Tel : 03-21480811 Fax : 03-21489900

### BAHAGIAN HARTANAH DAN PEMBINAAN / PROPERTY AND CONSTRUCTION DIVISION

25th Floor, Menara Promet  
Jalan Sultan Ismail  
50250 Kuala Lumpur  
Tel : 03-21480811 Fax : 03-21489900

### BAHAGIAN PENJAGAAN KESIHATAN / HEALTHCARE SERVICES DIVISION

No. 1, FAS Business Avenue  
Jalan Perbandaran SS7  
47301 Kelana Jaya, Petaling Jaya  
Selangor Darul Ehsan  
Tel : 03-7052667/03-7052111 Fax : 03-7063505

### AKTIVITI-AKTIVITI LAIN / OTHER ACTIVITIES

#### DAGANGAN KOMODITI / COMMODITIES TRADING

25th Floor, Menara Promet  
Jalan Sultan Ismail  
50250 Kuala Lumpur  
Tel : 21480811 Fax : 03-21489900

#### SEWA PAJAK / LEASING

25th Floor, Menara Promet  
Jalan Sultan Ismail  
50250 Kuala Lumpur  
Tel : 21480811 Fax : 03-21489900

#### DAGANGAN / TRADING

25th Floor, Menara Promet  
Jalan Sultan Ismail  
50250 Kuala Lumpur  
Tel : 21480811 Fax : 03-21489900

P.O. Box 10, Padang Kubu,

24007 Kemaman  
Terengganu  
Tel : 09-8676366 Fax : 09-8676944

#### PENTERNAKAN / POULTRY

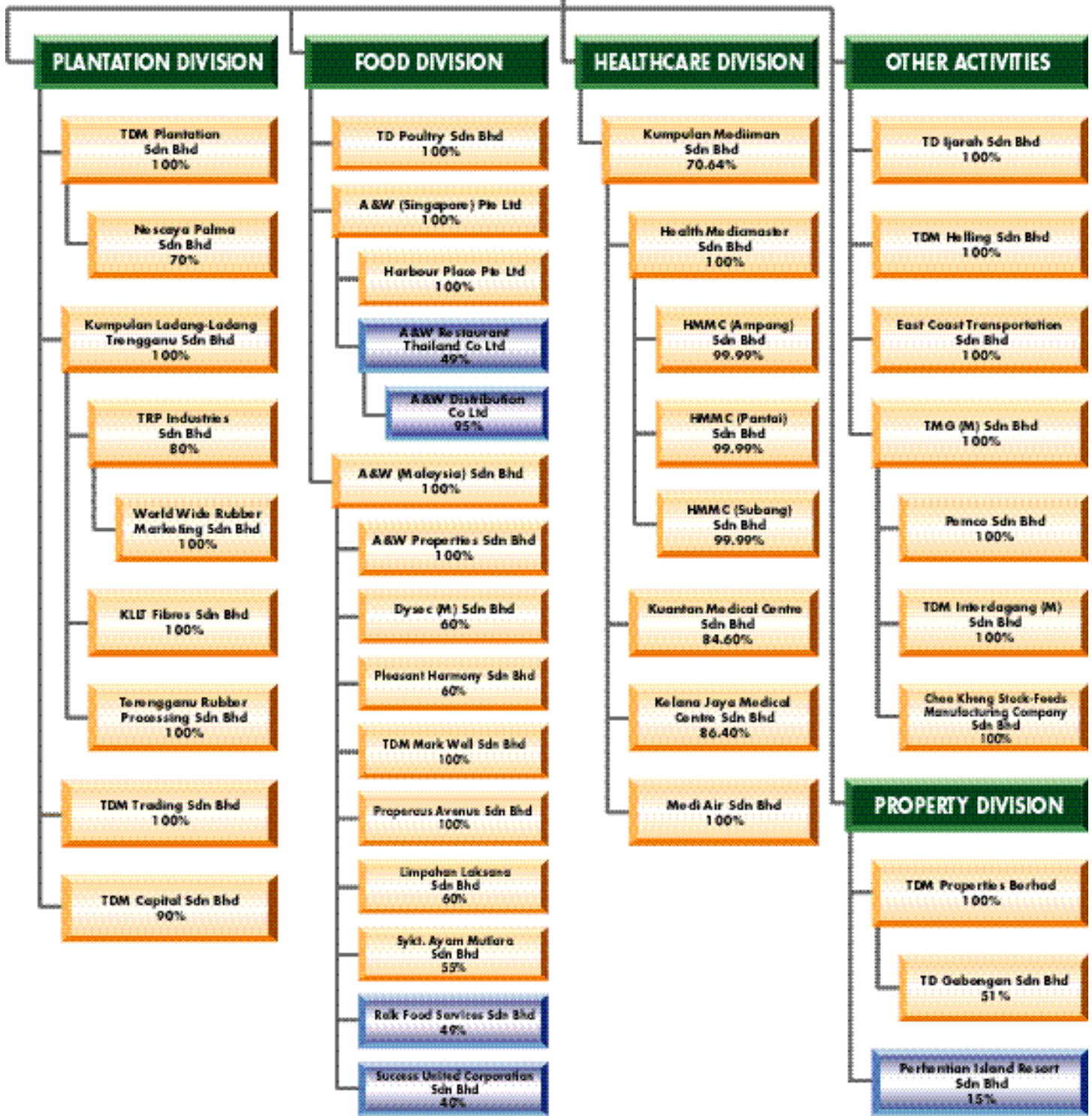
Kawasan Perindustrian Chendering  
21080 Kuala Terengganu, Terengganu  
Tel : 09-6171211/09-6171322 Fax : 09-6171246

# carta korporat corporate chart

pada 15 April 2001 / as at 15 April 2001



Company No:(6265-P)



Business Division    Subsidiary Company    Associate Company

## lembaga pengarah / board of directors

### **PENGERUSI / CHAIRMAN**

Harun Bin Taib

### **PENGARAH / DIRECTOR**

Harun Bin Taib

Raja Idris Bin Raja Kamarudin

(Pengarah Eksekutif / Executive Director)

Dato' Senara Muda

(Dato' Mazlan @ Mohd Nanri Bin Hashim)

Dato' Hassan @ Shugib Bin Lebai Mat

Md Azmi Bin Lop Yusof

Dr. Wan Hassan Bin Wan Embong

## pengurusan / management

### **PENGARAH EKSEKUTIF /**

### **EXECUTIVE DIRECTOR**

Raja Idris bin Raja Kamarudin

### **KETUA PEGAWAI KEWANGAN /**

### **CHIEF FINANCIAL OFFICER**

Mohd Hassan bin Salleh

### **PENGURUS PERUNDANGAN DAN KESETIAUSAHAAN /**

### **MANAGER LEGAL AND SECRETARIAL**

Ahmad Farid bin Yahaya

### **PENGURUS PENTADBIRAN KUMPULAN /**

### **GROUP ADMINISTRATION MANAGER**

Mohamad Jiwa bin Sapuan

### **PENGURUS SUMBER MANUSIA KUMPULAN /**

### **GROUP HUMAN RESOURCE MANAGER**

Tengku Idris bin Tengku Abdullah



## penyata pengerusi

Para Pemegang Saham,  
Assalamualaikum warahmatullahi wabarakatuh dan salam sejahtera.

Saya, bagi pihak Lembaga Pengarah, dengan sukacitanya membentangkan Laporan Tahunan dan Laporan Kewangan untuk Syarikat bagi tempoh berakhir 31 Disember 2000.

Tahun 2000 merupakan suatu tahun untuk merasionalisasikan aktiviti perniagaan Kumpulan. Aktiviti perniagaan Kumpulan diulas berasaskan objektif dengan penumpuan kepada kekuatan Kumpulan dan juga untuk meningkatkan keuntungan para pemegang saham.

Bahagian Perladangan mencatatkan kerugian berbanding tahun 1999. Bahagian Pemakanan mengalami kerugian dalam tahun 2000 dan tindakan sedang diambil untuk menstruktur semula ataupun melupuskan pegangan di dalam bahagian ini.

Kumpulan mencatat kerugian sebanyak RM 54.6 juta berbanding kerugian RM 20.8 juta dalam tahun 1999. Langkah-langkah yang sewajarnya telah diambil bagi menumpukan sekaligus mengembalikan keuntungan Kumpulan di dalam tahun 2001.

### TINJAUAN OPERASI

#### Bahagian Perladangan

Bahagian Perladangan mencatatkan kerugian sebanyak RM23.2 juta dalam tahun 2000, berbanding dengan keuntungan sebanyak RM12.6 juta dalam tahun 1999.

Kerugian tahun 2000 berpunca dari beberapa faktor. Harga Minyak Sawit Mentah (MSM) dan Isirong telah turun menjunam dalam tahun 2000. Harga MSM telah menurun kepada purata RM1,015/tan metrik dalam tahun 2000 berbanding purata RM1,376/tan metrik dalam tahun 1999. Selain dari penurunan harga MSM, Syarikat juga telah membelanjakan sebanyak RM11.1 juta untuk program tanaman semula yang dicajkan ke Akaun Untung Rugi.

Tahun 2001 akan menyaksikan lebih banyak kawasan tanaman dan kawasan penanaman semula mencapai kematangan dan meningkatkan hasil Buah Tandan Segar (BTS). Perolehan dari Bahagian Perladangan akan meningkat dengan pertumbuhan berterusan di kawasan matang dalam 2-3 tahun yang akan datang. Syarikat juga telah memperbaiki mutu pengeluaran di kedua-dua kilang pemprosesan kelapa sawit. Peratusan Asid Bebas Lemak (ABL) telah dikurangkan ke satu tahap di mana MSM yang dihasilkan oleh kilang-kilang Syarikat adalah samada berkualiti tinggi atau bergred premium.

## chairman's statement

Dear Shareholders,  
Assalamualaikum warahmatullahi wabarakatuh and greetings.

It is with great pleasure that I present to you, on behalf of the Board of Directors, the Annual Report and Financial Statements of the Company for year ended 31st December 2000.

Year 2000 was a time for rationalisation of the Group's business activities. The Group's business activities were reviewed with the objective of getting focussed on the Group's strength and to enhance shareholders wealth.

The Plantation Division recorded a loss compared to year 1999. The Food Division incurred losses in 2000 and measures are initiated to restructure or divest the business operation of this division.

The Group recorded losses of RM 54.6 million compared to a loss of RM20.8 million in 1999. All measures are being initiated to place the Group back to profitability with better focus in the year 2001.

### REVIEW OF OPERATIONS

#### Plantation Division

The Plantation Division recorded a loss of RM23.2 million in year 2000 as compared to a profit of RM12.6 million in year 1999.

The loss in 2000 are due to several factors. There was a sharp decline in Crude Palm Oil (CPO) and Palm Kernel (PK) price in the year 2000. The CPO price had declined to an average of RM1,015/metric tonne in the year 2000 from an average of RM1376/metric tonne in the year 1999. Apart from the decline in the CPO price, the Company also incurred about RM11.1 million in its replanting programme, which was charged off to Profit and Loss Account.

Year 2001 will see more planted and replanted areas coming into maturity resulting in an increase in Fresh Fruit Bunches (FFB) yields. With the continued growth in the mature area in the next 2-3 years, the Plantation Division earnings should improve. The Company has also improved its production in its 2 palm oil mills. The percentage of Free Fatty Acid (FFA) has been reduced to a level where the CPO produced by our mills are of higher grade or even premium grade CPO.



## penyata pengerusi ...samb.

Syarikat telah mengorak langkah untuk meneroka ke kawasan perladangan yang lain di Terengganu dan juga Kelantan. Dengan pembukaan kawasan-kawasan baru ini, pengeluaran akan bertambah dan seterusnya meningkatkan perolehan di masa hadapan.

### **Bahagian Pemakanan**

Bahagian Pemakanan terus mencatatkan kerugian pada tahun 2000. Jika dibandingkan dengan kerugian sebanyak RM 26.4 juta yang dialami pada tahun 1999, Bahagian Pemakanan mengalami kerugian sebanyak RM 19.4 juta pada tahun 2000.

Berdasarkan keadaan ini dan keperluan untuk meningkatkan penumpuan Kumpulan terhadap Bahagian Perladangan akibat kejatuhan harga MSM yang mencapai harga terendah ke tahap RM 670/tan metrik, Lembaga Pengarah telah membuat keputusan untuk melupuskan semua pegangan dan pembabitan Kumpulan dalam Bahagian Pemakanan.

Hasil dari keputusan itu, satu MoA telah ditandatangani dengan Semantan Capital Sdn Bhd pada 26 Januari 2001.

### **Bahagian Penjagaan Kesihatan**

Bahagian Penjagaan Kesihatan turut menunjukkan kerugian sebanyak RM 6.9 juta dalam tahun 2000 berbanding kerugian sebanyak RM 5.1 juta dalam tahun 1999.

Penekanan yang lebih, perlu diberikan kepada Bahagian Penjagaan Kesihatan, lebih-lebih lagi Pusat Perubatan Kelana Jaya (KJMC) yang menunjukkan pertambahan bilangan pesakit luar dan pesakit dalam dengan pembukaan klinik-klinik pakar seperti Kardiologi, Gastroenterologi, Perubatan Am, Neonatologi, Pediatrik, Respiratori, Rheumatologi, Anestesiologi, Colorectal, Obstetrik & Gynaekologi dan Otorhinolaryngology (ENT). Pusat Perubatan Kuantan (KMC) juga menunjukkan tanda-tanda positif dan berkemampuan untuk menyumbang kepada keuntungan Kumpulan.

Bahagian Penjagaan Kesihatan juga berada di fasa terakhir dalam mengembangkan aktivitinya melalui cadangan pembinaan Pusat Perubatan Darul Iman (DIMC) di Terengganu. Proses rasionalisasi yang diambil oleh Bahagian Penjagaan Kesihatan dengan pelupusan Halagel dan Medi Air di jangka akan menunjukkan kesan positif pada tahun 2001.

## chairman's statement ...cont'd

The Company has initiated measures to venture into other plantation areas in Terengganu and in Kelantan as well. With the opening up of new areas, production will be increased and this will also result in an increase in revenue in the future.

### **Food Division**

The Food Division has continued to show losses in year 2000. As compared to the losses incurred in year 1999 of RM26.4 million, the Food Division incurred a loss of RM19.4 million for the year 2000.

With this backdrop and the need to further focus and concentrate on the Group's Plantation Division, which has been badly effected with the low CPO price which reached the low of RM670/metric tonne, the Board of Director had taken the decision to divest our entire holdings and involvement in the Food Division.

This has resulted with an MoA signed with Semantan Capital Sdn. Bhd. on 26th January 2001.

### **Health Care Division**

The Health Care Division continued to show losses of RM6.9 million in year 2000 as compared to a loss of RM5.1 million in year 1999.

Extra emphasis will be given to the Health Care Division in particular the medical centre in Kelana Jaya Medical Centre (KJMC) which is seeing increased outpatient and inpatient activities with the opening of specialists clinics such as Cardiology, Gastroenterology, General Medicine, Neonatology, Pediatric, Respiratory, Rheumatology, Anaesthesiology, Colorectal, Obstetrics & Gynaecology and Otorhinolaryngology (ENT). Kuantan Medical Centre (KMC) is already showing positive signs that it can soon be a contributor to the Group's profit.

The Health Care Division is also in the final stages of expanding its activities with the setting of the proposed Darul Iman Medical Centre (DIMC) in Terengganu. The rationalisation exercise that was carried out in the Health Care Division with the divestment of Halagel and Medi Air would have a positive impact on the results of the Health Care Division in the year 2001.



# penyata pengerusi ...samb.

# chairman's statement ...cont'd

## TINJAUAN TERHADAP TAHUN 2001

Bahagian Perladangan akan terus menjadi teras utama perniagaan TDM Berhad.

Bahagian Perladangan akan terus memperlihatkan pencapaian kemajuan dalam pengeluaran dan keberkesanan kos dengan jangkaan kenaikan harga MSM dalam tahun 2001 akan menyebabkan kedua-dua aliran tunai dan juga keuntungan Bahagian Perladangan meningkat.

Untuk mengukuhkan kekuatan infrastruktur Kumpulan, Syarikat telah menubuhkan Jabatan Perundangan dan Kesetiausahaan dengan empat tenaga kerja untuk mengawasi hal-hal perundangan dan urusan kesetiausahaan Kumpulan. Syarikat juga telah melantik Ketua Pegawai Kewangan setiap satu di TDM Berhad, TDM Plantation dan Kumpulan Mediiman untuk menangani isu-isu kewangan di dalam Kumpulan.

Jawatan Ketua Pegawai Operasi telah diwujudkan di TDM Plantation dan Kumpulan Mediiman untuk mengawasi keseluruhan operasi syarikat di dalam Bahagian Perladangan dan Penjagaan Kesihatan.

Bahagian lain yang perlu diperkuatkan adalah Jabatan Audit Dalaman, pembentukan Jabatan MIS serta Jabatan Penggabungan dan Pematuhan.

Secara keseluruhannya, tahun 2001 dijangka mencatat kemajuan berbanding tahun 2000.

**Harun Bin Taib**  
Pengerusi

## OUTLOOK FOR YEAR 2001

The Plantation Division will continue to be the core business of TDM Berhad.

The Plantation Division will see continued improvement in the production and cost efficiency and with the expected rise in the CPO prices in 2001 both the cashflow as well as profitability of the Plantation Division should improve.

In further strengthening the support infrastructure to the Group, the company has set up a Legal and Secretarial Department with four staff member to look into the legal and company secretarial matters for the Group. The Company has also appointed a Chief Financial Officer each at TDM Berhad, TDM Plantation and Kumpulan Mediiman to address all financial issues of the Group.

TDM Plantation and Kumpulan Mediiman each have also been assigned a Chief Operating Officer to oversee the overall operations of the companies within the Plantation and Healthcare Divisions.

The next areas that will be further strengthened are the Internal Audit Department and the setting up of an MIS Department and also a Compliance and Consolidation Department.

Overall, the year 2001 is expected to show improvements to that of year 2000.

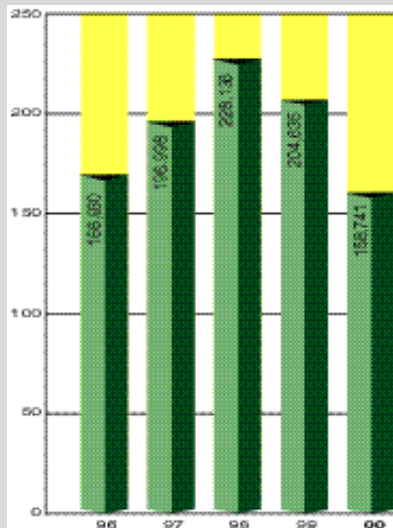
**Harun Bin Taib**  
Chairman

# maklumat kewangan lima tahun

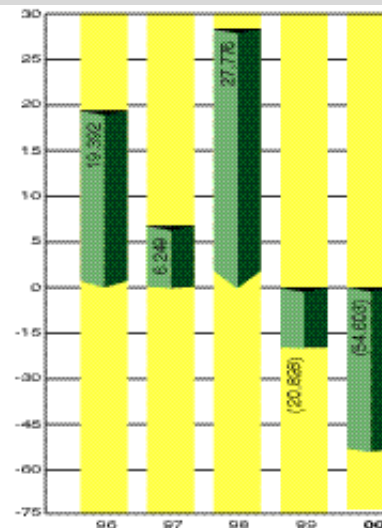
## five-year financial highlights

Tahun / Year	1996	1997	1998	1999	2000
Hasil Operasi / Operating Revenue	166,930	196,998	228,136	204,635	158,741
Keuntungan Sebelum Cukai / Profit/(Loss) Before Tax	19,392	6,249	27,776	(20,828)	(54,603)
Jumlah Aset / Total Asset	397,586	509,590	571,537	546,728	564,407
Pendapatan Sesaham (sen) / Earnings/(Loss) Per Share (sen)	20.0	5.0	25.0	(29.0)	(66.0)

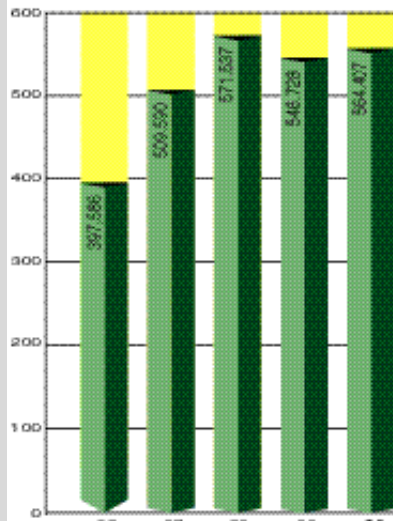
**Hasil Operasi**  
**Operating Revenue**  
**1996 - 2000**



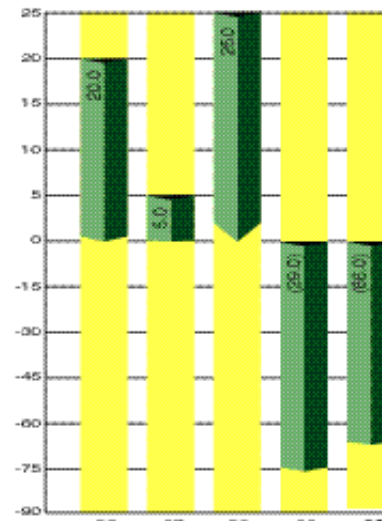
**Keuntungan/(Kerugian)**  
**Sebelum Cukai**  
**Profit/(Loss) Before Tax**  
**1996 - 2000**



**Jumlah Aset**  
**Total Asset**  
**1996 - 2000**



**Pendapatan/(Kerugian)**  
**Sesaham (sen)**  
**Earnings/(Loss) Per Share (sen)**  
**1996 - 2000**





## AHLI-AHLI JAWATANKUASA AUDIT

1. Dr. Wan Hassan bin Wan Embong  
**(Pengerusi, Pengarah Bebas Bukan Eksekutif)**
2. Raja Idris bin Raja Kamarudin  
**(Pengarah Eksekutif)**
3. Dato' Hassan @ Shugib bin Lebai Mat  
**(Pengarah Bebas Bukan Eksekutif)**
4. Ahmad Farid bin Yahaya  
Yeap Kok Leong  
**(Setiausaha-Setiausaha)**

## BIDANG TUGAS

### Perlembagaan

Ahli Jawatankuasa Audit telah dibentuk oleh Lembaga Pengarah TDM Berhad selaras dengan resolusinya pada 29 Disember 1994.

### Keahlian

Jawatankuasa Audit mestilah dilantik oleh Lembaga Pengarah yang dipilih dari kalangan para pengarah yang terdiri daripada sekurang-kurangnya 3 orang ahli yang majoritinya mestilah tidak terdiri daripada:

- (a) Pengarah Eksekutif Syarikat atau perbadanan yang berkaitan;
- (b) Isteri atau suami, ibu bapa, adik beradik lelaki, adik beradik perempuan, anak lelaki atau anak angkat lelaki atau anak perempuan atau anak angkat perempuan kepada Pengarah Eksekutif atau perbadanan yang berkaitan; atau
- (c) Sesiapa yang mempunyai pertalian pada pendapat Lembaga Pengarah yang mungkin campurtangan dengan penggunaan pengendalian bebas dalam menjalankan fungsi sebagai Jawatankuasa Audit.

Pengerusi kepada ahli jawatankuasa mestilah dilantik oleh Lembaga Pengarah. Jika seorang ahli daripada jawatankuasa audit meletak jawatan, meninggal dunia atau dengan sebab yang lain berhenti dari menjadi ahli yang mana akibat daripadanya jumlah ahli kurang daripada 3, para Lembaga Pengarah akan dalam jangkamasa 3 bulan daripada kejadian tersebut, melantik beberapa orang ahli baru yang mana diperlukan bagi menjadikan jumlah minima 3 orang ahli.

### Kehadiran Mesyuarat

Korum mestilah terdiri daripada dua orang ahli, salah seorang mesti menjadi Pengerusi Jawatankuasa Audit. Sekurang-kurangnya setahun sekali Jawatankuasa Audit mesti berjumpa dengan Juruaudit Luar tanpa dihadiri oleh ahli Lembaga Eksekutif, Juruaudit Luar berhak hadir pada mana-mana mesyuarat Jawatankuasa Audit.

Setiausaha Syarikat akan menjadi setiausaha kepada Jawatankuasa Audit. Minit-minit mesyuarat hendaklah dicatatkan ke dalam buku yang disediakan.

### Kekerapan Mesyuarat

Mesyuarat hendaklah diadakan tidak kurang dari 2 kali setahun. Juruaudit Luar boleh meminta mesyuarat diadakan jika mereka memikirkan mesyuarat perlu diadakan di atas sebab-sebab tertentu. Pengerusi Jawatankuasa Audit pasti memanggil mesyuarat Ahli Jawatankuasa bagi menimbangkan sebarang perkara yang pada pendapat Juruaudit Luar perlu di kemukakan kepada Pengarah atau Pemegang Saham.



# jawatankuasa audit ...samb.

## Kuasa

Jawatankuasa Audit diberi kuasa oleh Lembaga Pengarah untuk menyiasat sebarang kegiatan yang merangkumi asas-asas rujukannya. Ia diberi kuasa untuk mendapatkan sebarang maklumat yang diperlukan dari sebarang kakitangan dan semua kakitangan yang diarahkan untuk memberi kerjasama terhadap sebarang permintaan oleh Jawatankuasa Audit.

Jawatankuasa Audit diberi kuasa oleh Lembaga Pengarah untuk mendapatkan khidmat perundingan luar atau nasihat profesional bebas lain dan membenarkan kehadiran pihak luar yang memiliki pengalaman dan kepakaran dalam perkara yang berkaitan sekiranya difikirkan perlu.

## TUGAS-TUGAS DAN FUNGSI-FUNGSI

### Bidang tugas Jawatankuasa ini adalah:

- a) Untuk menimbangkan perlantikan Juruaudit Luar; yuran audit dan sebarang pertanyaan terhadap perletakan jawatan dan pemecatan jawatan.
- b) Untuk berbincang dengan Juruaudit Luar sebelum memulakan jenis dan audit dan memastikan keselarasan sekiranya terdapat lebih daripada sebuah firma audit yang terlibat.
- c) Untuk meneliti dengan Pengurusan dan Juruaudit Luar penyata kewangan setengah tahunan sebelum menyerahkan kepada Lembaga Pengarah, terutamanya terhadap perkara-perkara berikut:
  - sebarang perubahan di dalam dasar-dasar amalan dan perakaunan
  - bidang-bidang yang memerlukan pertimbangan yang wajar
  - perubahan penting hasil dari audit
  - menuruti piawai-piawai perakaunan
  - menuruti kehendak Bursa Saham dan perundangan
- d) Untuk menguruskan laporan semasa dari pihak Pengurusan, Juruaudit Luar dan Juruaudit Dalam akan menilai kesan di atas pertukaran penting yang berulang kali; dan perkembangan perakaunan atau laporan yang dicadangkan oleh badan-badan perakaunan atau badan-badan lain; atau sebarang perkara penting yang mempunyai hubungan dalam kajian tahunan.
- e) Untuk membincangkan masalah dan cadangan yang timbul dari audit sementara dan akhir; dan sebarang perkara yang mana perlu dibincangkan (tanpa hadir pihak Pengurusan di mana perlu).
- f) Untuk mengkaji program audit dalaman menimbangkan keputusan hasil siasatan penting audit dalaman dan tindakan pengurusan dan memastikan penyelarasan di antara Juruaudit Dalam dan Luar.
- g) Untuk sentiasa mengkaji keberkesanan sistem kawalan dalaman dan pertimbangan Juruaudit Luar dan/atau Juruaudit Dalam ke atas sistem yang dinyatakan dan khususnya mengkaji surat pengurusan Juruaudit-Juruaudit Luar serta tindakbalas daripada pihak Pengurusan.
- h) Untuk mengkaji laporan-laporan audit.
- i) Untuk mengarah dan bila mana sesuai menyelia sebarang projek-projek khas atau penyiasatan apabila difikirkan perlu.
- j) Untuk menimbangkan hal-hal berkenaan, sebagaimana yang dimaklumkan.

### Prosedur Laporan

Setiasaha akan mengedarkan minit mesyuarat Jawatankuasa Audit kepada semua ahli Lembaga Pengarah.



## MEMBERS OF THE AUDIT COMMITTEE

1. Dr. Wan Hassan bin Wan Embong  
**(Independent Non-Executive Chairman)**
2. Raja Idris bin Raja Kamarudin  
**(Executive Director)**
3. Dato' Hassan @ Shugib bin Lebai Mat  
**(Independent Non-Executive Director)**
4. Ahmad Farid bin Yahaya  
Yeap Kok Leong  
**(Secretaries)**

## TERMS OF REFERENCE

### Constitution

The Audit Committee was created by the Board of TDM Berhad pursuant to its resolution on 29 December 1994.

### Membership

The Audit Committee shall be appointed by the Board among their number and shall consist of not less than 3 members of whom a majority shall not be:

- (a) Executive Directors of the Company or any related corporation;
- (b) a spouse, parent, brother, sister, son or adopted son or daughter or adopted daughter of an Executive Director of the Company or of any related corporation; or
- (c) any person having a relationship which in the opinion of the Board of Directors, would interfere with the exercise of independent judgement in carrying out the function of an audit committee.

The Chairman of the Committee shall be appointed by the Board.

If a member of the Audit Committee resigns, dies or for any other reason ceases to be a member with the result that the number of members is reduced below 3, the Board of Directors shall, within 3 months of that event appoint such number of new members as may be required to make up the minimum number of 3 members;

### Attendance at meeting

A quorum shall be two members, one of whom shall be the Chairman of the Audit Committee. At least once a year the Audit Committee shall meet with the External Auditors without any Executive Board member present. The External Auditor has the right to appear and be heard at any meeting of the Audit Committee.

The Company Secretary shall be the secretary of the Audit Committee. Minutes of the meetings shall be duly entered in the books provided therefor.

### Frequency of meetings

Meetings shall be held not less than two times a year. The External Auditors may request a meeting if they consider that one is necessary in particular, the Chairman of the Audit Committee shall convene a meeting of the Committee to consider any matters the External Auditor believes should be brought to the attention of the Directors or Shareholders.

# audit committee ...cont'd

## Authority

The Audit Committee is authorised by the Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the Audit Committee.

The Audit Committee is authorised by the Board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

## DUTIES AND FUNCTIONS

The duties of the Audit Committee shall be:

- (a) to consider the appointment of the External Auditor, the audit fee, and any questions of resignation or dismissal.
- (b) to discuss with the External Auditor before the audit commences the nature and scope of the audit, and ensure coordination where more than one audit firm is involved.
- (c) to review with the Management and the External Auditor the half-year and annual financial statements before their submission to the Board, focusing particularly on:
  - any changes in accounting policies and practices
  - major judgemental areas.
  - Significant adjustments resulting from the audit.
  - Compliance with accounting standards.
  - Compliance with stock exchange and legal requirements.
- (d) to arrange for periodic reports from Management, the External Auditors, and the Internal Auditors to assess the impact of significant regulatory change; and accounting or reporting developments proposed by accounting and other bodies, or any significant matters that may have a bearing on the annual examination;
- (e) to discuss problems and reservations arising from the interim and final audits, and any matters the Auditor may wish to discuss (in the absence of Management where necessary).
- (f) to review the internal audit programme, consider the major findings of internal audits and management's response, and ensure co-ordination between the Internal and External Auditors.
- (g) to keep under review the effectiveness of internal control systems, and the Internal and/or External Auditors' evaluation of the said systems and in particular review the External Auditor's Management letter and management's response.
- (h) to review audit reports.
- (i) to direct and where appropriate supervise any special projects or investigations considered necessary.
- (j) to consider other topics, as defined.

## Reporting Procedures

The Secretary shall circulate the minutes of meetings of the Audit Committee to all members of the Board.

# **PENYATA KEWANGAN 2000**

# laporan para pengarah

bagi tahun berakhir 31 Disember 2000

Para pengarah dengan sukacitanya mengemukakan laporan mereka dan penyata kewangan Kumpulan dan Syarikat yang telah diaudit bagi tahun kewangan berakhir 31 Disember 2000.

## AKTIVITI UTAMA

Aktiviti utama Syarikat adalah pegangan pelaburan dan menyediakan perkhidmatan pengurusan kepada syarikat-syarikat subsidiari. Aktiviti utama syarikat-syarikat subsidiari adalah sepertimana dinyatakan dalam Nota 5 kepada penyata kewangan.

Tiada perubahan ketara dalam aktiviti-aktiviti syarikat dan subsidiari sepanjang tahun kecuali Kumpulan telah memberhentikan penyediaan pembangunan sistem komputer, akibat pelupusan TD Technologies Sdn Bhd, sebuah syarikat subsidiari.

## KEPUTUSAN OPERASI

Keputusan operasi Kumpulan dan Syarikat bagi tahun kewangan ini adalah seperti berikut:

	<b>Kumpulan RM'000</b>	<b>Syarikat RM'000</b>
Kerugian bagi tahun selepas cukai	(53,939)	(1,008)
Kepentingan minoriti	1,047	-
	(52,892)	(1,008)
Keuntungan/(kerugian) terkumpul pada awal tahun:		
Jumlah yang dinyatakan pada tahun sebelum	7,492	(2,615)
Pelarasan tahun terdahulu	(705)	-
	6,787	(2,615)
Kerugian terkumpul pada akhir tahun	(46,105)	(3,623)

## DIVIDEN

Tiada dividen dibayar, diisytiharkan atau dicadangkan sejak akhir tahun kewangan Syarikat sebelum ini.

## RIZAB DAN PERUNTUKAN

Tiada pemindahan penting kepada atau daripada rizab atau peruntukan sepanjang tahun kewangan kecuali seperti yang dinyatakan di dalam penyata kewangan.

## TERBITAN SAHAM

Sepanjang tahun kewangan ini, modal saham biasa Syarikat yang diterbitkan dan berbayar telah ditambah dari RM80,614,088 ke RM80,682,088 melalui penerbitan 68,000 saham biasa bernilai RM1 setiap satu, pada harga terbitan dengan bayaran tunai bernilai RM1.47 di bawah Skim Opsyen Saham Pekerja. Saham-saham baru biasa yang diterbitkan bertaraf 'pari passu' dengan saham-saham biasa Syarikat yang sedia ada.

# laporan para pengarah ...samb.

bagi tahun berakhir 31 Disember 2000

## SKIM OPSYEN SAHAM PEKERJA

Skim Opsyen Saham Pekerja oleh Syarikat ("Skim") telah mendapat kelulusan daripada pemegang-pemegang saham dalam satu Mesyuarat Agung Luarbiasa yang diadakan pada 24 Jun 1999.

Berkenaan Skim tersebut, opsyen saham yang ditawarkan dan dilaksanakan sepanjang tahun kewangan dan baki opsyen yang belum dijelaskan pada 31 Disember 2000 adalah seperti berikut:

<b>Dilaksana pada</b>	<b>Harga Langganan Sesaham</b>	<b>Baki pada 1.1.2000</b>	<b>Dilaksanakan</b>	<b>Saham Yang Belum Diterbitkan pada 31.12.2000</b>
9 December 1999	RM1.47	5,201,000	68,000	5,133,000

Ciri-ciri utama Skim tersebut:

- Mereka yang layak adalah pekerja Syarikat yang telah disahkan dalam jawatan mereka serta telah berkhidmat dengan Kumpulan sekurang-kurangnya satu tahun pada atau seurus sebelum Tarikh Penawaran. Bagi pekerja yang berkhidmat secara kontrak, tempoh kontrak mereka mestilah sekurang-kurangnya tiga tahun. Bagi pekerja yang bukan warganegara Malaysia, mereka akan hanya dipertimbangkan sama ada layak atau tidak sekiranya mereka telah berkhidmat dalam mana-mana syarikat dalam Kumpulan secara penuh masa.
- Opsyen ini adalah hak penerima opsyen untuk memilih dan tidak boleh dipindahmilik.
- Bilangan saham maksima yang ditawarkan di bawah Skim ini tidak boleh melebihi agregat 10% daripada saham yang diterbitkan dan berbayar Syarikat pada bila-bila masa pelaksanaan Skim tersebut yang berkuatkuasa bagi tempoh 5 tahun, iaitu dari 9 Disember 1999, tarikh yang diluluskan oleh Suruhanjaya Sekuriti.
- Harga yang dilanggan adalah ditentukan oleh harga tutup pasaran bagi saham biasa Syarikat pada hari pasaran sebelum Tarikh Tawaran, min purata sebutharga saham biasa Syarikat seperti yang ditunjukkan dalam Senarai Rasmi Harian yang dikeluarkan oleh Bursa Saham Kuala Lumpur selama 5 hari pasaran sebelum Tarikh Tawaran, ataupun nilai kesetaraan (par value) saham biasa Syarikat, yang mana lebih tinggi.
- Opsyen yang ditawarkan boleh dilaksanakan pada bila-bila masa dalam jangkamasa 5 tahun dari tarikh tawaran opsyen tersebut atau jangkamasa yang lebih singkat seperti yang dinyatakan dalam tawaran, setelah memberi notis secara bertulis kepada Syarikat.

Opsyen ini tidak memberi hak kepada sesiapa untuk menyertai saham yang diterbitkan oleh syarikat lain.

## MAKLUMAT BERKANUN MENGENAI PENYATA KEWANGAN

Sebelum penyata pendapatan dan lembaran imbangan Kumpulan dan Syarikat disediakan, para pengarah telah mengambil langkah sewajarnya bagi:

- menentukan tindakan wajar telah diambil berkenaan penghapusan hutang lapuk dan juga peruntukan untuk hutang ragu, dan mereka telah berpuas hati bahawa semua hutang lapuk telah dihapuskan dan peruntukan yang secukupnya telah dibuat bagi hutang ragu; dan
- memastikan sebarang aset semasa, selain dari hutang, yang tidak berkemungkinan akan terlaksana nilainya dalam urusan perniagaan biasa seperti yang dinyatakan dalam rekod akaun Kumpulan dan Syarikat telahpun diturunkan nilai kepada jumlah yang dijangkakan dapat direalisasi.

# laporan para pengarah ...samb.

bagi tahun berakhir 31 Disember 2000

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang sebarang keadaan:

- (a) yang mungkin akan menyebabkan jumlah hutang lapuk dihapuskan atau jumlah peruntukan bagi hutang ragu dalam penyata kewangan Kumpulan dan Syarikat mencukupi dengan perbezaan yang ketara.
- (b) yang mungkin boleh menyebabkan nilai ke atas aset semasa di dalam penyata kewangan Kumpulan dan Syarikat mengelirukan; atau
- (c) yang telah timbul dan menyebabkan cara penilaian yang sedia ada bagi aset-aset atau liabiliti-liabiliti Kumpulan dan Syarikat mengelirukan atau tidak sesuai.

Tiada liabiliti luarjangka atau liabiliti lain telah dikuatkuasakan atau berkemungkinan akan dikuatkuasakan dalam tempoh dua belas bulan selepas berakhirnya tahun kewangan ini, pada pendapat para pengarah, akan atau mungkin menjejaskan keupayaan Syarikat dan Kumpulan untuk memenuhi tanggungjawab tersebut apabila tiba masanya kelak.

Pada tarikh laporan ini, tidak wujud:

- (a) sebarang caj ke atas aset Kumpulan atau Syarikat yang timbul sejak akhir tahun kewangan ini yang menjamin liabiliti mana-mana pihak lain; atau
- (b) sebarang liabiliti luarjangka Kumpulan atau Syarikat yang timbul sejak akhir tahun kewangan ini.

Pada tarikh laporan ini, para pengarah tidak mengetahui tentang adanya sebarang keadaan yang tidak diambilkira di dalam laporan ini atau penyata kewangan yang akan menyebabkan mana-mana jumlah yang dinyatakan dalam akaun mengelirukan.

Pada pendapat para pengarah:

- (a) keputusan operasi Kumpulan dan Syarikat bagi tahun kewangan ini adalah tidak dipengaruhi secara ketara oleh sebarang perkara, urusanniaga atau kejadian utama dan luarbiasa selain daripada yang dinyatakan dalam Nota 35 dan Nota 40 kepada penyata kewangan; dan
- (b) kecuali seperti dinyatakan dalam Nota 41 kepada penyata kewangan, tidak berlaku di antara akhir tahun kewangan dan tarikh laporan ini sebarang perkara, urusanniaga atau kejadian utama dan luarbiasa yang mungkin mempengaruhi secara berkesan keputusan operasi Kumpulan atau Syarikat bagi tahun kewangan laporan ini dibuat.

## PARA PENGARAH

Para Pengarah yang berkhidmat sejak tarikh laporan yang lalu adalah seperti berikut:

Harun Bin Taib

Dato' Senara Muda (Dato' Mazlan @ Mohd Nanri Bin Hashim)

Raja Idris Bin Raja Kamarudin

Md. Azmi Bin Lop Yusof

Dato' Hassan @ Shugib Bin Lebai Mat

Dr. Wan Hassan Bin Wan Embong

(Dilantik pada 11.8.2000)

A. Zamani Bin Mohammad

(Meletakkan jawatan pada 11.1.2001)

Dato' Zaki @ Mohd Zaki Bin Yusof

(Meletakkan jawatan pada 2.7.2000)

Menurut Artikel 113 Tataurusan Syarikat, Dr. Wan Hassan Bin Wan Embong yang dilantik pada tahun tersebut, bersara pada Mesyuarat Agung Tahunan yang akan datang, dan, kerana layak, menawarkan diri untuk dilantik semula.

Menurut Artikel 110 Tataurusan Syarikat, Md. Azmi Bin Lop Yusof dan Dato' Senara Muda (Dato' Mazlan @ Mohd Nanri Bin Hashim) bersara secara bergilir pada Mesyuarat Agung Tahunan yang akan datang dan, kerana layak, mereka menawarkan diri untuk dilantik semula.

# laporan para pengarah ...samb.

bagi tahun berakhir 31 Disember 2000

## KEPENTINGAN PARA PENGARAH

Menurut Daftar Pegangan Saham Pengarah, tiada sebarang Pengarah yang memegang jawatan pada akhir tahun mempunyai sebarang kepentingan di dalam saham Syarikat atau syarikat-syarikat yang berkaitan, kecuali yang dinyatakan di bawah:

	Bilangan saham biasa bernilai RM1 setiap satu dalam Syarikat			
	Baki pada 1.1.2000	Belian	Jualan	Baki pada 31.12.2000
<b>Pemilikan saham atas nama pengarah:</b>				
Raja Idris Bin Raja Kamarudin	-	202,000	-	202,000

## MANFAAT PARA PENGARAH

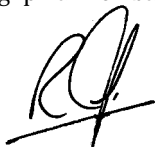
Sejak akhir tahun kewangan yang lepas, tiada pengarah Syarikat telah menerima atau berhak menerima sebarang manfaat (selain dari yuran dan ganjaran lain dinyatakan dalam penyata kewangan) disebabkan kontrak yang dibuat oleh Syarikat atau perbadanan berkaitan dengan Pengarah atau dengan firma di mana beliau adalah seorang ahli, atau dengan syarikat di dalam mana Pengarah berkenaan mempunyai kepentingan kewangan yang utama.

Tiada sepanjang tempoh atau pada akhir tahun kewangan, Syarikat atau mana-mana syarikat subsidiarinya menjadi pihak kepada sebarang urusan yang matlamatnya ialah untuk membolehkan para Pengarah memperoleh manfaat melalui pengambilalihan saham atau debentur Syarikat atau sebarang badan korporat lain.

## JURUAUDIT

Juruaudit, Aljeffri & Co. telah menyatakan kesediaan mereka untuk meneruskan perkhidmatan.

Bagi pihak Lembaga Pengarah,



**RAJA IDRIS BIN RAJA KAMARUDIN**  
Pengarah Eksekutif



**DR. WAN HASSAN BIN WAN EMBONG**  
Pengarah

Kuala Lumpur  
Tarikh: 30 April 2001



# penyata para pengarah

Kami, **RAJA IDRIS BIN RAJA KAMARUDIN** dan **DR. WAN HASSAN BIN WAN EMBONG**, dua orang daripada para Pengarah **TDM BERHAD**, dengan ini menyatakan bahawa pada pendapat para Pengarah, penyata kewangan yang dibentangkan di muka surat 26 hingga 62 telah disediakan supaya memberi gambaran yang benar dan saksama mengenai kedudukan urusan Syarikat dan Kumpulan pada 31 Disember 2000 dan juga keputusan Syarikat dan Kumpulan dan aliran tunai Kumpulan bagi tahun kewangan berakhir pada tarikh tersebut menurut piawaian-piawaian perakaunan yang diluluskan di Malaysia dan mematuhi Akta Syarikat, 1965.

Bagi Pihak Lembaga Pengarah,



**RAJA IDRIS BIN RAJA KAMARUDIN**  
Pengarah Eksekutif



**DR. WAN HASSAN BIN WAN EMBONG**  
Pengarah

Kuala Lumpur,

Tarikh: 30 April 2001

## akuan berkanun

Saya, **HAJI MOHD HASSAN BIN SALLEH**, pegawai utama bertanggungjawab atas pengurusan kewangan **TDM BERHAD**, dengan sesungguhnya dan sebenarnya mengaku bahawa penyata kewangan yang dibentangkan di muka surat 26 hingga 62, pada sepanjang pengetahuan dan kepercayaan saya adalah betul, dan saya membuat akuan ini dengan sepenuh kepercayaan akan kebenarannya dan menurut peruntukan Akta Akuan Berkanun, 1960.

Ditandatangani dan diakui oleh penama di atas, **HAJI MOHD HASSAN BIN SALLEH** di Kuala Lumpur dalam Wilayah Persekutuan pada



Di hadapan saya,

on 30 APR 2001



Pesuruhjaya Sumpah,  
Kuala Lumpur.

# laporan juruaudit

kepada ahli-ahli TDM BERHAD

Kami telah mengaudit penyata kewangan yang dibentangkan di muka surat 26 hingga 62. Pengarah Syarikat adalah bertanggungjawab ke atas akaun ini. Tanggungjawab kami adalah menyatakan pendapat ke atas penyata kewangan tersebut berdasarkan pengauditan kami.

Kami melaksanakan audit kami menurut Piawaian-piawaian Audit yang telah diluluskan di Malaysia. Piawaian-piawaian tersebut memerlukan pihak kami merancang dan melaksanakan audit bagi mencapai kepastian yang munasabah sama ada penyata kewangan ini adalah bebas daripada salah nyata yang ketara. Sesuatu audit merangkumi pemeriksaan, secara ujian, bukti yang menyokong amaun dan pernyataan dalam penyata kewangan. Sesuatu audit juga merangkumi penilaian prinsip-prinsip perakaunan yang digunakan dan anggaran signifikan yang dibuat oleh Lembaga Pengarah, serta penilaian terhadap pembentangan penyata kewangan. Secara keseluruhannya kami percaya bahawa audit kami telah memberi asas yang munasabah untuk menyatakan pendapat kami.

Pada pendapat kami:

- (a) penyata kewangan telah disediakan dengan wajar menurut Piawai-Piawai Perakaunan yang diluluskan di Malaysia dan mematuhi peuntukan-peruntukan di bawah Akta Syarikat, 1965, untuk memberikan gambaran yang benar dan saksama berkenaan:
  - i) kedudukan urusan Kumpulan dan Syarikat pada 31 Disember 2000 dan keputusan operasi Kumpulan dan Syarikat serta aliran tunai Kumpulan dan Syarikat bagi tahun kewangan berakhir pada tarikh tersebut; dan
  - ii) perkara-perkara yang dikehendaki oleh Seksyen 169 Akta Syarikat, 1965 untuk dinyatakan di dalam penyata kewangan Kumpulan dan Syarikat

dan

- (b) rekod-rekod perakaunan dan rekod-rekod lain serta daftar-daftar yang dikehendaki oleh Akta disimpan oleh Syarikat dan syarikat-syarikat subsidiari yang mana kami adalah juruauditnya telah disimpan dengan sempurna mengikut peruntukan di bawah Akta tersebut.

Kami telah mempertimbangkan penyata kewangan dan laporan juruaudit kesemua anak syarikat yang mana kami tidak bertindak sebagai juruaudit seperti yang dinyatakan dalam Nota 5 kepada penyata kewangan.

Kami berpuashati terhadap penyata kewangan syarikat-syarikat subsidiari yang telah disatukan dengan akaun Syarikat adalah dalam bentuk dan kandungan yang bersesuaian dan teratur bagi tujuan penyediaan penyata kewangan yang disatukan dan kami telah menerima maklumat dan penjelasan yang memuaskan bagi tujuan tersebut.

Laporan juruaudit ke atas penyata kewangan syarikat-syarikat subsidiari tidak dikenakan sebarang pengecualian ketara dan tidak mengandungi sebarang teguran mengikut Sub Seksyen (3) 174, Akta tersebut.



**ALJEFFRI & CO.**

No Firma: AF 0277

Akauntan Awam (Malaysia)



**MOHD ARIF MUSTAPAH**

Nombor Kelulusan: 1934/3/03(J)

Rakan Dalam Firma

Kuala Lumpur,

Tarikh: 30 April 2001

# lembaran imbangan

bagi tahun berakhir 31 Disember 2000

	Nota	Kumpulan		Syarikat	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Aset bukan semasa</b>					
Hartanah, loji dan peralatan	4	439,020	433,246	39,385	33,792
Syarikat-syarikat subsidiari	5	-	-	190,399	185,019
Syarikat-syarikat bersekutu	6	1,221	1,520	-	-
Lain-lain pelaburan	7	7,635	13,723	2,080	4,465
Aset tidak ketara	8	9,211	10,796	-	-
<b>Aset semasa</b>					
Perbelanjaan pembangunan	9	1,030	1,358	-	-
Barangniaga	10	15,968	18,560	22	5
Jumlah akan diterima dari perdagangan dan lain-lain	11	84,258	57,469	3,095	2,618
Deposit, baki bank dan tunai	12	6,064	10,056	140	9
		107,320	87,443	3,257	2,632
<b>Liabiliti semasa</b>					
Jumlah akan dibayar untuk perdagangan dan lain-lain	13	178,853	117,065	21,773	12,508
Liabiliti sewa beli dan pajakan	14	395	5,689	45	204
Pinjaman jangka pendek	15	66,137	44,499	14,190	7,539
Peruntukan untuk cukai		4,406	4,855	233	324
		249,791	172,108	36,241	20,575
<b>Liabiliti semasa bersih</b>		(142,471)	(84,665)	(32,984)	(17,943)
<b>Tolak: Liabiliti bukan semasa</b>					
Cukai tertunda	16	1,091	2,014	-	-
Peruntukan untuk faedah persaraan	17	655	701	-	-
Liabiliti sewa beli dan dan pajakan	14	2,783	4,063	45	90
Pinjaman jangka panjang	18	176,356	182,427	108,300	113,800
		180,885	189,205	108,345	113,890
		133,731	185,415	90,535	91,443
<b>Modal dan rizab</b>					
Modal saham	21	80,682	80,614	80,682	80,614
Premium saham	22	32	-	32	-
Rizab Modal	23	-	-	2,736	2,736
Lebihan penilaian semula	24	80,626	80,626	10,708	10,708
Rizab penggabungan	25	23,227	23,227	-	-
Rizab pertukaran matawang asing		(4,731)	(7,409)	-	-
Keuntungan/(kerugian) terkumpul		(46,105)	7,492	(3,623)	(2,615)
Ekuiti pemegang saham		133,731	184,550	90,535	91,443
Kepentingan minoriti		-	865	-	-
		133,731	185,415	90,535	91,443

Nota-nota di muka surat 32 hingga 62 merangkumi, dan hendaklah dibaca sebagai sebahagian daripada penyata kewangan ini.

# penyata pendapatan

bagi tahun berakhir 31 Disember 2000

	Nota	Kumpulan		Syarikat	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Hasil	28	158,741	204,635	3,679	2,328
Kos Jualan		(69,606)	(76,940)	(2,047)	(1,928)
Untung kasar		89,135	127,695	1,632	400
Perbelanjaan operasi					
Kos pengagihan		(10,912)	(5,571)	-	-
Perbelanjaan pentadbiran		(67,831)	(90,370)	(3,608)	(4,505)
Lain-lain perbelanjaan operasi		(53,367)	(47,823)	-	-
Lain-lain pendapatan operasi		4,694	12,248	4,882	6,800
Keuntungan dari penjualan syarikat subsidiari	27	212	-	160	-
(Kerugian)/Keuntungan dari operasi	29	(38,069)	(3,821)	3,066	2,695
Kos kewangan	31	(16,534)	(17,007)	(4,010)	(3,504)
Kerugian sebelum cukai		(54,603)	(20,828)	(944)	(809)
Cukai	32	664	(4,008)	(64)	(3,979)
Kerugian selepas cukai		(53,939)	(24,836)	(1,008)	(4,788)
Kepentingan pemegang saham minoriti dalam syarikat-syarikat subsidiari		1,047	1,733	-	-
Kerugian bersih tahunan		(52,892)	(23,103)	(1,008)	(4,788)
Kerugian untuk setiap saham biasa bernilai RM 1 setiap satu	33	66 sen	29 sen		

Nota-nota di muka surat 32 hingga 62 merangkumi, dan hendaklah dibaca sebagai sebahagian daripada penyata kewangan ini.

# penyata perubahan ekuiti

bagi tahun berakhir 31 Disember 2000

	Nota	Modal Saham RM'000	Premium Saham RM'000	Lebih Penilaian Semula RM'000	Rizab Penggabungan RM'000	Rizab Pertukaran (Kerugian)/ Matawang Asing RM'000	Keuntungan Terkumpul RM'000	Jumlah RM'000
<b>Kumpulan</b>								
Pada 1 Januari 1999		80,614	-	80,626	23,227	(8,328)	35,845	211,984
Pelarasan tahun terdahulu	34	-	-	-	-	-	(5,250)	(5,250)
Jumlah yang dinyatakan semula		80,614	-	80,626	23,227	(8,328)	30,595	206,734
Perbezaan pertukaran matawang asing		-	-	-	-	919	-	919
Keuntungan dan kerugian bersih yang tidak diambil kira dalam Penyata Pendapatan		-	-	-	-	919	-	919
Kerugian bersih untuk tahun ini		-	-	-	-	-	(23,103)	(23,103)
Pada 31 Disember 1999		80,614	-	80,626	23,227	(7,409)	7,492	184,550
Pelarasan tahun terdahulu	34	-	-	-	-	-	(705)	(705)
Jumlah yang dinyatakan semula		80,614	-	80,626	23,227	(7,409)	6,787	183,845
Perbezaan pertukaran matawang asing		-	-	-	-	2,678	-	2,678
Keuntungan dan kerugian bersih yang tidak diambil kira dalam Penyata Pendapatan		-	-	-	-	2,678	-	2,678
Kerugian bersih untuk tahun ini		-	-	-	-	-	(52,892)	(52,892)
Penerbitan modal saham		68	32	-	-	-	-	100
Pada 31 Disember 2000		80,682	32	80,626	23,227	(4,731)	(46,105)	133,731

Nota-nota di muka surat 32 hingga 62 merangkumi, dan hendaklah dibaca sebagai sebahagian daripada penyata kewangan ini.

# penyata perubahan ekuiti ...samb.

bagi tahun berakhir 31 Disember 2000

Nota	Modal Saham RM'000	Premium Saham RM'000	Lebihan Penilaian Semula RM'000	Rizab Modal RM'000	(Kerugian)/ Keuntungan Terkumpul RM'000	Jumlah RM'000
<b>Syarikat</b>						
Pada 1 Januari 1999	80,614	-	10,708	2,736	2,173	96,231
Kerugian bersih bagi tahun	-	-	-	-	(4,788)	(4,788)
Pada 31 Disember 1999	80,614	-	10,708	2,736	(2,615)	91,443
Kerugian bersih bagi tahun	-	-	-	-	(1,008)	(1,008)
Penerbitan modal saham	68	32	-	-	-	100
Pada 31 Disember 2000	80,682	32	10,708	2,736	(3,623)	90,535

Nota-nota di muka surat 32 hingga 62 merangkumi, dan hendaklah dibaca sebagai sebahagian daripada penyata kewangan ini

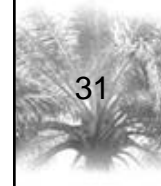
# penyata aliran tunai disatukan

bagi tahun berakhir 31 Disember 2000

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>ALIRAN TUNAI DARI AKTIVITI OPERASI</b>				
Kerugian sebelum cukai	(54,603)	(20,828)	(944)	(809)
Pelarasan untuk:				
Susutnilai hartanah, loji dan peralatan	15,807	16,283	582	593
Pelunasan perbelanjaan dihantar ke hadapan	1,032	929	-	-
Kerugian atas penjualan hartanah, loji dan peralatan	926	339	-	-
Kerugian atas penjualan saham	806	-	-	-
Keuntungan atas penjualan saham syarikat subsidiari	(1,450)	-	(1,610)	-
Hapuskira hartanah, loji dan peralatan	1,282	1,218	-	-
Peruntukan rosotnilai harga hartanah, loji dan peralatan	-	1,900	-	-
Pelunasan muhibah	1,052	1,052	-	-
Peruntukan faedah persaraan	-	87	-	-
Peruntukan rosotnilai harga pelaburan	2,468	3,624	2,385	2,885
(Kerugian)/keuntungan operasi sebelum perubahan modal kerja	(32,680)	4,604	413	2,669
Penurunan/(peningkatan) dalam barangniaga	2,592	(1,193)	(17)	(5)
Penurunan/(peningkatan) dalam jumlah akan diterima dari perdagangan dan lain-lain	11,409	36,787	(7,746)	(51,072)
Peningkatan/(penurunan) dalam jumlah akan dibayar untuk perdagangan dan lain-lain	16,187	(8,534)	9,062	47,832
Turun-naik matawang asing	4,050	1,431	-	-
(Peningkatan)/penurunan dalam perbelanjaan pembangunan	(267)	2,756	-	-
Tunai dijana/(digunakan) daripada operasi	1,291	35,764	1,712	(576)
Cukai pendapatan dibayar	(525)	(8,702)	(155)	(1,704)
Faedah persaraan dibayar	(46)	(71)	-	-
Tunai bersih (digunakan)/dari aktiviti operasi	720	27,078	1,557	(2,280)
<b>ALIRAN TUNAI DARI AKTIVITI PELABURAN</b>				
Pelaburan dalam syarikat subsidiari	-	-	-	(31)
Kutipan dari penjualan pelaburan	2,969	-	1,750	-
Pembelian syarikat subsidiari (Nota 26)	263	28	-	-
Pelupusan syarikat subsidiari (Nota 27)	268	-	250	-
Kutipan dari pelupusan saham syarikat subsidiari	1,500	-	1,500	-
Kutipan dari pelupusan aset tetap	3,762	2,348	-	-
Pembelian aset tetap	(29,140)	(44,179)	(6,177)	(7,623)
Tunai bersih dari aktiviti pelaburan	(20,378)	(41,803)	(2,677)	(7,654)

# penyata aliran tunai disatukan ...samb.

bagi tahun berakhir 31 Disember 2000



	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>ALIRAN TUNAI DARI AKTIVITI KEWANGAN</b>				
Terbitan saham modal	100	-	100	-
Kutipan dari pinjaman jangka panjang	8,138	10,000	-	10,000
Kutipan dari pinjaman jangka pendek	12,111	953	-	-
Kutipan dari terbitan saham kepada minoriti	-	275	-	-
Pembayaran balik pinjaman jangka panjang	(4,498)	(4,400)	-	-
Pembayaran balik pinjaman jangka pendek	(1,270)	(200)	-	-
Tunai bersih dari aktiviti kewangan	14,581	6,628	100	10,000
(Penurunan)/peningkatan bersih dalam tunai dan bersamaan tunai	(5,077)	(8,097)	(1,020)	66
Tunai dan bersamaan tunai pada awal tahun	(21,079)	(12,982)	(7,530)	(7,596)
Tunai dan bersamaan tunai pada akhir tahun	(26,156)	(21,079)	(8,550)	(7,530)
Diwakili oleh:				
Overdraf bank	(32,220)	(31,135)	(8,690)	(7,539)
Deposit dengan bank berlesen	1,725	3,523	2	2
Wang tunai dan baki di bank	4,339	6,533	138	7
	(26,156)	(21,079)	(8,550)	(7,530)

Nota-nota di muka surat 32 hingga 62 merangkumi, dan hendaklah dibaca sebagai sebahagian daripada penyata kewangan ini.



# nota-nota kepada penyata kewangan

31 Disember 2000

## 1. ASAS PERAKAUNAN

Penyata kewangan Kumpulan dan Syarikat telah disediakan berasaskan konvensyen kos sejarah, yang diubahsuai dengan penilaian semula aset-aset tetap tertentu dan mematuhi piawaian-piawaian perakaunan yang diluluskan di Malaysia dan mematuhi Akta Syarikat, 1965.

## 2. RINGKASAN POLISI PERAKAUNAN YANG UTAMA

Asas polisi perakaunan Kumpulan dan Syarikat adalah sejajar dengan amalan dari tahun kewangan yang lepas seperti di bawah:

### (a) Asas penyatuan

Penyata kewangan yang disatukan menggabungkan penyata-penyata kewangan Syarikat dan syarikat-syarikat subsidiari yang disediakan sehingga akhir tahun kewangan.

Semua baki dan urusan antara syarikat telah dihapuskan semasa penyatuan, dan penyata kewangan Kumpulan hanya menunjukkan transaksi luaran sahaja. Sekiranya perlu, polisi perakaunan syarikat-syarikat subsidiari telah ditukar untuk memastikan ia sejajar dengan polisi Kumpulan.

Syarikat-syarikat subsidiari telah disatukan mengikut kaedah perakaunan pengambilalihan, kecuali Kumpulan Ladang-Ladang Trengganu Sdn. Bhd. yang telah disatukan mengikut kaedah perakaunan penggabungan menurut peruntukan Lembaga Piawai Perakaunan Malaysia No. 2 "Perakaunan untuk pengambilalihan dan penggabungan".

Keputusan syarikat-syarikat subsidiari yang disatukan atas kaedah perakaunan pengambilalihan telah dimasukkan dari tarikh pengambilalihan atau sehingga ke tarikh pelupusan. Lebihan kos pelaburan dari nilai aset bersih syarikat subsidiari pada tarikh pengambilalihan diambilkira sebagai muhibah yang terhasil daripada penyatuan dan dilunaskan untuk tempoh selama 10 tahun.

Berkaitan dengan Kumpulan Ladang-Ladang Trengganu Sdn. Bhd. yang telah diambilkira di bawah kaedah perakaunan penggabungan, keputusan bagi tahun ini telah diambilkira sepenuhnya, tanpa mengambilkira tarikh penggabungan dan perbezaan di antara nilai nominal saham yang dikeluarkan sebagai perkiraan untuk penggabungan dari nilai nominal Modal Saham dan Premium Saham diambilkira ke dalam rizab untuk disatukan sebagai Rizab Penggabungan.

### (b) Syarikat-syarikat subsidiari

Syarikat-syarikat subsidiari adalah syarikat di mana Kumpulan mempunyai kepentingan ekuiti jangka panjang melebihi 50% atau mempunyai kuasa untuk melaksanakan kawalan terhadap polisi kewangan dan operasi untuk mendapat manfaat dari aktiviti tersebut.

Pelaburan dalam syarikat-syarikat subsidiari, yang mana dihapuskan ketika penggabungan, dinyatakan dalam penyata kewangan Kumpulan pada kos, kurang peruntukan untuk mana-mana rosotnilai tetap selagi para pengarah berpendapat bahawa rosotnilai tersebut bersifat kekal.

### (c) Syarikat-syarikat bersekutu

Syarikat-syarikat bersekutu adalah syarikat di mana Kumpulan mempunyai kepentingan ekuiti jangka panjang di antara 20% dan 50%, dan di mana Kumpulan mempunyai perwakilan dalam Lembaga Pengarahnya serta mempunyai kedudukan untuk mempengaruhi urusan kendaliannya.

Penyata pendapatan yang disatukan merangkumi keputusan syarikat-syarikat bersekutu Kumpulan berdasarkan akaun yang telah diaudit atau akaun pengurusan Syarikat tersebut yang terkini.

Pelaburan dalam syarikat-syarikat bersekutu dinyatakan pada kos, tolak peruntukan rosotnilai selagi para pengarah berpendapat bahawa rosotnilai tersebut bersifat kekal.

Dalam Lembaran Imbangan yang disatukan, kepentingan Kumpulan dalam syarikat-syarikat bersekutu dinyatakan pada kos dicampur bahagian Kumpulan dalam keuntungan tersimpan dan rizab selepas pengambilalihan.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## (d) Pelaburan

Pelaburan di mana Kumpulan memegang kepentingan ekuiti jangka panjang, dinyatakan pada kos tolak peruntukan rosotnilai ke atas nilai pelaburan selagi para pengarah berpendapat bahawa rosotnilai tersebut bersifat kekal.

Pelaburan dipegang untuk jangka pendek dinyatakan di bawah kos dan nilai pasaran semasa berdasarkan jumlah asas portfolio.

## (e) Hartanah, loji dan peralatan

Hartanah, loji dan peralatan dinyatakan pada kos atau penilaian semula ditolak susutnilai dan kerugian penuh, sekiranya ada.

Pengarah-pengarah telah menggunakan peruntukan perantaraan dari piawai Perakaunan Antarabangsa No 16 (Semakan) Hartanah, Loji dan Peralatan yang diguna oleh Badan Piawaian Malaysia yang membolehkan tanah dan bangunan hak milik kekal serta tanah, loji dan mesin pegangan pajak dinyatakan pada nilai tahun-tahun sebelumnya ditolak susutnilai. Penilaian tersebut belum dikemaskinikan lagi.

Tanah hak milik kekal tidak dilunaskan kerana ia mempunyai jangkahayat infiniti. Tanah perladangan pegangan pajakan dilunaskan pada ansuran yang sama selama jangkahayat pajakan.

Susutnilai ke atas hartanah, loji dan peralatan diambil kira untuk melupuskan kos atau nilai aset mengikut kaedah garis lurus berasaskan anggaran jangkahayat aset berkenaan.

Kadar tahunan utama susutnilai yang digunakan adalah seperti berikut:

	%
Bangunan hak milik kekal	5
Bangunan pegangan pajakan	5 - 10
Loji dan mesin	5 - 7 1/2
Perabot & kemas, peralatan dan kenderaan motor	10 - 20
Alat-alat pertanian	33 1/3
Alat-alat memasak, kelengkapan dan peralatan dapur	33 1/3
Padang permainan kanak-kanak	10 - 15
Jalan, jambatan dan pagar	10

Penggantian perkakas dan kelengkapan dicajkan ke dalam penyata pendapatan pada tahun di mana perbelanjaan tersebut ditanggung.

## (f) Perbelanjaan penanaman baru dan penanaman semula

Perbelanjaan penanaman baru melibatkan pembersihan tanah dan penjagaan pokok-pokok sehingga matang dipermudahkan di bawah perbelanjaan perladangan dan tidak dilunaskan. Perbelanjaan penanaman semula dicajkan ke dalam penyata pendapatan pada tahun di mana perbelanjaan tersebut ditanggung.

## (g) Perbelanjaan dibawa ke hadapan

Perbelanjaan penggabungan oleh setiap syarikat subsidiari ditunjukkan sebagai perbelanjaan permulaan dan perbelanjaan selepas dari tarikh penggabungan tetapi sebelum permulaan operasi ditunjukkan sebagai perbelanjaan pra-operasi. Mengikut piawaian MASB No. 1, perbelanjaan permulaan dan pra-operasi dicaj ke dalam penyata pendapatan pada ketika ia ditanggung.

Ini merupakan perubahan kepada polisi perakaunan kerana untuk tahun-tahun sebelumnya, kedua-dua perbelanjaan permulaan dan pra-operasi dipermudahkan sebagai perbelanjaan di bawa ke hadapan dan akan dihapus kira dalam jangka masa di antara 1 hingga 5 tahun dari tarikh permulaan operasi. Berikutan pertukaran polisi perakaunan ini, amaun tahun semasa dan perbandingan dinyatakan mengikut asas baru dan pelarasan tahun sebelumnya telah dibuat. Pengarah-pengarah telah mengambil kira bahawa perubahan polisi perakaunan ini akan menunjukkan akaun yang lebih bermakna dan kesan terhadap perubahan polisi perakaunan ini dinyatakan di dalam Nota 34.

Kos yang telah digunakan untuk projek pembangunan dikenalpasti sebagai aset pembangunan (aset tidak ketara) ke tahap perbelanjaan tersebut dijangkakan dapat memberi hasil ekonomi masa hadapan. Kos pembangunan yang telah dipermudahkan dilunaskan berdasarkan garis lurus selama jangkamasa faedah yang diramalkan.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## (h) Perbelanjaan Pembangunan

Perbelanjaan pembangunan merangkumi perbelanjaan pembangunan tanah oleh syarikat subsidiari pelaburan hartanah.

Perbelanjaan pembangunan dinyatakan atas kos dicampur keuntungan berkaitan ditolak bil kemajuan. Kos terdiri daripada kos tanah, bahan-bahan, buruh, bayaran profesional dan lain-lain perbelanjaan langsung dan perbelanjaan yang berkaitan.

## (i) Permodalan kos pinjaman

Kos pinjaman dipermodalkan sebagai sebahagian dari kos hartanah selama jangkamasa aktiviti tersebut dirancang. Permodalan kos pinjaman akan berakhir apabila semua aktiviti yang berkaitan dalam persediaan hartanah untuk kegunaan atau penjualan telah disiapkan.

Kos pinjaman yang berkadar terus dengan pengambilalihan, pembinaan atau pembuatan aset adalah dipermodalkan sehingga aset-aset tersebut sedia untuk digunakan.

## (j) Barangniaga

Barangniaga dinyatakan pada nilai yang mana lebih rendah antara kos dan nilai realisasi bersih. Kos ditentukan berdasarkan masuk-dahulu keluar-dahulu. Kos barangniaga keluaran, barangniaga ternakan ayam dan barangniaga biji-benih meliputi kos langsung dan peruntukan perbelanjaan yang berpatutan. Kos barangniaga lain termasuk harga pembelian yang asal dicampur kos membawa stok ke keadaan dan lokasi semasa.

## (k) Jumlah akan diterima

Hutang lapuk yang dikenalpasti akan dihapuskan dan peruntukan dibuat untuk hutang-hutang yang diambilkira sebagai hutang ragu untuk kutipan.

## (l) Perakaunan untuk sewa beli

Aset yang diperolehi di bawah perjanjian sewa beli dipermodalkan pada kos pembelian dan disusutnilai mengikut asas yang sama seperti aset milik tetap. Jumlah keseluruhan yang perlu dibayar di bawah perjanjian sewa beli ditunjukkan sebagai pemiutang sewa beli. Elemen faedah dari perjanjian sewa beli dilunaskan mengikut tempoh perjanjian berdasarkan anggaran jangkahayat kegunaan. Perbelanjaan kewangan yang berkaitan dicajkan ke dalam penyata pendapatan.

## (m) Pajakan

### i) Pajakan kewangan

Pajakan aset tetap di mana Kumpulan menanggung kebanyakan ganjaran dan risiko pemilikan harta diklasifikasikan sebagai pajakan kewangan.

Pajakan kewangan dipermodalkan pada anggaran nilai semasa dari nilai bayaran pajakan pada tarikh sewaan. Setiap bayaran pajakan diletakkan di antara liabiliti dan caj kewangan untuk mencapai kadar tetap pada baki kewangan tertunggak. Obligasi penyewaan, caj bersih kewangan, adalah termasuk di dalam pinjaman. Elemen faedah dalam caj kewangan dicajkan ke akaun untung rugi untuk jangkahayat pajakan.

Aset tetap yang diperolehi di bawah kontrak pajakan kewangan disusutnilai berdasarkan jangkahayat kegunaan. Sekiranya ada keraguan di mana hakmilik mungkin tidak dipindahkan ke Kumpulan, aset disusutnilai berdasarkan yang mana lebih singkat di antara tempoh pajakan dan jangkahayat kegunaan.

### ii) Pajakan operasi

Pajakan aset di mana risiko dan ganjaran pemilikan ditanggung oleh pemberi pajak diklasifikasikan sebagai pajakan operasi. Sewaan yang dibuat di bawah pajakan operasi dicajkan ke penyata pendapatan mengikut asas garis lurus jangkahayat pajakan tersebut.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## (n) Cukai tertunda

Cukai tertunda disediakan menurut kaedah tanggungan berkaitan dengan semua perbezaan masa kecuali di mana kesan-kesan penundaan cukai tersebut dijangka akan berterusan pada masa depan.

Perbezaan masa timbul pada item-item pendapatan dan perbelanjaan yang dikenalpasti untuk tujuan cukai dalam tempoh yang berbeza dari dikenalpasti di dalam penyata pendapatan. Apabila perbezaan masa menghasilkan aset cukai tertunda, ia akan dikenalpasti sekiranya terdapat harapan yang munasabah untuk direalisasikan.

## (o) Ganjaran persaraan

Peruntukan untuk persaraan dibuat berdasarkan nilai gaji bulan terakhir setiap pekerja yang layak dan tempoh perkhidmatan mereka menurut syarat-syarat skim perkhidmatan, dan dicajkan ke dalam penyata pendapatan supaya kos faedah persaraan dapat diagihkan selama jangkamasa perkhidmatan pekerja tersebut di dalam syarikat.

## (p) Matawang asing

Penyata kewangan dinyatakan dalam Ringgit Malaysia (RM).

### i) Urusniaga mata wang asing

Urusniaga di dalam matawang asing ditukar kepada Ringgit Malaysia menurut kadar pertukaran yang wujud pada tarikh urusniaga tersebut. Baki hujung tahun ditukar menurut kadar anggaran yang berkuatkuasa pada tarikh tersebut. Perbezaan yang timbul daripada pertukaran matawang telah dimasukkan ke dalam penyata pendapatan.

### ii) Penyata kewangan operasi luar negara

Di dalam penyata kewangan Kumpulan, aset dan liabiliti dari operasi syarikat subsidiari luar negara ditukarkan dalam Ringgit Malaysia pada kadar yang berkuatkuasa pada tarikh Lembaran Imbangan. Perbezaan pertukaran yang timbul dari aset dan liabiliti dan operasi pada kadar tahunan, dan penyataan semula pada kadar akhir tahun pembukaan bagi baki bersih pelaburan di dalam syarikat-syarikat subsidiari luar negara dipindahkan kepada rizab pertukaran matawang asing sebagai salah satu komponen dari dana pemegang saham.

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

Matawang asing	RM	
	31.12.2000	31.12.1999
1 US Dollar (USD)	3.80	3.80
1 Singapore Dollar (SS)	2.20	2.30
100 Thai Baht	8.80	10.04

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

**(q) Pengiktirafan hasil**

**i) Hasil dari jualan barang-barang (goods) dan perkhidmatan**

Hasil diiktiraf selepas penyerahan barang-barang atau pelaksanaan perkhidmatan.

**ii) Hasil pelaburan**

Hasil dividen dari pelaburan dalam syarikat-syarikat subsidiari, syarikat-syarikat bersekutu dan lain-lain pelaburan diambilkira di dalam penyata pendapatan apabila hak terima telah termaktub.

**iii) Hasil faedah dan sewa**

Faedah dan sewa diiktiraf mengikut asas terakru.

**iv) Hasil dari pembangunan hartanah dan kontrak pembinaan**

Kumpulan mengenalpasti hasil pembangunan hartanah dan pembinaan mengikut asas peratusan siap. Sekiranya kerugian dijangka, peruntukan penuh untuk kerugian tersebut dibuat di dalam akaun.

**(r) Tunai dan bersamaan tunai**

Tunai dan bersamaan tunai merangkumi wang tunai, baki bank, simpanan tetap dan overdraf.

### 3. MAKLUMAT AM

Aktiviti utama Syarikat adalah pegangan pelaburan dan peruntukan perkhidmatan pengurusan kepada syarikat-syarikat subsidiari. Aktiviti utama syarikat-syarikat subsidiari diterangkan di dalam Nota 5 dalam penyata kewangan.

Tiada perubahan ketara yang terdapat dalam aktiviti Syarikat dan syarikat-syarikat subsidiari sepanjang tahun kewangan kecuali Kumpulan telah berhenti memberi perkhidmatan pembangunan sistem komputer akibat dari penjualan TD Technologies Sdn Bhd, sebuah syarikat subsidiari.

Purata pekerja sepanjang tahun adalah 4,790 orang di dalam Kumpulan dan 43 orang di dalam Syarikat.

Syarikat adalah syarikat berhad, ditubuhkan dan beroperasi di Malaysia, dan disenaraikan di Papan Utama Bursa Saham Kuala Lumpur.

Alamat pejabat berdaftar Syarikat ialah Tingkat 25, Menara Promet, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 4. HARTANAH, LOJI DAN PERALATAN

Kumpulan – 2000 Kos/Nilaian	Pada 1.1.2000 RM'000	Perbezaan pertukaran RM'000	Tambahan RM'000	Pelupusan subsidiari RM'000	Pindahan RM'000	Hapuskira/ Rosotnilai RM'000	Pelupusan RM'000	Pada 31.12.2000 RM'000
<b>Pada nilai 1981</b>								
Tanah dan bangunan pegangan pajak – jangka pendek	1,175	-	-	-	-	(100)	-	1,075
<b>Pada nilai 1982</b>								
Tanah hak milik kekal	800	-	-	-	-	-	-	800
Bangunan hak milik kekal	14,977	-	-	-	-	-	-	14,977
Loji dan mesin	10,990	-	-	-	-	-	-	10,990
<b>Pada nilai 1985</b>								
Tanah perladangan pegangan pajak – jangka pendek	18,717	-	-	-	-	-	-	18,717
<b>Pada nilai 1996</b>								
Perbelanjaan tanah perladangan	129,243	-	-	-	-	-	-	129,243
<b>Pada nilai 1999</b>								
Lot kedai pegangan pajak	2,800	-	-	-	-	-	-	2,800
<b>Pada kos</b>								
Tanah hak milik kekal	611	-	-	-	-	-	-	611
Bangunan hak milik kekal	26,436	-	335	-	-	(47)	(1,584)	25,140
Tanah perladangan pegangan pajak – jangka panjang	58,458	-	-	-	-	-	-	58,458
Tanah perladangan pegangan pajak – jangka pendek	27,333	-	-	-	-	-	-	27,333
Tanah dan bangunan pegangan pajak – jangka pendek	38,419	(1,691)	2,830	-	-	-	(647)	38,911
Perbelanjaan tanah perladangan	88,916	-	11,120	-	-	-	-	100,036
Loji dan mesin	41,579	-	4,626	-	-	-	(4,526)	41,679
Perabot & kemasan, kelengkapan dan kenderaan motor	63,628	(732)	4,199	(412)	-	(1,650)	(18,301)	46,732
Perkakas dan kelengkapan	11,671	-	421	-	-	-	-	12,092
Alat-alat pertanian	242	-	-	-	-	-	-	242
Alat-alat memasak, kelengkapan dan peralatan dapur	27,902	(127)	863	-	-	(92)	(63)	28,483
Padang permainan kanak-kanak	1,564	-	68	-	-	-	(165)	1,467
Kelengkapan penyediaan makanan	110	-	-	-	-	-	-	110
Jalan, jambatan dan pagar	4,061	-	200	-	-	-	(810)	3,451
Kerja dalam pelaksanaan	9,182	(10)	4,478	-	-	(197)	(110)	13,343
<b>JUMLAH</b>	<b>578,814</b>	<b>(2,560)</b>	<b>29,140</b>	<b>(412)</b>	<b>-</b>	<b>(2,086)</b>	<b>(25,206)</b>	<b>576,690</b>

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

<b>Kumpulan – 2000 Susutnilai terkumpul</b>	<b>Pada 1.1.2000 RM'000</b>	<b>Perbezaan pertukaran RM'000</b>	<b>Tambahan RM'000</b>	<b>Pelupusan subsidiari RM'000</b>	<b>Pindahan RM'000</b>	<b>Hapuskira/ Rosotnilai RM'000</b>	<b>Pelupusan RM'000</b>	<b>Pada 31.12.2000 RM'000</b>
<b>Pada nilai 1981</b>								
Tanah dan bangunan pegangan pajak – jangka pendek	785	-	-	-	-	-	-	785
<b>Pada nilai 1982</b>								
Tanah hak milik kekal	-	-	-	-	-	-	-	-
Bangunan hak milik kekal	14,916	-	-	-	-	-	-	14,916
Loji dan mesin	10,983	-	-	-	-	-	-	10,983
<b>Pada nilai 1985</b>								
Tanah perladangan pegangan pajak – jangka pendek	7,250	-	250	-	-	-	-	7,500
<b>Pada nilai 1996</b>								
Perbelanjaan tanah perladangan	-	-	-	-	-	-	-	-
<b>Pada nilai 1999</b>								
Lot kedai pegangan pajak	-	-	28	-	-	-	-	28
<b>Pada kos</b>								
Tanah hak milik kekal	463	-	-	-	-	-	-	463
Bangunan hak milik kekal	6,730	-	841	-	-	(34)	(1,430)	6,107
Tanah perladangan pegangan pajak – jangka panjang	8,459	-	415	-	-	-	-	8,874
Tanah perladangan pegangan pajak – jangka pendek	3,404	-	669	-	-	-	-	4,073
Tanah dan bangunan pegangan pajak – jangka pendek	10,212	(673)	2,270	-	-	(100)	(279)	11,430
Perbelanjaan tanah perladangan	-	-	7	-	-	-	-	7
Loji dan mesin	19,422	-	2,225	-	-	-	(4,487)	17,160
Perabot & kemas, kelengkapan dan kenderaan motor	42,404	(420)	6,956	(198)	-	(587)	(15,172)	32,983
Perkakas dan kelengkapan	1,677	-	1,101	-	-	-	-	2,778
Alat-alat pertanian	242	-	-	-	-	-	-	242
Alat-alat memasak, kelengkapan dan peralatan dapur	16,169	(92)	425	-	-	(83)	(53)	16,366
Padang permainan kanak-kanak	738	-	167	-	-	-	(61)	844
Kelengkapan penyediaan makanan	78	-	7	-	-	-	-	85
Jalan, jambatan dan pagar	1,636	-	446	-	-	-	(36)	2,046
Kerja dalam pelaksanaan	-	-	-	-	-	-	-	-
<b>JUMLAH</b>	<b>145,568</b>	<b>(1,185)</b>	<b>15,807</b>	<b>(198)</b>	<b>-</b>	<b>(804)</b>	<b>(21,518)</b>	<b>137,670</b>

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

<b>Kumpulan – 1999</b> <b>Kos/Nilaian</b>	<b>Pada</b> <b>1.1.1999</b> <b>RM'000</b>	<b>Perbezaan</b> <b>pertukaran</b> <b>RM'000</b>	<b>Tambahan</b> <b>RM'000</b>	<b>Pindahan</b> <b>RM'000</b>	<b>Hapuskira/ Rosotnilai</b> <b>RM'000</b>	<b>Pelupusan</b> <b>RM'000</b>	<b>Pada</b> <b>31.12.1999</b> <b>RM'000</b>
<b>Pada nilai 1981</b>							
Tanah dan bangunan pegangan pajak – jangka pendek	1,175	-	-	-	-	-	1,175
<b>Pada nilai 1982</b>							
Tanah hak milik kekal	800	-	-	-	-	-	800
Bangunan hak milik kekal	14,977	-	-	-	-	-	14,977
Loji dan mesin	10,990	-	-	-	-	-	10,990
<b>Pada nilai 1985</b>							
Tanah perladangan pegangan pajak – jangka pendek	18,717	-	-	-	-	-	18,717
<b>Pada nilai 1996</b>							
Perbelanjaan tanah perladangan	129,243	-	-	-	-	-	129,243
<b>Pada nilai 1999</b>							
Lot kedai pegangan pajak	-	-	-	2,800	-	-	2,800
<b>Pada Kos</b>							
Tanah hak milik kekal	611	-	-	-	-	-	611
Bangunan hak milik kekal	23,541	-	2,895	-	-	-	26,436
Tanah perladangan pegangan pajak – jangka panjang	56,920	-	1,538	-	-	-	58,458
Tanah perladangan pegangan pajak – jangka pendek	27,333	-	-	-	-	-	27,333
Tanah dan bangunan pegangan pajak – jangka pendek	39,780	(800)	4,433	7,666	(10,166)	(2,494)	38,419
Perbelanjaan tanah perladangan	73,649	-	15,267	-	-	-	88,916
Loji dan mesin	42,119	-	1,154	700	(1,353)	(1,041)	41,579
Perabot dan kemas, peralatan dan kenderaan motor	57,243	(113)	7,689	71	(456)	(806)	63,628
Perkakas dan kelengkapan	8,257	-	3,414	-	-	-	11,671
Alat-alat pertanian	242	-	-	-	-	-	242
Alat-alat memasak, kelengkapan dan peralatan dapur	27,151	(130)	1,805	-	(85)	(839)	27,902
Padang permainan kanak-kanak	1,570	-	25	-	-	(31)	1,564
Kelengkapan penyediaan makanan	112	-	-	-	(2)	-	110
Jalan, jambatan dan pagar	3,305	-	756	-	-	-	4,061
Kerja dalam pelaksanaan	15,320	-	5,203	(11,237)	-	(104)	9,182
<b>JUMLAH</b>	<b>553,055</b>	<b>(1,043)</b>	<b>44,179</b>	<b>-</b>	<b>(12,062)</b>	<b>(5,315)</b>	<b>578,814</b>



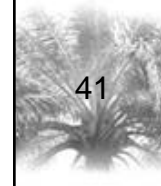
# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

<b>Kumpulan – 1999</b> <b>Susutnilai terkumpul</b>	<b>Pada</b> <b>1.1.1999</b> <b>RM'000</b>	<b>Perbezaan</b> <b>pertukaran</b> <b>RM'000</b>	<b>Tambahan</b> <b>RM'000</b>	<b>Pindahan</b> <b>RM'000</b>	<b>Hapuskira/ Rosotnilai</b> <b>RM'000</b>	<b>Pelupusan</b> <b>RM'000</b>	<b>Pada</b> <b>31.12.1999</b> <b>RM'000</b>
Pada nilai 1981							
Tanah dan bangunan pegangan pajak – jangka pendek	759	-	26	-	-	-	785
<b>Pada nilai 1982</b>							
Tanah hak milik kekal	-	-	-	-	-	-	-
Bangunan hak milik kekal	14,916	-	-	-	-	-	14,916
Loji dan mesin	10,983	-	-	-	-	-	10,983
<b>Pada nilai 1985</b>							
Tanah perladangan pegangan pajak – jangka pendek	7,000	-	250	-	-	-	7,250
<b>Pada nilai 1996</b>							
Perbelanjaan tanah perladangan	-	-	-	-	-	-	-
<b>Pada nilai 1999</b>							
Lot kedai pegangan pajak	-	-	-	-	-	-	-
<b>Pada Kos</b>							
Tanah hak milik kekal	463	-	-	-	-	-	463
Bangunan hak milik kekal	5,698	-	1,034	-	(2)	-	6,730
Tanah perladangan pegangan pajak – jangka panjang	7,630	-	829	-	-	-	8,459
Tanah perladangan pegangan pajak – jangka pendek	2,735	-	669	-	-	-	3,404
Tanah dan bangunan pegangan pajak – jangka pendek	15,904	(348)	2,381	-	(7,174)	(551)	10,212
Perbelanjaan tanah perladangan	-	-	-	-	-	-	-
Loji dan mesin	19,450	-	2,365	-	(1,353)	(1,040)	19,422
Perabot dan kemas, kelengkapan dan kenderaan motor	38,296	(80)	5,085	-	(348)	(549)	42,404
Perkakas dan kelengkapan	973	-	704	-	-	-	1,677
Alat-alat pertanian	242	-	-	-	-	-	242
Alat-alat memasak, kelengkapan dan peralatan dapur	14,330	(104)	2,491	-	(67)	(481)	16,169
Padang permainan kanak-kanak	609	-	134	-	-	(5)	738
Kelengkapan penyediaan makanan	66	-	12	-	-	-	78
Jalan, jambatan dan pagar	1,334	-	302	-	-	-	1,636
Kerja dalam pelaksanaan	-	-	-	-	-	-	-
<b>JUMLAH</b>	<b>141,388</b>	<b>(532)</b>	<b>16,282</b>	<b>-</b>	<b>(8,944)</b>	<b>(2,626)</b>	<b>145,568</b>

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000



<b>Syarikat – 2000</b> <b>Kos/Nilaian</b>	<b>Pada</b> <b>1.1.2000</b> <b>RM'000</b>	<b>Perbezaan</b> <b>pertukaran</b> <b>RM'000</b>	<b>Tambahan</b> <b>RM'000</b>	<b>Pindahan</b> <b>RM'000</b>	<b>Hapuskira/</b> <b>Rosotnilai</b> <b>RM'000</b>	<b>Pelupusan</b> <b>RM'000</b>	<b>Pada</b> <b>31.12.2000</b> <b>RM'000</b>
<b>Pada nilai 1985</b>							
Tanah perladangan pegangan pajak – jangka pendek	18,717	-	-	-	-	-	18,717
<b>Pada Kos</b>							
Tanah hak milik kekal	43	-	-	-	-	-	43
Bangunan hak milik kekal	200	-	-	-	-	-	200
Perbelanjaan tanah perladangan	20,310	-	6,091	-	-	-	26,401
Perabot & kemas, kelengkapan dan kenderaan motor	2,592	-	85	-	-	-	2,677
Kerja dalam pelaksanaan	1,060	-	-	-	-	-	1,060
<b>JUMLAH</b>	<b>42,922</b>	<b>-</b>	<b>6,176</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49,098</b>

<b>Syarikat – 2000</b> <b>Susut nilai terkumpul</b>	<b>Pada</b> <b>1.1.2000</b> <b>RM'000</b>	<b>Perbezaan</b> <b>pertukaran</b> <b>RM'000</b>	<b>Tambahan</b> <b>RM'000</b>	<b>Pindahan</b> <b>RM'000</b>	<b>Hapuskira/</b> <b>Rosotnilai</b> <b>RM'000</b>	<b>Pelupusan</b> <b>RM'000</b>	<b>Pada</b> <b>31.12.2000</b> <b>RM'000</b>
<b>Pada nilai 1985</b>							
Tanah perladangan pegangan pajak – jangka pendek	7,250	-	250	-	-	-	7,500
<b>Pada Kos</b>							
Tanah hak milik kekal	-	-	-	-	-	-	-
Bangunan hak milik kekal	169	-	10	-	-	-	179
Perbelanjaan tanah perladangan	-	-	-	-	-	-	-
Perabot & kemas, kelengkapan dan kenderaan motor	1,711	-	323	-	-	-	2,034
Kerja dalam pelaksanaan	-	-	-	-	-	-	-
<b>JUMLAH</b>	<b>9,130</b>	<b>-</b>	<b>583</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>9,713</b>

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

Syarikat – 1999 Kos/Nilaian	Pada 1.1.1999 RM'000	Perbezaan pertukaran RM'000	Tambahan RM'000	Pindahan RM'000	Hapuskira RM'000	Pelupusan RM'000	Pada 31.12.1999 RM'000
<b>Nilaian pada 1985</b>							
Tanah perladangan pegangan pajak – jangka pendek	18,717	-	-	-	-	-	18,717
<b>Pada kos</b>							
Tanah hak milik kekal	43	-	-	-	-	-	43
Bangunan hak milik kekal	200	-	-	-	-	-	200
Perbelanjaan perladangan	13,225	-	7,085	-	-	-	20,310
Perabot & kemas, kelengkapan dan kenderaan motor	2,084	-	508	-	-	-	2,592
Kerja dalam pelaksanaan	1,029	-	135	-	-	(104)	1,060
<b>JUMLAH</b>	<b>35,298</b>	<b>-</b>	<b>7,728</b>	<b>-</b>	<b>-</b>	<b>(104)</b>	<b>42,922</b>

Syarikat – 1999 Susutnilai Terkumpul	Pada 1.1.1999 RM'000	Perbezaan pertukaran RM'000	Tambahan RM'000	Pindahan RM'000	Hapuskira RM'000	Pelupusan RM'000	Pada 31.12.1999 RM'000
<b>Nilaian 1985</b>							
Tanah Perladangan pegangan pajak – jangka pendek	7,000	-	250	-	-	-	7,250
<b>Pada Kos</b>							
Tanah hak milik kekal	-	-	-	-	-	-	-
Bangunan hak milik kekal	159	-	10	-	-	-	169
Perbelanjaan perladangan	-	-	-	-	-	-	-
Perabot & kemas, kelengkapan dan kenderaan motor	1,377	-	334	-	-	-	1,711
Kerja dalam pelaksanaan	-	-	-	-	-	-	-
<b>JUMLAH</b>	<b>8,536</b>	<b>-</b>	<b>594</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>9,130</b>

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Nilaian pada 1981</b>				
Tanah dan bangunan pegangan pajak – jangka pendek	290	390	-	-
<b>Nilaian pada 1982</b>				
Tanah hak milik kekal	800	800	-	-
Bangunan hak milik kekal	61	61	-	-
Loji dan mesin	7	7	-	-
<b>Nilaian pada 1985</b>				
Tanah perladangan pegangan pajak – jangka pendek	11,217	11,467	11,217	11,467
<b>Nilaian pada 1996</b>				
Perbelanjaan perladangan	129,243	129,243	-	-
Nilaian pada 1999			-	-
Lot kedai pegangan pajak	2,772	2,800		
<b>Pada Kos</b>				
Tanah hak milik kekal	148	148	43	43
Bangunan hak milik kekal	19,033	19,706	21	31
Tanah perladangan pegangan pajak – jangka panjang	49,584	49,999	-	-
Tanah perladangan pegangan pajak – jangka pendek	23,260	23,929	-	-
Tanah dan bangunan pegangan pajak – jangka pendek	27,481	28,207	-	-
Perbelanjaan perladangan	100,029	88,916	26,401	20,310
Loji dan mesin	24,519	22,157	-	-
Perabot dan kemasan, kelengkapan dan kenderaan motor	13,749	21,224	643	881
Perkakas dan kelengkapan	9,314	9,994	-	-
Alat-alat pertanian	-	-	-	-
Alat-alat memasak, alatan memotong dan kelengkapan dapur	12,117	11,733	-	-
Padang permainan kanak-kanak	623	826	-	-
Kelengkapan penyediaan makanan	25	32	-	-
Jalan, jambatan dan pagar	1,405	2,425	-	-
Kerja dalam pelaksanaan	13,343	9,182	1,060	1,060
<b>JUMLAH</b>	<b>439,020</b>	<b>433,246</b>	<b>39,385</b>	<b>33,792</b>

Tanah perladangan pegangan pajak Syarikat dengan nilai buku bersih sejumlah RM11,217,000 (1999: RM11,467,000) dicaj ke institusi kewangan berlesen bagi memperolehi kemudahan-kemudahan bank yang diberikan kepada Syarikat.

Sesetengah aset tetap syarikat-syarikat subsidiari dengan nilai buku bersih sejumlah RM88,077,000 (1999: RM 91,896,000) telah dicaj sebagai jaminan ke atas pinjaman bank sepertimana keterangan pada Nota 15 dan Nota 18 kepada penyata kewangan.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

Sekiranya aset tetap yang dinilai semula dinyatakan dalam penyata kewangan pada kos selepas susutnilai, nilai buku bersih bagi aset tetap tersebut adalah seperti berikut:

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Tanah hak milik kekal	95	95	-	-
Bangunan hak milik kekal	5,934	6,007	-	-
Tanah perladangan pegangan pajak - jangka pendek	5,473	5,633	5,473	5,633
Tanah & bangunan pegangan pajak jangka pendek	2,772	4,700	-	-
Loji dan mesin	3,052	6,881	-	-
Perbelanjaan perladangan	61,103	57,377	-	-
	78,429	80,693	5,473	5,633

Maklumat penilaian profesional secara terperinci ke atas aset tetap adalah seperti berikut:

Tahun dinilai	Keterangan hartanah	Asas penilaian
<b>Syarikat</b>		
1985	Pajakan tanah perladangan - jangka pendek	Nilai pasaran terbuka
<b>Kumpulan</b>		
1981	Pajakan tanah dan bangunan jangka pendek	Nilai pasaran terbuka
1982	Tanah hak milik kekal	Kaedah pelaburan
1982	Loji dan mesin	Kaedah kos penukaran
1982	Bangunan hak milik kekal	Kaedah perbandingan
1996	Perbelanjaan perladangan	Kaedah pelaburan
1999	Lot kedai pegangan pajak	Nilai pasaran terbuka

Nilai aset tetap yang diperolehi melalui perjanjian sewa beli dan pajakan kewangan adalah seperti berikut:

	Kos RM'000	Susutnilai Terkumpul RM'000	Nilai Buku Bersih RM'000
<b>Kumpulan - 2000</b>			
Loji dan mesin	2,430	734	1,696
Perabot & kemas, kelengkapan dan kenderaan motor	3,805	1,769	2,036
	6,235	2,503	3,732
<b>Kumpulan - 1999</b>			
Loji dan mesin	2,327	272	2,055
Perabot & kemas, kelengkapan dan kenderaan motor	3,969	1,622	2,347
	6,296	1,894	4,402
<b>Syarikat - 2000</b>			
Perabot & kemas, kelengkapan dan kenderaan motor	489	380	109
<b>Syarikat - 1999</b>			
Perabot & kemas, kelengkapan dan kenderaan motor	658	110	548

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 5. SYARIKAT-SYARIKAT SUBSIDIARI

Syarikat	2000 RM'000	1999 RM'000
Saham tidak disebut harga pada kos Peruntukan ke atas rosot nilai pelaburan	51,218 (5,190)	51,358 (5,190)
	46,028	46,168
Amaun terhutang dari syarikat-syarikat subsidiari Peruntukan hutang ragu	225,699 (3,007)	224,072 (3,007)
	222,692	221,065
Amaun terhutang kepada syarikat-syarikat subsidiari	(78,321)	(82,214)
	190,399	185,019

Amaun terhutang kepada/dari syarikat-syarikat subsidiari adalah tanpa faedah, tidak bercagar dan tidak mempunyai jangkamasa tetap bagi pembayaran balik.

Syarikat-syarikat subsidiari kesemuanya diperbadankan di Malaysia kecuali dinyatakan, adalah seperti berikut:

Syarikat	Kepentingan berkuatkuasa		Aktiviti Utama
	2000 %	1999 %	
TDM Plantation Sdn Bhd	100	100	Pengurusan ladang kelapa sawit, pemprosesan dan perdagangan minyak sawit dan produk yang berkaitan.
Kumpulan Ladang-Ladang Trengganu Sdn Bhd*	100	100	Perladangan kelapa sawit
TDM Trading Sdn Bhd	100	100	Perdagangan minyak kelapa sawit mentah dan produk lain yang berkaitan
TDM Capital Sdn Bhd	90	100	Pegangan pelaburan dan pembangunan perladangan
A & W (Singapore) Pte Ltd (Diperbadankan di Singapura)*	100	100	Operasi restoran makanan segera
A&W of Malaysia Sdn Bhd*	100	100	Operasi restoran makanan segera.
Kumpulan Mediiman Sdn Bhd*	70.63	70.63	Pegangan pelaburan, perkhidmatan rundingan serta pengurusan pusat perubatan pakar.
TDM Properties Bhd	100	100	Pegangan pelaburan dan pembangunan hartanah.
TD Ijarah Sdn Bhd	100	100	Pajakan
East Coast Transportation Sdn Bhd*	100	100	Tidak aktif.
TD Poultry Sdn Bhd*	100	100	Ternakan ayam.
TDM Helling Sdn Bhd	100	100	Perdagangan mesin dan perkakas.
TD Technologies Sdn Bhd*	-	60	Pembangunan sistem komputer.
TMG (M) Sdn Bhd*	100	100	Pegangan Pelaburan

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

Syarikat	Kepentingan berkuatkuasa		Aktiviti Utama
	2000 %	1999 %	
<b>Dipegang oleh TDM Properties Bhd</b> TD Gabongan Sdn Bhd*	51	51	Pembangunan hartanah
<b>Dipegang oleh TMG (M) Sdn Bhd</b> Chee Kheng Stock – Feeds Manufacturing Company Sdn Bhd*	100	100	Operasi dihentikan
TDM Interdagang (M) Sdn Bhd*	100	100	Operasi dihentikan
Pemco Sdn Bhd*	100	100	Operasi dihentikan
<b>Dipegang oleh Kumpulan Ladang-Ladang Trengganu Sdn Bhd</b> Terengganu Rubber Processing Sdn Bhd*	100	100	Tidak aktif
TRP Industries Sdn Bhd*	80	80	Pengeluaran tiub dan produk getah yang berkaitan.
KLLT Fibres Sdn Bhd*	100	100	Pengeluaran papan fiber.
World Wide Rubber Marketing Sdn Bhd*	80	80	Pemasaran produk keluaran syarikat induk.
<b>Dipegang oleh A&amp;W of Malaysia Sdn Bhd</b> Syarikat Ayam Mutiara Sdn Bhd*	55	55	Peruncit makanan (operasi dihentikan)
A&W Properties (M) Sdn Bhd*	100	100	Tidak aktif
TDM Mark-well Sdn Bhd (dahulunya dikenali sebagai FD Food Distributors Sdn Bhd)*	100	100	Khidmat logistik makanan.
Dysec (M) Sdn Bhd*	60	60	Rangkaian makanan segera dan runcit.
Prosperous Avenue Sdn Bhd*	100	100	Rangkaian makanan segera dan runcit.
Limpahan Laksana Sdn Bhd*	60	60	Rangkaian makanan segera dan runcit.
Pleasant Harmony Sdn Bhd*	60	60	Rangkaian makanan segera dan runcit.
<b>Dipegang oleh TDM Plantation Sdn Bhd</b> Nescaya Palma Sdn Bhd*	70	-	Perladangan kelapa sawit.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

Syarikat	Kepentingan berkuatkuasa		Aktiviti Utama
	2000 %	1999 %	
<b>Dipegang oleh Kumpulan Mediiman Sdn Bhd</b> Kelana Jaya Medical Centre*	86.4	86.4	Pusat perubatan pakar
Kuantan Medical Centre*	84.6	84.6	Pusat perubatan pakar
Medi Air Sdn Bhd*	100	100	Memberi khidmat ambulans
Health Medicmaster Sdn Bhd*	100	100	Memberi khidmat kepada klinik kesihatan
HMMC(Ampang) Sdn Bhd*	99.99	99.99	Pusat perubatan
HMMC(Pantai) Sdn Bhd*	99.99	99.99	Pusat perubatan
HMMC(Subang) Sdn Bhd*	99.99	99.99	Pusat perubatan
Halagel Sdn Bhd	60	60	Menjual dan mengedar gelatin, kapsul sayuran dan lain-lain produk yang berkaitan
<b>Dipegang oleh A &amp; W (Singapore) Pte Ltd</b> Harbour Place Developments Pte Ltd (Diperbadankan di Singapura)*	100	100	Mengurus dan mengendalikan restoran terapung
A&W Restaurant Thailand Co Ltd (Diperbadankan di Thailand)*	49	49	Pembekal makanan dan minuman melalui restoran runcit
A&W Distribution Co Ltd (Thailand) (Diperbadankan di Thailand)*	95	95	Tidak aktif

\* Syarikat-syarikat subsidiari yang tidak diaudit oleh Aljeffri & Co.

## 6. SYARIKAT-SYARIKAT BERSEKUTU

Kumpulan	2000 RM'000	1999 RM'000
Saham tidak disebut harga pada kos	849	849
Peruntukan rosot nilai dalam syarikat bersekutu	(609)	(609)
	240	240
Pembahagian kerugian dalam syarikat-syarikat bersekutu	(240)	(240)
	-	-
Amaun terhutang oleh syarikat-syarikat bersekutu	2,644	2,943
Ditolak: Peruntukan bagi hutang ragu	(1,423)	(1,423)
	1,221	1,520
	1,221	1,520



# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

Maklumat syarikat-syarikat bersekutu yang diperbadankan di Malaysia adalah seperti berikut :

	Kepentingan berkuatkuasa		Aktiviti Utama
	2000 %	1999 %	
Success United Corporation Sdn. Bhd.	40	40	Peruncit Makanan
Relk Food Services Sdn. Bhd.	49	49	Peruncit Makanan

## 7. LAIN-LAIN PELABURAN

Di Malaysia:	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Saham yang disebutbarga, pada kos	895	9,123	-	-
Saham tidak disebutbarga, pada kos	12,222	12,175	6,850	6,850
Peruntukan rosotnilai dalam nilai pelaburan	13,117	21,298	6,850	6,850
Hutang dari pelabur	(5,622)	(7,643)	(4,770)	(2,385)
	140	68	-	-
	7,635	13,723	2,080	4,465
Nilai pasaran bagi saham yang disebutbarga	174	2,949	-	-

## 8. ASET TIDAK KETARA

Kumpulan	2000 RM'000	1999 RM'000
Muhibah dari penyatuan		
Baki pada 1 Januari	7,720	8,434
Pengambilalihan syarikat subsidiari	300	338
Tolak : Pelunasan	8,020	8,772
	(1,052)	(1,052)
Baki pada 31 Disember	6,968	7,720
Perbelanjaan dihantar ke hadapan		
Baki pada 1 Januari	3,076	1,137
Pengambilalihan syarikat subsidiari	793	2,868
Tolak: Pelunasan	3,869	4,005
Pelupusan syarikat-syarikat subsidiari	(1,032)	(929)
	(594)	-
Baki pada 31 Disember	2,243	3,076
	9,211	10,796

Perbelanjaan dihantar ke hadapan merangkumi perbelanjaan dalaman ke atas kos pembangunan aktiviti utama di mana adalah dijangkakan bahawa kos tersebut dapat dikembalikan melalui aktiviti komersil masa hadapan.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 9. PERBELANJAAN PEMBANGUNAN

Kumpulan	2000 RM'000	1999 RM'000
Kos pembangunan	20,034	14,679
Keuntungan berkaitan	376	710
	20,410	15,389
Ditolak: Pembayaran kemajuan	(19,380)	(14,031)
	1,030	1,358

## 10. BARANGNIAGA

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Stok perdagangan	2,500	2,729	-	-
Stok barang keluaran	2,364	3,721	-	-
Makanan dan barangan boleh guna	4,493	6,643	22	5
Stok promosi	191	142	-	-
Alat ganti, kelengkapan dan stor	1,636	278	-	-
Stok semaian	4,406	4,032	-	-
Stok ternakan ayam	378	1,015	-	-
	15,968	18,560	22	5

## 11. JUMLAH AKAN DITERIMA DARI PERDAGANGAN DAN LAIN-LAIN

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Jumlah akan diterima dari perdagangan	20,287	22,578	-	-
Ditolak: Peruntukan hutang ragu	(6,538)	(4,954)	-	-
	13,749	17,624	-	-
Jumlah akan diterima dari lain-lain, deposit dan prabayar	79,307	47,161	3,095	2,618
Ditolak : Peruntukan hutang ragu	(8,798)	(7,316)	-	-
	70,509	39,845	3,095	2,618
	84,258	57,469	3,095	2,618

Termasuk di dalam penghutang lain Kumpulan dalam tahun semasa ialah sejumlah RM5,738,150 (1999: RM5,000,000) yang berada di tangan Pengurus Pelaburan Dana.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 12. DEPOSIT, BAKI BANK DAN TUNAI

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Dengan bank berlesen:</b>				
Simpanan tetap dengan bank berlesen	1,465	2,464	-	-
Deposit pada panggilan dengan bank berlesen	260	1,059	2	2
Tunai di bank dan dalam tangan	4,339	6,533	138	7
	6,064	10,056	140	9

Termasuk dalam simpanan tetap dengan bank berlesen ialah sejumlah RM 1,116,421 (1999: RM 1,940,646) yang dicagarkan sebagai sekuriti untuk bon prestasi yang diterbitkan dan kemudahan-kemudahan bank yang diperolehi.

## 13. JUMLAH AKAN DIBAYAR UNTUK PERDAGANGAN DAN LAIN-LAIN

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Jumlah akan dibayar untuk perdagangan	38,726	23,988	-	-
Lain-lain akan dibayar dan terakru	140,127	93,077	21,773	12,508
	178,853	117,065	21,773	12,508

## 14. LIABILITI SEWA BELI DAN PAJAKAN

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Perlu dibayar dalam masa 12 bulan (termasuk lain-lain pemiutang dan terakru)	395	5,689	45	204
Perlu dibayar selepas 12 bulan	2,783	4,063	45	90
	3,178	9,752	90	294

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 15. PINJAMAN JANGKA PENDEK

a) Butir-butir pinjaman jangka pendek adalah seperti berikut :

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Overdraf bank - bercagar	32,220	31,135	8,690	7,539
Kemudahan kewangan perdagangan				
- dijamin	16,882	6,953	-	-
- tidak dijamin	912	-	-	-
	50,014	38,088	8,690	7,539
Bahagian jangka pendek dari pinjaman jangka panjang (Nota 18)				
- dijamin	15,623	5,911	5,500	-
- tidak dijamin	500	500	-	-
	66,137	44,499	14,190	7,539
Dijamin oleh*:				
i) Jaminan korporat oleh syarikat induk subsidiari	33,077	23,151	-	-
ii) Caj tetap dan terapung ke atas aset tetap Syarikat	8,690	7,539	8,690	7,539
iii) Jaminan korporat oleh syarikat induk subsidiari, caj tetap dan terapung ke atas aset tetap Syarikat dan penggabungan jaminan daripada pengarah syarikat subsidiari dan pembinaan deposit tetap	3,742	2,474	-	-
iv) Jaminan korporat oleh syarikat induk subsidiari dan jaminan bank dari bank asing	3,593	2,541	-	-

Butir-butir jaminan pinjaman jangka panjang di Nota 18 penyata kewangan.

Kemudahan kewangan perdagangan mengandungi jaminan pusingan kredit, penerimaan bank, surat percaya, surat kredit dan bil penerimaan cara Islam.

b) Kadar faedah dicaj dalam lingkungan 4% dan 14.45% (1999: 4% - 14.8%) setahun.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 16. CUKAI TERTUNDA

Kumpulan	2000 RM'000	1999 RM'000
Baki pada 1 Januari	2,002	2,002
Pindahan dari penyata pendapatan	(911)	12
Baki pada 31 Disember	1,091	2,014

## 17. FAEDAH PERSARAAN

Kumpulan	2000 RM'000	1999 RM'000
Baki pada 1 Januari	701	685
Pindahan dari penyata pendapatan	-	87
Ditolak: bayaran yang dibuat	701 (46)	772 (71)
Baki pada 31 Disember	655	701

## 18. PINJAMAN JANGKA PANJANG

Butir-butir pinjaman jangka panjang seperti berikut:

		Kumpulan		Syarikat	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Bercagar:					
Pinjaman Bank 1	(a)	10,751	5,583	-	-
Pinjaman Bank 2	(b)	38,411	36,411	-	-
Pinjaman Bank 3	(c)	363	587	-	-
Pinjaman Bank 4	(d)	266	593	-	-
Pinjaman Bank 5	(e)	492	-	-	-
Pinjaman Bank 6	(f)	542	-	-	-
Pinjaman Bank 7	(g)	3,671	3,625	-	-
Pinjaman Bank 8	(h)	1,636	1,832	-	-
Pinjaman Bank 9	(i)	4,000	4,000	-	-
Pinjaman Bank 10	(j)	83	87	-	-
Pinjaman Bank 11	(k)	10,146	11,038	-	-
Pinjaman Bank 12	(l)	10,000	10,000	10,000	10,000
Pinjaman Bank 13	(m)	5,302	6,142	-	-
		85,663	79,898	10,000	10,000
Kredit pusingan		-	1,800	-	-
		85,663	81,698	10,000	10,000
Tidak bercagar:					
Pinjaman Bank 14	(n)	2,516	2,840	-	-
		88,179	84,538	10,000	10,000
3% Stok pinjaman tak terjamin tidak boleh ditebus tetapi boleh ditukar (Nota 19)		103,800	103,800	103,800	103,800
6-7% Stok pinjaman tak terjamin boleh ditukar (Nota 20)		500	500	-	-
		192,479	188,838	113,800	113,800
Ditolak:					
Bayaran balik dalam tempoh 12 bulan (Nota 15)		(16,123)	(6,411)	(5,500)	-
Bayaran balik dalam tempoh 2 hingga 5 tahun		176,356	182,427	108,300	113,800

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

Caj faedah pinjaman jangka panjang berada dalam lingkungan 5% hingga 13.13% ( 1999: 4% - 14.8%) setahun.

- (a) Pinjaman bank 1, bercagar dengan cara caj tetap terhadap pajakan perladangan jangka pendek syarikat subsidiari, caj tetap dan terapung ke atas lain-lain aset syarikat subsidiari dan jaminan korporat oleh Syarikat.
- (b) Pinjaman bank 2, kemudahan Al-Bai' Bithaman Ajil yang mana ianya bercagar oleh cal legal ke atas lain-lain aset syarikat subsidiari dan jaminan korporat oleh Syarikat. Pinjaman ini perlu dibayar sepenuhnya selepas 3 dan 5 tahun dari tarikh pengeluaran dibuat.
- (c) Pinjaman bank 3, diperolehi dari bank berlesen dan perlu dibayar dalam bentuk 60 kali bayaran ansuran bermula 31 Ogos, 1996. Pinjaman ini bercagar oleh caj tetap terhadap debentur ke atas loji dan mesin syarikat subsidiari dan jaminan korporat oleh Syarikat.
- (d) Pinjaman bank 4, diperolehi dari bank berlesen dan perlu dibayar dalam bentuk 60 kali bayaran ansuran bermula 1 Julai, 1996. Pinjaman ini bercagar oleh caj tetap pertama dan kedua ke atas loji dan mesin syarikat subsidiari dan jaminan korporat oleh Syarikat.
- (e) Pinjaman bank 5, diperolehi dari bank berlesen dan perlu dibayar dalam bentuk 72 kali bayaran. Pinjaman ini bercagar oleh caj tetap pertama, kedua dan ketiga ke atas loji dan mesin syarikat subsidiari, jaminan korporat oleh Syarikat dan memorandum deposit ke atas deposit tetap berjumlah RM 150,000.
- (f) Pinjaman bank 6, diperolehi dari bank tempatan berlesen dan dijamin oleh jaminan korporat oleh Syarikat.
- (g) Pinjaman bank 7, perlu dibayar atas jangkamasa untuk ansuran sebanyak 180 kali bermula dari pengambilan pinjaman sepenuhnya. Ia dijamin oleh 'Deed of Assigment' ke atas hartanah pajakan syarikat subsidiari, surat keizinan, surat pengusahaan dari pihak ketiga, dan jaminan korporat oleh pemegang syarikat subsidiari.
- (h) Pinjaman bank 8 dijamin oleh caj tetap dan terapung ke atas aset syarikat subsidiari. Pinjaman perlu dibayar dengan ansuran tetap selama 11 tahun, bermula dari Januari 1999.
- (i) Pinjaman bank 9 dijamin oleh caj tetap dan terapung ke atas bangunan syarikat subsidiari. Pinjaman perlu dibayar dengan 84 kali ansuran bulanan, bermula dari Oktober 1999.
- (j) Pinjaman bank 10 dijamin oleh beberapa gabungan pengarah syarikat subsidiari, jaminan korporat oleh Syarikat dan surat pengusahaan dari syarikat subsidiari kepunyaan syarikat subsidiari.
- (k) Pinjaman bank 11 perlu dibayar dengan 180 kali ansuran bermula dari Januari 2000. Pinjaman dijamin oleh cagaran terbuka ke atas hartanah pajakan syarikat subsidiari, jaminan korporat oleh Syarikat dan jaminan bank dari bank asing.
- (l) Pinjaman bank 12 dijamin oleh caj tetap dan terapung ke atas tanah pajakan jangka panjang syarikat subsidiari.
- (m) Pinjaman 13 dijamin oleh caj tetap dan terapung ke atas semua aset syarikat subsidiari dan jaminan korporat dari Syarikat.
- (n) Pinjaman 14 perlu dibayar dengan ansuran sebanyak RM 125,000 setiap suku tahunan sebanyak 21 kali, bermula dari 19 September 1997.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 19. 3% STOK PINJAMAN TAK TERJAMIN TIDAK BOLEH TEBUS TETAPI BOLEH DITUKAR (ICULS)

Lanjutan dengan pengambilalihan Kumpulan Ladang-ladang Trengganu Sdn Bhd, Syarikat telah menerbitkan 103,800,000 harga nominal "Irredeemable Convertible Unsecured Loan Stock" (ICULS) dengan tempoh matang 5 tahun dan faedah 3% setiap tahun kepada Perbadanan Memajukan Iktisad negeri Terengganu sebagai penyelesaian hutang Kumpulan Ladang-ladang Trengganu Sdn Bhd.

ICULS tidak boleh ditebus dan, kecuali sebelumnya ditukar, keseluruhan baki ICULS akan ditukar secara mandatori oleh Syarikat kepada Saham Biasa bernilai RM 1 setiap satu dalam Syarikat pada harga tukaran RM 4.10 di atas tarikh matang bermula 5 tahun dari tarikh terbitan.

Tukaran kepada saham biasa berbayar sepenuhnya pada RM 1 setiap satu akan dibenarkan bila-bila masa selepas 1 tahun dari tarikh terbitan, tetapi tukaran ini dihadkan kepada 25% dari jumlah besar terbitan dalam tahun-tahun kedua, ketiga, keempat dan kelima.

ICULS diwujudkan melalui Suratcara Amanah bertarikh 3 Oktober 1997 dan memberi kadar kupon 3% setahun dan dibayar secara tunggakan.

## 20. 6-7% STOK PINJAMAN TAK TERJAMIN BOLEH DITUKAR (TCULS)

TCULS boleh ditukar kepada saham-saham biasa atas salah satu Syarikat subsidiari, Kelana Jaya Medical Centre Sdn Bhd. di dalam tempoh 5 tahun dari tarikh pengeluaran Sijil Stok Pinjaman Mudahalih dengan kadar nilai nominal TCULS RM 1 bagi setiap unit saham biasa berbayar sepenuhnya RM 1 setiap satu di dalam Syarikat subsidiari tersebut.

Di dalam pemindahan TCULS kepada saham-saham biasa yang baru, saham-saham seumpama itu menduduki tahap 'parri passu' di dalam semua kaedah dengan saham-saham biasa Syarikat di mana mereka tidak layak menerima sebarang dividen atau penyerahan pengagihan di dalam kaedah tahun kewangan sebelum tahun kewangan di mana TCULS itu dipindahkan.

TCULS yang berbaki pada tarikh kematangan akan ditukar oleh Syarikat subsidiari pada kadar seratus peratus (100%) daripada nilai nominalnya. Tarikh kematangan adalah merupakan tarikh tamat tempoh di dalam 5 tahun berkuatkuasa pada tarikh pengeluaran seterusnya.

TCULS merangkumi faedah 6% setahun terhadap jumlah pokok terakhir bagi tempoh 2 tahun dari tarikh penyerahan Sijil Stok Pinjaman dan 7% setahun bagi tempoh 3 tahun sehingga tarikh matang.

## 21. MODAL SAHAM

Kumpulan dan Syarikat	2000 RM'000	1999 RM'000
<b>Dibenarkan:</b>		
Saham Biasa bernilai RM1 seunit	200,000	200,000
<b>Diterbit dan dibayar sepenuhnya:</b>		
Saham Biasa bernilai RM1 seunit		
Pada 1 Januari	80,614	80,614
Pengagihan dalam tahun tersebut – 68,000 saham biasa bernilai RM 1 seunit	68	-
Pada 31 Disember	80,682	80,614

Skim Opsyen Saham Pekerja Syarikat telah diluluskan oleh pemegang saham pada Mesyuarat Agung Luarbiasa yang diadakan pada 24 Jun 1999.

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

Ekoran skim tersebut, saham pilihan yang ditawarkan dan dilaksanakan sepanjang tahun kewangan, dan baki opsyen yang belum dijelaskan pada 31 Disember 2000 adalah seperti berikut:

Dilaksanakan pada	Harga Langganan sesaham	Baki pada 1.1.2000	Dilaksanakan	Saham Yang Belum Terbit pada 31.12.2000
9.12.1999	RM1.47	5,201,000	68,000	5,133,000

Pada tahun kewangan, 68,000 saham biasa diterbitkan di bawah skim pada harga RM 1.47 seunit. Saham baru menduduki tahap 'parri passu' dengan saham yang sedia ada.

Ciri-ciri utama dalam Skim:

- Hanya pekerja di dalam kumpulan yang telah disahkan jawatan dan telah berkhidmat di dalam Kumpulan sekurang-kurangnya 1 tahun pada tarikh tawaran layak untuk skim ini. Bagi pekerja yang berkhidmat secara kontrak, tempoh kontrak mereka mestilah sekurang-kurangnya tiga tahun. Bagi pekerja yang bukan warganegara Malaysia, mereka akan hanya dipertimbangkan sama ada layak atau tidak sekiranya mereka telah berkhidmat dalam mana-mana syarikat dalam Kumpulan secara penuh masa.
- Pilihan ini adalah hak individu untuk memilih dan tidak boleh dipindahmilik.
- Jumlah maksimum untuk ditawarkan di bawah Skim tidak boleh melebihi 10% agregat dari saham modal terbitan dan berbayar Syarikat pada bila-bila masa sepanjang kewujudan Skim ini, di mana akan dikuatkuasakan selama 5 tahun dari 9 Disember 1999, iaitu tarikh yang diluluskan oleh Suruhanjaya Sekuriti.
- Harga langganan akan ditentukan oleh harga penutupan pasaran untuk saham biasa Syarikat pada hari pasaran sebelum Tarikh Tawaran, purata sebutharga pasaran untuk saham biasa Syarikat seperti yang ditunjukkan di dalam Senarai Rasmi Harian oleh Bursa Saham Kuala Lumpur selama 5 hari pasaran sebelum Tarikh Tawaran, atau pada nilai kesetaraan dari saham biasa Syarikat, yang mana lebih tinggi.
- Opsyen yang diberikan boleh dilaksanakan pada bila-bila masa dalam jangkamasa 5 tahun dari tarikh tawaran pilihan tersebut atau jangkamasa yang lebih pendek seperti yang dinyatakan di dalam tawaran setelah memberi notis secara bertulis kepada Syarikat.

Opsyen ini tidak memberi hak kepada sesiapa untuk menyertai saham yang diterbitkan oleh Syarikat lain.

## 22. PREMIUM SAHAM

Kumpulan dan Syarikat	2000 RM'000	1999 RM'000
Pada 1 Januari	-	-
Terbit dari 68,000 saham biasa baru bernilai RM 1 seunit di bawah Skim Opsyen Saham Pekerja pada harga terbitan bernilai RM 1.47 saham biasa baru	32	-
Pada 31 Disember	32	-



31 Disember 2000

## 23. RIZAB MODAL

### Syarikat

Rizab modal adalah berkaitan kepada lebihan yang timbul dari penjualan aset tetap kepada sebuah syarikat subsidiari dalam tahun 1986 dan terhapus apabila digabungkan.

## 24. LEBIHAN PENILAIAN SEMULA

### Kumpulan dan Syarikat

Lebihan nilai semula diwakili lebihan yang timbul dari penilaian semula estet-estet tertentu beserta tanah dan bangunan dan ia tidak boleh diagihkan dengan cara dividen.

## 25. RIZAB PENGGABUNGAN

### Kumpulan

Rizab penggabungan adalah berkaitan kepada rizab yang timbul semasa pengambilalihan Syarikat Kumpulan Ladang-ladang Trengganu Sdn Bhd dan diambilkira di bawah kaedah perakaunan penggabungan sebagaimana dinyatakan dalam Nota 2(a) pada nota-nota kepada penyata kewangan.

## 26. PENGAMBILALIHAN SYARIKAT SUBSIDIARI

Dalam tahun ini, TDM Plantation Sdn Bhd telah membeli 700,00 saham biasa bernilai RM 1 seunit dari Nescaya Palma Sdn Bhd, iaitu 70% faedah ekuiti tunai.

Dalam tahun 1999, Kumpulan Mediiman Sdn Bhd telah membeli 150,000 saham biasa bernilai RM 1 seunit dari Halagel (M) Sdn Bhd, iaitu 60% faedah ekuiti tunai.

Butir-butir aset bersih, muhibah dan aliran tunai dari pengambilalihan tersebut adalah seperti berikut:

<b>Kumpulan</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Pembelian aset bersih:		
Muhibah	300	338
Peruntukan aset bersih yang diperolehi	(263)	(88)
Kepentingan minoriti	300	-
	(263)	250
Ditolak:		
Tunai dalam syarikat subsidiari yang dibeli	-	(278)
	(263)	(28)

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 27. PELUPUSAN SYARIKAT SUBSIDIARI

Syarikat telah melupuskan 180,000 saham biasa bernilai RM 0.50 setiap satu, yang mana ianya adalah keseluruhan saham di dalam TD Technologies Sdn Bhd, sebuah syarikat subsidiari, dengan nilai tunai RM 250,000.

### (a) Kesan ke atas penyata kewangan syarikat

Penjualan TD Technologies Sdn Bhd mencatatkan keuntungan sebanyak RM 160,000 di dalam penyata kewangan Syarikat.

### (b) Kesan ke atas penyatuan penyata kewangan

Kumpulan	2000 RM'000	1999 RM'000
Penjualan aset bersih		
Bahagian aset bersih dilupuskan	206	-
Kepentingan minoriti	(168)	-
	38	-
Hasil dari pelupusan	(250)	-
	212	-
Keuntungan dari pelupusan		
Hasil dari pelupusan	250	-
Wang tunai dan bersamaan wang tunai dari pelupusan syarikat subsidiari	18	-
	268	-

## 28. HASIL

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Jualan barangan	139,870	184,349	-	-
Perkhidmatan yang diberikan	13,469	5,671	3,679	2,328
Perolehan kontrak	5,402	14,615	-	-
	158,741	204,635	3,679	2,328

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 29. KEUNTUNGAN DARI OPERASI

Keuntungan operasi didapati selepas caj/kredit yang berikut:

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Selepas dicaj:</b>				
Yuran pengarah-pengarah (Nota 30)	743	1,443	68	117
Susutnilai/pelunasan hartanah, loji dan peralatan	15,807	16,283	582	593
Pelunasan perbelanjaan tertunggak	1,032	929	-	-
Rugi atas penjualan hartanah, loji dan peralatan	926	339	-	-
Yuran juruaudit:				
- tahun semasa	344	360	25	25
- (terlebih)/terkurang peruntukan tahun lepas	(22)	(5)	8	7
- bukan yuran audit dibayar kepada juruaudit	9	-	-	-
Sewa bangunan	7,528	13,649	240	173
Sewa peralatan	111	88	-	-
Hapuskira hartanah, loji dan peralatan	1,282	1,218	-	-
Peruntukan untuk rosotnilai hartanah, loji dan peralatan	-	1,900	-	-
Peruntukan untuk ganjaran persaraan	-	87	-	-
Sewa kenderaan	56	46	-	-
Hapus kira hutang lapuk	259	349	-	-
Pelunasan muhibah	1,052	1,052	-	-
Peruntukan hutang ragu	3,396	7,230	-	-
Peruntukan untuk penurunan nilai pelaburan:				
- syarikat subsidiari	-	-	2,385	500
- lain-lain	2,468	3,624	-	-
Kerugian di atas penjualan saham	806	--	-	-
Peruntukan untuk zakat	-	232	-	232
(Untung)/rugi dari tukaran matawang asing	(3)	710	-	-
Kos pekerja	20,091	27,833	1,167	999
<b>Dan dikredit:</b>				
Dividen kasar dari:				
- pelaburan disebut harga	681	-	-	-
Yuran pengurusan dari syarikat subsidiari	-	-	3,679	2,328
Untung dari penjualan aset tetap	75	223	-	-
Hasil dari sewa	262	186	47	44

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 30. YURAN PENGARAH-PENGARAH

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Yuran pengarah-pengarah:				
- tahun semasa	431	340	-	75
- terlebih peruntukan tahun lepas	-	3	-	-
Lain-lain yuran pengarah				
- tahun semasa	312	1,076	68	42
- terlebih peruntukan tahun lepas	-	24	-	-
	743	1,443	68	117

## 31. KOS KEWANGAN

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Kerugian bersih pinjaman matawang asing:				
- tidak direalisasi	-	163	-	-
- direalisasi	594	233	-	-
	594	396	-	-
Faedah atas:				
- pinjaman	9,338	6,469	864	368
- overdraf	1,588	224	-	-
- kredit pusingan	481	425	-	-
- stok pinjaman	3,124	3,114	3,114	3,114
- pajakan dan sewa beli	845	1,295	32	22
- lain-lain	564	5,084	-	-
	15,940	16,611	4,010	3,504
	16,534	17,007	4,010	3,504

## 32. CUKAI

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Peruntukan untuk cukai	103	-	-	-
Peruntukan cukai tidak mencukupi pada tahun-tahun terdahulu	144	3,996	64	3,979
Pemindahan ke akaun cukai tertunda	(911)	12	-	-
	(664)	4,008	64	3,979

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

Pada 31 Disember 2000, Kumpulan dan Syarikat mempunyai elaun modal tidak diserapkan dan kerugian cukai untuk diimbangkan dengan pendapatan bercukai masa hadapan tertakluk kepada kelulusan daripada Lembaga Hasil Dalam Negeri seperti berikut:

<b>Kumpulan</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Kerugian tidak diserapkan	75,281	88,935
Elaun modal tidak digunakan	34,758	16,808
	<b>110,039</b>	<b>105,743</b>

### 33. KERUGIAN SESAHAM

Perkiraan kerugian sesaham berdasarkan kerugian Kumpulan untuk tahun kewangan selepas cukai dan kepentingan minoriti sebanyak RM 52,892,098 (1999: RM 23,103,238) dibahagi dengan 80,682,088 saham (1999: 80,614,088 saham) dalam terbitan.

### 34. PELARASAN TAHUN TERDAHULU

<b>Kumpulan</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Kekurangan perbelanjaan di dalam tahun sebelumnya (Kelebihan)/kekurangan mengambil kira pendapatan di dalam tahun sebelumnya	-	(920)
*Hapus kira perbelanjaan yang dibawa ke depan	(705)	100
	-	(4,430)
	<b>(705)</b>	<b>(5,250)</b>

\*Pelarasan tahun-tahun sebelumnya menunjukkan kesan perubahan polisi perakaunan untuk perbelanjaan tertunggak. Perubahan polisi perakaunan ini telah diambil kira secara retrospektif. Ia mempunyai kesan mengurangkan kerugian selepas cukai untuk Kumpulan sebanyak RM 505,982 (1999: RM 3,830,915). Kesan ini berkaitan dari tahun-tahun sebelumnya sehingga 31 Disember 1999 telah dibuat pelarasan dengan kerugian terkumpul tahun tersebut.

### 35. TRANSAKSI-TRANSAKSI PENTING ANTARA SYARIKAT

<b>Syarikat</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Yuran pengurusan dari syarikat-syarikat subsidiari	3,679	2,328
Faedah dari pembayaran pinjaman dari syarikat –syarikat subsidiari	3,114	3,114

### 36. PENGLIBATAN MODAL

	<b>Kumpulan</b>		<b>Syarikat</b>	
	<b>2000 RM'000</b>	<b>1999 RM'000</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Amaun diluluskan dan dikontrakkan	2,117	2,734	-	-
Amaun diluluskan tetapi tidak dikontrakkan	6,900	16,631	-	-
	<b>9,017</b>	<b>19,365</b>	<b>-</b>	<b>-</b>

# nota-nota kepada penyata kewangan ...samb.

31 Disember 2000

## 37. LIABILITI LUARJANGKA

	Kumpulan		Syarikat	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Jaminan korporat yang diberi kepada institusi kewangan untuk kemudahan-kemudahan bank bagi syarikat-syarikat subsidiari				
- bercagar	76,754	74,442	71,962	69,871
- tidak bercagar	38,493	31,836	37,999	31,336
	115,247	106,278	109,961	101,207

Dalam tahun ini, satu pihak ketiga telah memfail saman undang-undang ke atas salah satu syarikat subsidiari kerana melanggar kontrak usaha-sama dengan kerugian berjumlah RM 15 juta. Pada tarikh laporan ini, perbicaraan belum ditetapkan kecuali pertukaran affidavit antara kedua-dua pihak.

## 38. ANALISA MENGIKUT SEGMENT

Kumpulan	Perolehan RM'000	Untung/ (Rugi) Sebelum Cukai RM'000	Penggunaan Aset Kasar RM'000
<b>2000</b>			
1. Perladangan	60,787	(23,157)	363,327
2. Perniagaan runcit makanan	72,464	(19,431)	78,568
3. Khidmat perubatan	15,148	(6,915)	30,739
4. Lain-lain	10,342	(5,100)	55,359
	158,741	(54,603)	527,993
<b>1999</b>			
1. Perladangan	95,659	12,641	373,787
2. Perniagaan runcit makanan	72,497	(26,407)	71,708
3. Khidmat perubatan	8,713	(5,064)	27,705
4. Lain-lain	27,766	(1,998)	64,486
	204,635	(20,828)	537,686

Tiada analisa secara geografikal dibuat kerana kepentingan perniagaan sebahagian besarnya berada di Malaysia.

**39. LAIN-LAIN PERISTIWA PENTING**

Dalam tahun kewangan

- (a) Syarikat telah melupuskan 50,000 saham biasa pada RM 1.00 setiap satu atau 10% dari modal berbayar syarikat subsidiari yang dimiliki sepenuhnya, TDM Capital Sdn Bhd, dengan harga RM 1.5 juta.
- (b) Kumpulan Mediiman Sdn Bhd, sebuah syarikat subsidiari, telah membuat perjanjian dengan pengarah Medi Air Sdn Bhd untuk menjual seluruh kepentingan ekuiti yang dimiliki sepenuhnya dalam syarikat subsidiari dengan bayaran seperti berikut, sejumlah RM 100 sahaja, pembayaran hutang dan liabiliti Medi Air Sdn Bhd oleh pembeli dan bayaran pembelian kapal terbang oleh pembeli. Sehingga akhir tahun kewangan, transaksi masih belum terlaksana.

**40. PERISTIWA YANG BERIKUT SELEPAS TARIKH KUNCI KIRA-KIRA**

- (a) Pada 23 Januari 2000, Kumpulan Mediiman Sdn Bhd, sebuah syarikat subsidiari, telah membuat perjanjian jual beli untuk menjual 150,000 saham biasa berharga RM 1.00 seunit dalam Halagel Sdn Bhd. Jumlah tersebut adalah 60% daripada modal berbayar. Penjualan saham ini berjumlah RM 150,000, perlu dibayar oleh pembeli, yang merupakan pemegang saham minoriti, pada pelaksanaan perjanjian tersebut.
- (b) Pada 26 Januari 2001, Syarikat telah membuat Perjanjian Memorandum Persefahaman dengan Semantan Capital Sdn Bhd untuk cadangan penjualan seluruh saham di dalam A&W (Malaysia) Sdn Bhd dan A&W Singapore Pte Ltd, syarikat-syarikat subsidiari milik penuh. Setakat tarikh laporan ini, perjanjian jual beli masih belum dimeterai oleh kedua-dua pihak.

**41. ANGKA-ANGKA PERBANDINGAN DAN PEMBENTANGAN PENYATA KEWANGAN**

Angka-angka perbandingan telah diklasifikasikan semula untuk penyesuaian dengan pembentangan tahun semasa, kesan dari perubahan polisi perakaunan seperti di Nota 34. Angka-angka perbandingan juga telah dibuat pelarasan untuk disesuaikan dengan keperluan 13 Piawaian MASB yang baru dan berkuatkuasa untuk tahun berakhir 31 Disember 2000.

# **FINANCIAL STATEMENTS 2000**



# directors' report

For the year ended 31 December 2000

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2000.

## PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and provision of management services to subsidiary companies. The principal activities of the subsidiary companies are as explained in Notes 5 to the financial statements.

There have been no significant changes in the nature of the activities of the Company and of its subsidiary companies during the financial year except that Group ceased providing computer system development as a result of the disposal of TD Technologies Sdn Bhd, a subsidiary company.

## RESULTS OF OPERATION

The results of operations of the Group and of the Company for the financial year are as follows:

	<b>Group RM'000</b>	<b>Company RM'000</b>
Loss for the year after taxation	(53,939)	(1,008)
Minority interest	1,047	-
	(52,892)	(1,008)
Accumulated profit/(loss) at beginning of year:		
As previously stated	7,492	(2,615)
Prior year adjustment	(705)	-
As restated	6,787	(2,615)
Accumulated loss at end of year	(46,105)	(3,623)

## DIVIDENDS

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

## RESERVES AND PROVISIONS

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

## ISSUE OF SHARES

During the financial year, the Company's issued and paid-up ordinary share capital was increased from RM80,614,088 to RM80,682,088 by way of the issue of 68,000 ordinary shares of RM1 each at an issue price of RM1.47 per new ordinary share for cash under the Employees' Share Option Scheme. The newly issued ordinary shares rank pari passu in all respects with the existing ordinary shares of the Company.

# directors' report ...cont'd

For the year ended 31 December 2000

## EMPLOYEES' SHARE OPTION SCHEME

The Company's Employees' Share Option Scheme ("the Scheme") was approved by the shareholders at an Extraordinary General Meeting held on 24 June 1999.

Pursuant to the Scheme, the options offered and exercised during the financial year and the remaining outstanding options as at 31 December 2000 are as follows:

<b>Exercisable From</b>	<b>Subscription Price Per Share</b>	<b>Balance as of 1.1.2000</b>	<b>Exercised</b>	<b>Unissued Shares as of 31.12.2000</b>
9 December 1999	RM1.47	5,201,000	68,000	5,133,000

The main features of the Scheme are:

- (a) Eligible persons are employees of the Group who have been confirmed in their employment and have been in the service of the Group for at least one year on or prior to the Date of Offer. Where the employee is serving under an employment contract, the contract should be for a duration of at least three years. In respect of employees who are non-Malaysian, they may be considered for eligibility when they served any company within the Group on a full-time basis.
- (b) The option is personal to the grantee and is non-assignable.
- (c) The maximum number of shares to be offered under the Scheme shall not exceed in aggregate 10% of the issued and paid up share capital of the Company at any point of time during the existence of the Scheme which shall be in force for a period of five years from 9 December 1999 being the date of approval by the Securities Commission.
- (d) The Subscription Price shall be determined by the closing market price of the Company's ordinary shares on the market day immediately preceding the Date of Offer, the average of the mean market quotation of the Company's ordinary shares as shown in the Daily Official List issued by the Kuala Lumpur Stock Exchange for the five market days preceding the Date of Offer, or at the par value of the ordinary shares of the Company, whichever is higher.
- (e) The options granted may be exercised at anytime within a period of five years from the date of offer of the option or such shorter period as may be specifically stated in the offer upon giving notice in writing to the Company.

The option does not confer on any person the right to participate in any share issued of any other company.

## STATUTORY INFORMATION ON THE FINANCIAL STATEMENTS

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

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

# directors' report ...cont'd

For the year ended 31 December 2000

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

- (a) which would render the amount written off for bad debts or the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
- (b) which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading; or
- (c) which have arisen which render adherence to the existing methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

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

At the date of this report there does not exist:

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

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

In the opinion of the directors:

- (a) the results of the Group's and of the Company's operations during the year were not substantially affected by any item, transaction or event of a material and unusual nature except as disclosed in the income statements and Notes 35 and 40 to the financial statements; and
- (b) except as disclosed in Note 41 to the financial statements, there has not arisen in the interval between the end of the year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the result of the operations of the Group or of the Company for the financial year in which this report is made.

## DIRECTORS

The following Directors served on the Board of the Company since the date of the last report:

Harun Bin Taib	
Dato' Senara Muda (Dato' Mazlan @ Mohd Nanri Bin Hashim)	
Raja Idris Bin Raja Kamarudin	
Md. Azmi Bin Lop Yusof	
Dato' Hassan @ Shugib Bin Lebai Mat	
Dr. Wan Hassan Bin Wan Embong	(Appointed on 11.8.2000)
A. Zamani Bin Mohammad	(Resigned on 11.1.2001)
Dato' Zaki @ Mohd Zaki Bin Yusof	(Resigned on 2.7.2000)

In accordance with Article 113 of the Company's Articles of Association, Dr. Wan Hassan Bin Wan Embong who was appointed during the period, retire at the forthcoming Annual General Meeting and, being eligible, offer himself for election.

In accordance with Article 110 of the Company's Articles of Association, Md Azmi Bin Lop Yusof and Dato' Senara Muda (Dato' Mazlan @ Mohd Nanri Bin Hashim) retire by rotation at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

# directors' report ...cont'd

For the year ended 31 December 2000

## DIRECTORS' INTERESTS

None of the Directors who held office at the end of the financial year had, according to the Register of Directors' Shareholdings, any interest in shares of the Company and its related companies except as stated below:

	Number of ordinary shares of RM1 each in the Company			Balance at 31.12.2000
	Balance at 1.1.2000	Bought	Sold	
<b>Shareholdings in the name of the director:</b>				
Raja Idris Bin Raja Kamarudin	-	202,000	-	202,000

## DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the Directors of the Company has received or become entitled to receive any benefit (other than the fees and other emoluments received or due and receivable by directors as shown in the financial statements) by reason of a contract made by the Company or a related company with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

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

## AUDITORS

The auditors, Aljeffri & Co., have expressed their willingness to continue in office.

Signed on behalf of the Board  
in accordance with a resolution of the Directors,



**RAJA IDRIS BIN RAJA KAMARUDIN**  
Executive Director



**DR. WAN HASSAN BIN WAN EMBONG**  
Director

Kuala Lumpur  
Date: 30 April 2001

## statement by directors

We, **RAJA IDRIS BIN RAJA KAMARUDIN** and **DR. WAN HASSAN BIN WAN EMBONG**, being two of the directors of **TDM BERHAD**, state that, in the opinion of the Directors, the financial statements set out on pages 70 to 106 are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2000 and of the results of their operations and cash flows of the Group and of the Company for the year ended on that date in accordance with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965.

Signed in accordance with a resolution of the directors,



**RAJA IDRIS BIN RAJA KAMARUDIN**  
Executive Director



**DR. WAN HASSAN BIN WAN EMBONG**  
Director

Kuala Lumpur,

Date: 30 April 2001

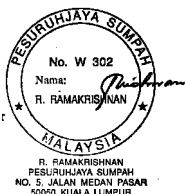
## statutory declaration

I, **HAJI MOHD HASSAN BIN SALLEH**, being the officer primarily responsible for the financial management of **TDM BERHAD**, do solemnly and sincerely declare that the financial statements set out on pages 70 to 106 are to the best of my knowledge and belief correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

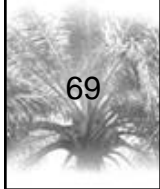
Subscribed and solemnly declared by the abovenamed, **HAJI MOHD HASSAN BIN SALLEH** at Kuala Lumpur in the Federal Territory on 30 April 2001



Before me,



Commissioner for Oaths,  
Kuala Lumpur.



# report of the auditors

to the members of TDM BERHAD

We have audited the financial statements set out on pages 70 to 106. The preparation of the financial statements is the responsibility of the Company's directors. Our responsibility is to express an opinion on the financial statements based on our audit.

We conducted our audit in accordance with approved auditing standards in Malaysia. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Directors, as well as evaluating the overall adequacy of the presentation of information in the financial statements. 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 provision of the Companies Act, 1965 and the applicable approved accounting standards in Malaysia so as to give a true and fair view of:
  - i) the state of affairs of the Group and of the Company as at 31 December 2000 and of the results of their operations and cash flows of the Group and of the Company for the year ended on that date; and
  - ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Group and of the Company.

and

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

We have considered the financial statements and the auditors' reports of the subsidiaries of which we have not acted as auditors, which are indicated in Note 5 to the financial statements.

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

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

**ALJEFFRI & CO.**  
Firm No : AF 0277  
Public Accountants

**MOHD ARIF MUSTAPAH**  
1934/03/03(J)  
Partner of the firm

Kuala Lumpur,

Date: 30 April 2001

# balance sheet

as at 31 December 2000

	Note	Group		Company	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Non current assets</b>					
Property, plant and equipment	4	439,020	433,246	39,385	33,792
Subsidiary companies	5	-	-	190,399	185,019
Associated companies	6	1,221	1,520	-	-
Other investments	7	7,635	13,723	2,080	4,465
Intangible assets	8	9,211	10,796	-	-
<b>Current assets</b>					
Development expenditure	9	1,030	1,358	-	-
Inventories	10	15,968	18,560	22	5
Trade and other receivables	11	84,258	57,469	3,095	2,618
Deposit, bank and cash balances	12	6,064	10,056	140	9
		107,320	87,443	3,257	2,632
<b>Current liabilities</b>					
Trade and other payables	13	178,853	117,065	21,773	12,508
Hire purchase and lease liabilities	14	395	5,689	45	204
Short term borrowings	15	66,137	44,499	14,190	7,539
Provision for taxation		4,406	4,855	233	324
		249,791	172,108	36,241	20,575
<b>Net current liabilities</b>		(142,471)	(84,665)	(32,984)	(17,943)
<b>Less: Non current liabilities</b>					
Deferred taxation	16	1,091	2,014	-	-
Retirement benefits	17	655	701	-	-
Hire purchase and lease liabilities	14	2,783	4,063	45	90
Long term borrowings	18	176,356	182,427	108,300	113,800
		180,885	189,205	108,345	113,890
		133,731	185,415	90,535	91,443
<b>Capital and reserves</b>					
Share capital	21	80,682	80,614	80,682	80,614
Share premium	22	32	-	32	-
Capital reserve	23	-	-	2,736	2,736
Revaluation surplus	24	80,626	80,626	10,708	10,708
Merger reserve	25	23,227	23,227	-	-
Foreign exchange reserve		(4,731)	(7,409)	-	-
Accumulated (loss)/profit		(46,105)	7,492	(3,623)	(2,615)
Shareholders' equity		133,731	184,550	90,535	91,443
Minority interest		-	865	-	-
		133,731	185,415	90,535	91,443

The notes set out on pages 76 to 106 form an integral part of, and should be read in conjunction with, these financial statements.

# income statement

For the year ended 31 December 2000

	Note	Group		Company	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Revenue	28	158,741	204,635	3,679	2,328
Cost of sales		(69,606)	(76,940)	(2,047)	(1,928)
Gross profit		89,135	127,695	1,632	400
Operating expenses					
Distribution costs		(10,912)	(5,571)	-	-
Administrative expenses		(67,831)	(90,370)	(3,608)	(4,505)
Other operating expenses		(53,367)	(47,823)	-	-
Other operating income		4,694	12,248	4,882	6,800
Gain on disposal of a subsidiary company	27	212	-	160	-
(Loss)/profit from operations	29	(38,069)	(3,821)	3,066	2,695
Finance cost	31	(16,534)	(17,007)	(4,010)	(3,504)
Loss before tax		(54,603)	(20,828)	(944)	(809)
Taxation	32	664	(4,008)	(64)	(3,979)
Loss after tax		(53,939)	(24,836)	(1,008)	(4,788)
Minority shareholders' interest in results of subsidiary companies		1,047	1,733	-	-
Net loss for the year		(52,892)	(23,103)	(1,008)	(4,788)
Loss per ordinary share of RM1 each	33	66 sen	29 sen		

The notes set out on pages 76 to 106 form an integral part of, and should be read in conjunction with, these financial statements.



# statement of changes in equity

For the year ended 31 December 2000

	Note	Share Capital RM'000	Share Premium RM'000	Revaluation Surplus RM'000	Merger Reserve RM'000	Foreign Exchange Reserve RM'000	Accumulated (Loss)/ Profit RM'000	Total RM'000
<b>Group</b>								
At 1 January 1999		80,614	-	80,626	23,227	(8,328)	35,845	211,984
Prior year adjustment	34	-	-	-	-	-	(5,250)	(5,250)
Restated balance		80,614	-	80,626	23,227	(8,328)	30,595	206,734
Currency translation differences		-	-	-	-	919	-	919
Net gain and losses not recognised in the Income Statement		-	-	-	-	919	-	919
Net loss for the year		-	-	-	-	-	(23,103)	(23,103)
At 31 December 1999		80,614	-	80,626	23,227	(7,409)	7,492	184,550
Prior year adjustment	34	-	-	-	-	-	(705)	(705)
Restated balance		80,614	-	80,626	23,227	(7,409)	6,787	183,845
Currency translation differences		-	-	-	-	2,678	-	2,678
Net gain and losses not recognised in the Income Statement		-	-	-	-	2,678	-	2,678
Net loss for the year		-	-	-	-	-	(52,892)	(52,892)
Issue of share capital		68	32	-	-	-	-	100
At 31 December 2000		80,682	32	80,626	23,227	(4,731)	(46,105)	133,731

The notes set out on pages 76 to 106 form an integral part of, and should be read in conjunction with, these financial statements.

# statement of changes in equity ...cont'd

For the year ended 31 December 2000



Note	Share Capital RM'000	Share Premium RM'000	Revaluation Surplus RM'000	Capital Reserve RM'000	Accumulated (Loss)/ Profit RM'000	Total RM'000
<b>Company</b>						
At 1 January 1999	80,614	-	10,708	2,736	2,173	96,231
Net loss for the year	-	-	-	-	(4,788)	(4,788)
At 31 December 1999	80,614	-	10,708	2,736	(2,615)	91,443
Net loss for the year	-	-	-	-	(1,008)	(1,008)
Issue of share capital	68	32	-	-	-	100
At 31 December 2000	80,682	32	10,708	2,736	(3,623)	90,535

The notes set out on pages 76 to 106 form an integral part of, and should be read in conjunction with, these financial statements.

# consolidated statement of cash flow

For the year ended 31 December 2000

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>				
Loss before taxation	(54,603)	(20,828)	(944)	(809)
Adjustment for:				
Depreciation of property, plant and equipment	15,807	16,283	582	593
Amortization of deferred expenditure	1,032	929	-	-
Loss on disposal of property, plant and equipment	926	339	-	-
Loss on disposal of shares	806	-	-	-
Profit on disposal of shares in subsidiary	(1,450)	-	(1,610)	-
Property, plant and equipment written off	1,282	1,218	-	-
Provision for diminution in value of property, plant and equipment	-	1,900	-	-
Amortization of goodwill	1,052	1,052	-	-
Provision for retirement benefits	-	87	-	-
Provision for diminution in value of investments	2,468	3,624	2,385	2,885
Operating (loss)/profit before working capital changes	(32,680)	4,604	413	2,669
Decrease/(increase) in inventories	2,592	(1,193)	(17)	(5)
Decrease/(increase) in receivables	11,409	36,787	(7,746)	(51,072)
Increase/(decrease) in payables	16,187	(8,534)	9,062	47,832
Fluctuation in foreign exchange	4,050	1,431	-	-
(Increase)/decrease in development expenditure	(267)	2,756	-	-
Cash generated/(used in) from operations	1,291	35,764	1,712	(576)
Income tax paid	(525)	(8,702)	(155)	(1,704)
Retirement benefits paid	(46)	(71)	-	-
Net cash (used in)/from operating activities	720	27,078	1,557	(2,280)
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>				
Investment in subsidiary	-	-	-	(31)
Proceeds from disposal of investment	2,969	-	1,750	-
Purchase of subsidiary company (Note 26)	263	28	-	-
Disposal of subsidiary company (Note 27)	268	-	250	-
Proceeds from disposal of share in subsidiary	1,500	-	1,500	-
Proceeds from disposal of fixed assets	3,762	2,348	-	-
Purchase of fixed assets	(29,140)	(44,179)	(6,177)	(7,623)
Net cash used in investing activities	(20,378)	(41,803)	(2,677)	(7,654)

# consolidated statement of cash flow ...cont'd

For the year ended 31 December 2000

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>				
Issuance of share capital	100	-	100	-
Proceeds from long term loan	8,138	10,000	-	10,000
Proceeds from short term borrowings	12,111	953	-	-
Proceeds from issuance of shares to minority	-	275	-	-
Repayment of long term loan	(4,498)	(4,400)	-	-
Repayment of short term borrowings	(1,270)	(200)	-	-
Net cash from financing activities	14,581	6,628	100	10,000
Net (decrease)/increase in cash and cash equivalent	(5,077)	(8,097)	(1,020)	66
Cash and cash equivalent at beginning of year	(21,079)	(12,982)	(7,530)	(7,596)
Cash and cash equivalent at end of year	(26,156)	(21,079)	(8,550)	(7,530)
Represented by:				
Bank overdraft	(32,220)	(31,135)	(8,690)	(7,539)
Deposit with licensed bank	1,725	3,523	2	2
Cash and bank balances	4,339	6,533	138	7
	(26,156)	(21,079)	(8,550)	(7,530)

The notes set out on pages 76 to 106 form an integral part of, and should be read in conjunction with, these financial statements.

# notes to the financial statements

31 December 2000

## 1. BASIS OF ACCOUNTING

The financial statements of the Group and of the Company have been prepared under the historical cost convention, modified to include the revaluation certain fixed assets and comply with the applicable approved accounting standards in Malaysia and the provision of the Companies Act, 1965.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies of the Group and of the Company which are consistent with those adopted in the previous financial year are summarised below:

### (a) Basis of consolidation

The consolidated financial statements include the financial statements of the Company and all its subsidiary companies made up to the end of the financial year.

All significant inter-company balances and transactions are eliminated on consolidation and the Group financial statements reflect external transaction only. Where necessary, accounting policies for subsidiary companies have been changed to ensure consistency with the policies adopted by the Group.

The subsidiaries are consolidated on the acquisition method of accounting except for Kumpulan Ladang-Ladang Trengganu Sdn Bhd which has been consolidated on the merger method of accounting in accordance with the provisions of Malaysian Accounting Standard No. 2 "Accounting for Acquisition and Mergers".

Subsidiaries consolidated under the acquisition method of accounting have their results included from the date of acquisition or up to the date of disposal. The excess of the cost of investments over the value of the net assets of the subsidiary companies at the date of acquisition is retained as goodwill arising on consolidation and amortised evenly over a period of ten years.

In respect of Kumpulan Ladang-Ladang Trengganu Sdn. Bhd., which has been accounted for under the merger method of accounting, its results for the year has been accounted for in full irrespective of the date of merger and the difference between the nominal value of shares issued as consideration for the merger and its nominal value of the Share Capital and Share Premium is taken to consolidated reserve as Merger Reserve.

### (b) Subsidiaries companies

Subsidiaries companies are those companies in which the Group has long term equity interest of more than 50% or has power to exercise control over the financial and operating policies as to obtain benefits from their activities.

Investment in subsidiary companies, which is eliminated on consolidation, is stated in the Company's financial statement at cost, less provision for any permanent diminution in value so far as the Directors consider such diminution to be a permanent nature.

### (c) Associated companies

Associated companies are those in which the Group has a long term equity interest in between 20% and 50%, and where the Group has representation on the Board and is in a position to exercise significant influence over its financial and operating policy decision.

The consolidated income statement includes the Group's share of result of the associated companies based on its latest audited accounts or management accounts of the companies concerned.

Investments in associated companies are stated at cost, less provision for any permanent diminution in value so far as the directors consider such diminution to be a permanent nature.

In the consolidated balance sheet, the Group's interest in the associated companies is stated at cost plus the Group's share of post acquisition results and reserves.

# notes to the financial statements ...cont'd

31 December 2000



## (d) Investment

Investments in which the Group holds as a long term equity interest are stated at cost less provision for diminution in value so far as the directors consider such diminution to be permanent in nature.

Investment held for short term purposes are stated at lower of cost and market value based on a total portfolio basis.

## (e) Property, plant and equipment

Property, plant and equipment are stated at cost or revaluation less accumulated depreciation and impairment loss, if any.

The Directors have applied the transitional provisions of International Accounting Standards No. 16 (Revised) Property, Plant and Equipment as adopted by Malaysian Accounting Standard Board which allow the freehold land and buildings, leasehold land and plant and machinery to be stated at their previous years' valuations less depreciation. Accordingly, these valuation have not been updated.

Freehold land is not amortised as it is deemed to have an infinitive life. Leasehold plantation lands are amortised in equal instalments over their respective lease periods.

Depreciation on the other property, plant and equipment is calculated so as to write off the cost or valuation of the assets on a straight line basis over the expected useful lives of the assets concerned.

The principal annual rates of depreciation used are as follows:

	%
Freehold buildings	5
Leasehold buildings	5 - 10
Plant and machinery	5 - 7 1/2
Furniture and fittings, equipment and motor vehicles	10 - 20
Agriculture implements	33 1/3
Crockery, cutlery, kitchen and catering equipment	33 1/3
Children playland	10 - 15
Road bridges and fence	10

Replacements of tools and equipment are charged to income statement in the year in which they are incurred.

## (f) New planting and replanting expenditure

New planting expenditure incurred on land clearing and upkeep of trees to maturity is capitalised under plantation expenditure and is not amortised. Replanting expenditure is charged to the income statement in the year in which the expenditure is incurred.

## (g) Expenditure carried forward

Incorporation expenses incurred by individual subsidiary companies are shown as preliminary expenses and expenses incurred subsequent to the date of incorporation but before commencement of operations are shown as pre-operating expenses. Following the adoption of MASB's Standard No.1, preliminary and pre-operating is expensed to income statement as it is incurred.

This is a change in accounting policy as in previous years, both preliminary and pre-operating expensed are capitalised as expenditure carried forward and would be written off over a period of between one to five years from the date of commencement of operations. Following this change of accounting policy, the amounts of current and comparative years are stated on the new basis and a prior year adjustment has been made. The directors consider that this change in accounting policy will give a more appropriate presentation and the effects of this change in accounting policy are disclosed in Note 34.

Costs incurred on development projects are recognised as development assets (intangible assets) to the extent that such expenditure is expected to generate future economic benefits. Development cost that have been capitalised are amortised on a straight line basis over the period of the expected benefit.

31 December 2000

**(h) Development expenditure**

Development expenditure comprise of expenditure incurred on development of land by the property investment subsidiary company.

Development expenditure is stated at cost plus attributable profit less progress billings. Cost consist of cost of land, materials, direct labour, professional fees and other direct expenditure, and related overheads.

**(i) Capitalisation of borrowing cost**

Borrowing cost is capitalised as part of the cost properties during the period the activities to plan, construct and develop the properties are undertaken. The capitalisation of borrowing cost will cease when substantially all the activities necessary to prepare the properties for their intended use or sale are complete.

Borrowing costs that are directly attributable to the acquisition, construction or production of the assets are capitalised as part of the cost of the asset until the assets are ready for their intended use.

**(j) Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a first-in, first-out basis. Cost of produce inventories, chicken farming inventories and seedling inventories comprises the direct costs and an appropriate allocation of overheads. Cost of other inventories include the original purchase price plus the cost of bringing the inventories to present condition and location.

**(k) Receivables**

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

**(l) Accounting for hire purchase**

Asset acquired under hire purchase agreements are capitalised at their purchase cost and depreciated on the same basis as owned assets. The total amount payable under hire purchase agreements is shown under hire purchase creditors. The interest elements of the hire purchase agreements is amortised over their period of agreement using the respective estimated useful lives. The related financial charges are charged to the income statement.

**(m) Leases****i) Finance leases**

Leases of fixed assets where the Group assumes substantially all the benefits and risks of ownership are classified as finance leases.

Finance leased are capitalised at the estimated present value of the underlying lease payments at the date of inception. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The correspondence rental obligations, net of finance charges, are included in borrowings. The interest element of finance charge is charged to the income statement over the lease period.

Fixed assets acquired under finance lease contracts is depreciated over the useful life of the asset. If there is no reasonable certainty that the ownership will be transferred to the Group, the asset is depreciated over the shorter of the lease term and its useful life.

**ii) Operating leases**

Leases of assets under which all the risk and benefits of ownership are retained by the lessor are classified as operating leases. Payments made under operating lease are charged to the income statement on a straight line basis over the period of the lease.

# notes to the financial statements ...cont'd

31 December 2000

## (n) Deferred Taxation

Deferred taxation is provided for on timing differences using the liability method except where it can be demonstrated that the tax deferral will continue for the foreseeable future.

Timing differences arise on items of income and expenditure which are recognised for tax purpose in different periods from those in which they are recognised in the income statement. Where timing differences result in deferred tax assets, they are recognised only if there is a reasonable expectation of their realisation.

## (o) Retirement benefits

Provision for retirement benefits is made based on the last drawn monthly salary of eligible employees and the length of their service in accordance with the terms of the scheme of service, and is charged to the income statement so as to spread the cost of the benefits over the employees length of service.

## (p) Foreign Currencies

The financial statement are stated in Ringgit Malaysia (RM).

### i) Foreign currency transactions

Transactions in foreign currencies are translated into Ringgit Malaysia at rates ruling at transaction dates. At balance sheet date, monetary assets and liabilities resulting from foreign currency transactions are translated into Ringgit Malaysia at rate of exchange ruling at that date. Exchange differences are dealt with through the income statement.

### ii) Financial statements of foreign operations

In the Group financial statement, assets and liabilities and results of operation of foreign subsidiaries companies are translated into Ringgit Malaysia at rates of exchange ruling at the balance sheet date. Exchange differences arising from the translation of the assets and liabilities and results of operation at year rates, and the restatement at year end rates of the opening net investments in foreign subsidiary companies are taken to foreign exchange reserve as a component of shareholders' funds.

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

Foreign currency	RM	
	31.12.2000	31.12.1999
1 US Dollar (USD)	3.80	3.80
1 Singapore Dollar (S\$)	2.20	2.30
100 Thai Bath	8.80	10.04



31 December 2000

**(q) Revenue recognition****i) Income from sales of goods and services**

Income is recognised as goods are delivered or services are rendered.

**ii) Investment income**

Dividend income from investment in subsidiaries companies, associated companies and other investments is accounted for in the income statements when the right to received has been established.

**iii) Interest and rental income**

Interest and rental income is recognised on an accrual basis.

**iv) Income recognition on property development and construction contract**

The Group recognised property development and construction revenue using a percentage of completion method. When losses are foreseeable, full provision for the loss is made in the accounts.

**(r) Cash and cash equivalents**

Cash and cash equivalents comprise cash, bank balances, fixed deposit and overdraft.

**3. GENERAL INFORMATION**

The principal activities of the Company are investment holding and provision of management services to subsidiary companies. The principal activities of the subsidiary companies are as explained in Notes 5 to the financial statements.

There have been no significant changes in the nature of the activities of the Company and of its subsidiary companies during the financial year except that Group ceased providing computer system development as a result of the disposal of TD Technologies Sdn Bhd, a subsidiary company.

The average number of employees during the period amounted to 4,790 employees in the Group and 43 employees in the Company.

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

The address of the registered office of the Company is 25th Floor, Menara Promet, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia.

# notes to the financial statements ...cont'd

31 December 2000

## 4. PROPERTY, PLANT AND EQUIPMENT

Group – 2000 Cost/Valuation	As at 1.1.2000 RM'000	Exchange Differences RM'000	Addition RM'000	Disposals of subsidiary RM'000	Transfers RM'000	Write off/ Diminution RM'000	Disposals RM'000	As at 31.12.2000 RM'000
<b>At 1981 Valuation</b>								
Leasehold land and building – short term	1,175	-	-	-	-	(100)	-	1,075
<b>At 1982 Valuation</b>								
Freehold land	800	-	-	-	-	-	-	800
Freehold buildings	14,977	-	-	-	-	-	-	14,977
Plant and machinery	10,990	-	-	-	-	-	-	10,990
<b>At 1985 Valuation</b>								
Leasehold plantation land – short term	18,717	-	-	-	-	-	-	18,717
<b>At 1996 Valuation</b>								
Plantation expenditure	129,243	-	-	-	-	-	-	129,243
<b>At 1999 Valuation</b>								
Leasehold shoplot	2,800	-	-	-	-	-	-	2,800
<b>At Cost</b>								
Freehold land	611	-	-	-	-	-	-	611
Freehold building	26,436	-	335	-	-	(47)	(1,584)	25,140
Leasehold plantation land – long term	58,458	-	-	-	-	-	-	58,458
Leasehold plantation land – short term	27,333	-	-	-	-	-	-	27,333
Leasehold land and building – short term	38,419	(1,691)	2,830	-	-	-	(647)	38,911
Plantation expenditure	88,916	-	11,120	-	-	-	-	100,036
Plant and machinery	41,579	-	4,626	-	-	-	(4,526)	41,679
Furniture & fitting, equipment and motor vehicles	63,628	(732)	4,199	(412)	-	(1,650)	(18,301)	46,732
Tools and equipment	11,671	-	421	-	-	-	-	12,092
Agriculture implements	242	-	-	-	-	-	-	242
Crockery, cutlery and kitchen equipment	27,902	(127)	863	-	-	(92)	(63)	28,483
Children playland	1,564	-	68	-	-	-	(165)	1,467
Catering equipment	110	-	-	-	-	-	-	110
Road, bridges and fence	4,061	-	200	-	-	-	(810)	3,451
Capital work-in-progress	9,182	(10)	4,478	-	-	(197)	(110)	13,343
<b>TOTAL</b>	<b>578,814</b>	<b>(2,560)</b>	<b>29,140</b>	<b>(412)</b>	<b>-</b>	<b>(2,086)</b>	<b>(25,206)</b>	<b>576,690</b>

# notes to the financial statements ...cont'd

31 December 2000

<b>Group – 2000</b>	<b>As at</b>	<b>Exchange</b>		<b>Disposals of</b>		<b>Write off/</b>		<b>As at</b>
<b>Accumulated Depreciation</b>	<b>1.1.2000</b>	<b>Differences</b>	<b>Addition</b>	<b>subsidiary</b>	<b>Transfers</b>	<b>Diminution</b>	<b>Disposals</b>	<b>31.12.2000</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
<b>At 1981 Valuation</b>								
Leasehold land and building – short term	785	-	-	-	-	-	-	785
<b>At 1982 Valuation</b>								
Freehold land	-	-	-	-	-	-	-	-
Freehold buildings	14,916	-	-	-	-	-	-	14,916
Plant and machinery	10,983	-	-	-	-	-	-	10,983
<b>At 1985 Valuation</b>								
Leasehold plantation land – short term	7,250	-	250	-	-	-	-	7,500
<b>At 1996 Valuation</b>								
Plantation expenditure	-	-	-	-	-	-	-	-
<b>At 1999 Valuation</b>								
Leasehold shoplot	-	-	28	-	-	-	-	28
<b>At Cost</b>								
Freehold land	463	-	-	-	-	-	-	463
Freehold building	6,730	-	841	-	-	(34)	(1,430)	6,107
Leasehold plantation land – long term	8,459	-	415	-	-	-	-	8,874
Leasehold plantation land – short term	3,404	-	669	-	-	-	-	4,073
Leasehold land and building – short term	10,212	(673)	2,270	-	-	(100)	(279)	11,430
Plantation expenditure	-	-	7	-	-	-	-	7
Plant and machinery	19,422	-	2,225	-	-	-	(4,487)	17,160
Furniture & fitting, equipment and motor vehicles	42,404	(420)	6,956	(198)	-	(587)	(15,172)	32,983
Tools and equipment	1,677	-	1,101	-	-	-	-	2,778
Agriculture implements	242	-	-	-	-	-	-	242
Crockery, cutlery and kitchen equipment	16,169	(92)	425	-	-	(83)	(53)	16,366
Children playland	738	-	167	-	-	-	(61)	844
Catering equipment	78	-	7	-	-	-	-	85
Road, bridges and fence	1,636	-	446	-	-	-	(36)	2,046
Capital work-in-progress	-	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>145,568</b>	<b>(1,185)</b>	<b>15,807</b>	<b>(198)</b>	<b>-</b>	<b>(804)</b>	<b>(21,518)</b>	<b>137,670</b>

# notes to the financial statements ...cont'd

31 December 2000

<b>Group – 1999 Cost/Valuation</b>	<b>As at 1.1.1999 RM'000</b>	<b>Exchange Differences RM'000</b>	<b>Addition RM'000</b>	<b>Transfers RM'000</b>	<b>Write off/ Diminution RM'000</b>	<b>Disposals RM'000</b>	<b>As at 31.12.1999 RM'000</b>
<b>At 1981 Valuation</b>							
Leasehold land and building – short term	1,175	-	-	-	-	-	1,175
<b>At 1982 Valuation</b>							
Freehold land	800	-	-	-	-	-	800
Freehold buildings	14,977	-	-	-	-	-	14,977
Plant and machinery	10,990	-	-	-	-	-	10,990
<b>At 1985 Valuation</b>							
Leasehold plantation land – short term	18,717	-	-	-	-	-	18,717
<b>At 1996 Valuation</b>							
Plantation expenditure	129,243	-	-	-	-	-	129,243
<b>At 1999 Valuation</b>							
Leasehold shoplot	-	-	-	2,800	-	-	2,800
<b>At Cost</b>							
Freehold land	611	-	-	-	-	-	611
Freehold building	23,541	-	2,895	-	-	-	26,436
Leasehold plantation land – long term	56,920	-	1,538	-	-	-	58,458
Leasehold plantation land – short term	27,333	-	-	-	-	-	27,333
Leasehold land and building – short term	39,780	(800)	4,433	7,666	(10,166)	(2,494)	38,419
Plantation expenditure	73,649	-	15,267	-	-	-	88,916
Plant and machinery	42,119	-	1,154	700	(1,353)	(1,041)	41,579
Furniture & fitting, equipment and motor vehicles	57,243	(113)	7,689	71	(456)	(806)	63,628
Tools and equipment	8,257	-	3,414	-	-	-	11,671
Agriculture implements	242	-	-	-	-	-	242
Crockery, cutlery and kitchen equipment	27,151	(130)	1,805	-	(85)	(839)	27,902
Children playland	1,570	-	25	-	-	(31)	1,564
Catering equipment	112	-	-	-	(2)	-	110
Road, bridges and fence	3,305	-	756	-	-	-	4,061
Capital work-in-progress	15,320	-	5,203	(11,237)	-	(104)	9,182
<b>TOTAL</b>	<b>553,055</b>	<b>(1,043)</b>	<b>44,179</b>	<b>-</b>	<b>(12,062)</b>	<b>(5,315)</b>	<b>578,814</b>

# notes to the financial statements ...cont'd

31 December 2000

Group – 1999 Accumulated Depreciation	As at 1.1.1999 RM'000	Exchange Differences RM'000	Addition RM'000	Transfers RM'000	Write off/ Diminution RM'000	Disposals RM'000	As at 31.12.1999 RM'000
<b>At 1981 Valuation</b>							
Leasehold land and building – short term	759	-	26	-	-	-	785
<b>At 1982 Valuation</b>							
Freehold land	-	-	-	-	-	-	-
Freehold buildings	14,916	-	-	-	-	-	14,916
Plant and machinery	10,983	-	-	-	-	-	10,983
<b>At 1985 Valuation</b>							
Leasehold plantation land – short term	7,000	-	250	-	-	-	7,250
<b>At 1996 Valuation</b>							
Plantation expenditure	-	-	-	-	-	-	-
<b>At 1999 Valuation</b>							
Leasehold shoplot	-	-	-	-	-	-	-
<b>At Cost</b>							
Freehold land	463	-	-	-	-	-	463
Freehold building	5,698	-	1,034	-	(2)	-	6,730
Leasehold plantation land – long term	7,630	-	829	-	-	-	8,459
Leasehold plantation land – short term	2,735	-	669	-	-	-	3,404
Leasehold land and building – short term	15,904	(348)	2,381	-	(7,174)	(551)	10,212
Plantation expenditure	-	-	-	-	-	-	-
Plant and machinery	19,450	-	2,365	-	(1,353)	(1,040)	19,422
Furniture & fitting, equipment and motor vehicles	38,296	(80)	5,085	-	(348)	(549)	42,404
Tools and equipment	973	-	704	-	-	-	1,677
Agriculture implements	242	-	-	-	-	-	242
Crockery, cutlery and kitchen equipment	14,330	(104)	2,491	-	(67)	(481)	16,169
Children playland	609	-	134	-	-	(5)	738
Catering equipment	66	-	12	-	-	-	78
Road, bridges and fence	1,334	-	302	-	-	-	1,636
Capital work-in-progress	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>141,388</b>	<b>(532)</b>	<b>16,282</b>	<b>-</b>	<b>(8,944)</b>	<b>(2,626)</b>	<b>145,568</b>

# notes to the financial statements ...cont'd

31 December 2000

<b>Company – 2000 Cost/Valuation</b>	<b>As at 1.1.2000 RM'000</b>	<b>Exchange Differences RM'000</b>	<b>Addition RM'000</b>	<b>Transfers RM'000</b>	<b>Write off/ Diminution RM'000</b>	<b>Disposals RM'000</b>	<b>As at 31.12.2000 RM'000</b>
<b>At 1985 Valuation</b>							
Leasehold plantation land – short term	18,717	-	-	-	-	-	18,717
<b>At Cost</b>							
Freehold land	43	-	-	-	-	-	43
Freehold building	200	-	-	-	-	-	200
Plantation expenditure	20,310	-	6,091	-	-	-	26,401
Furniture & fitting, equipment and motor vehicles	2,592	-	85	-	-	-	2,677
Capital work-in-progress	1,060	-	-	-	-	-	1,060
<b>TOTAL</b>	<b>42,922</b>	<b>-</b>	<b>6,176</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>49,098</b>

<b>Company – 2000 Accumulated Depreciation</b>	<b>As at 1.1.2000 RM'000</b>	<b>Exchange Differences RM'000</b>	<b>Addition RM'000</b>	<b>Transfers RM'000</b>	<b>Write off/ Diminution RM'000</b>	<b>Disposals RM'000</b>	<b>As at 31.12.2000 RM'000</b>
<b>At 1985 Valuation</b>							
Leasehold plantation land – short term	7,250	-	250	-	-	-	7,500
<b>At Cost</b>							
Freehold land	-	-	-	-	-	-	-
Freehold building	169	-	10	-	-	-	179
Plantation expenditure	-	-	-	-	-	-	-
Furniture & fitting, equipment and motor vehicles	1,711	-	323	-	-	-	2,034
Capital work-in-progress	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>9,130</b>	<b>-</b>	<b>583</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>9,713</b>

# notes to the financial statements ...cont'd

31 December 2000

<b>Company – 1999 Cost/Valuation</b>	<b>As at 1.1.1999 RM'000</b>	<b>Exchange Differences RM'000</b>	<b>Addition RM'000</b>	<b>Transfers RM'000</b>	<b>Write off/ Diminution RM'000</b>	<b>Disposals RM'000</b>	<b>As at 31.12.1999 RM'000</b>
<b>At 1985 Valuation</b>							
Leasehold plantation land – short term	18,717	-	-	-	-	-	18,717
<b>At Cost</b>							
Freehold land	43	-	-	-	-	-	43
Freehold building	200	-	-	-	-	-	200
Plantation expenditure	13,225	-	7,085	-	-	-	20,310
Furniture & fitting, equipment and motor vehicles	2,084	-	508	-	-	-	2,592
Capital work-in-progress	1,029	-	135	-	-	(104)	1,060
<b>TOTAL</b>	<b>35,298</b>	<b>-</b>	<b>7,728</b>	<b>-</b>	<b>-</b>	<b>(104)</b>	<b>42,922</b>

<b>Company – 1999 Accumulated Depreciation</b>	<b>As at 1.1.1999 RM'000</b>	<b>Exchange Differences RM'000</b>	<b>Addition RM'000</b>	<b>Transfers RM'000</b>	<b>Write off/ Diminution RM'000</b>	<b>Disposals RM'000</b>	<b>As at 31.12.1999 RM'000</b>
<b>At 1985 Valuation</b>							
Leasehold plantation land – short term	7,000	-	250	-	-	-	7,250
<b>At Cost</b>							
Freehold land	-	-	-	-	-	-	-
Freehold building	159	-	10	-	-	-	169
Plantation expenditure	-	-	-	-	-	-	-
Furniture & fitting, equipment and motor vehicles	1,377	-	334	-	-	-	1,711
Capital work-in-progress	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>8,536</b>	<b>-</b>	<b>594</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>9,130</b>

# notes to the financial statements ...cont'd

31 December 2000

Net Book Value	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>At 1981 Valuation</b>				
Leasehold land and building – short term	290	390	-	-
<b>At 1982 Valuation</b>				
Freehold land	800	800	-	-
Freehold buildings	61	61	-	-
Plant and machinery	7	7	-	-
<b>At 1985 Valuation</b>				
Leasehold plantation land – short term	11,217	11,467	11,217	11,467
<b>At 1996 Valuation</b>				
Plantation expenditure	129,243	129,243	-	-
<b>At 1999 Valuation</b>				
Leasehold shoplot	2,772	2,800	-	-
<b>At Cost</b>				
Freehold Land	148	148	43	43
Freehold building	19,033	19,706	21	31
Leasehold plantation land – long term	49,584	49,999	-	-
Leasehold plantation land – short term	23,260	23,929	-	-
Leasehold land and building – short term	27,481	28,207	-	-
Plantation expenditure	100,029	88,916	26,401	20,310
Plant and machinery	24,519	22,157	-	-
Furniture & fitting, equipment and motor vehicles	13,749	21,224	643	881
Tools and equipment	9,314	9,994	-	-
Agriculture implements	-	-	-	-
Crockery, cutlery and kitchen equipment	12,117	11,733	-	-
Children playland	623	826	-	-
Catering Equipment	25	32	-	-
Road bridges and fence	1,405	2,425	-	-
Capital work-in-progress	13,343	9,182	1,060	1,060
<b>TOTAL</b>	<b>439,020</b>	<b>433,246</b>	<b>39,385</b>	<b>33,792</b>

The leasehold plantation land of the Company with a net book value of RM11,217,000 (1999: RM11,467,000) is charged to licensed financial institutions to secure banking facilities granted to the Company.

Certain fixed assets belonging to subsidiary companies with net book value of RM88,077,000 (1999: RM91,896,000) have been charged as security for the bank borrowing as disclosed in Note 15 and 18 to the financial statements.



# notes to the financial statements ...cont'd

31 December 2000

Had the revalued fixed assets been in the financial statements at cost less depreciation, the net book value of the revalued fixed assets would have been as follows:

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Freehold land	95	95	-	-
Freehold buildings	5,934	6,007	-	-
Leasehold plantation land-short term	5,473	5,633	5,473	5,633
Short leasehold land and buildings	2,772	4,700	-	-
Plant and machinery	3,052	6,881	-	-
Plantation expenditure	61,103	57,377	-	-
	78,429	80,693	5,473	5,633

The details of independent professional valuation of the fixed assets are as follows:

Year of Valuation	Description of property	Basis of valuation
<b>Company</b>		
1985	Short term leasehold plantation land	Open Market Value
<b>Group</b>		
1981	Short leasehold land and buildings	Open Market Value
1982	Freehold land	Investment Method
1982	Plant and machinery	Depreciated Replacement Cost Method
1982	Freehold buildings	Comparison Method
1996	Plantation expenditure	Investment Method
1999	Leasehold shoplot	Open Market Value

The value of fixed assets acquired under hire purchase and finance lease agreements are as follows:

	Cost RM'000	Accumulated Depreciation RM'000	Net Book Value RM'000
<b>Group - 2000</b>			
Plant and machinery	2,430	734	1,696
Furniture & fitting, equipment and motor vehicles	3,805	1,769	2,036
	6,235	2,503	3,732
<b>Group - 1999</b>			
Plant and machinery	2,327	272	2,055
Furniture & fitting, equipment and motor vehicles	3,969	1,622	2,347
	6,296	1,894	4,402
<b>Company - 2000</b>			
Furniture & fitting, equipment and motor vehicles	489	380	109
<b>Company - 1999</b>			
Furniture & fitting, equipment and motor vehicles	658	110	548

# notes to the financial statements ...cont'd

31 December 2000

## 5. SUBSIDIARY COMPANIES

Company	2000 RM'000	1999 RM'000
Unquoted shares at cost	51,218	51,358
Provision for diminution in value of investment	(5,190)	(5,190)
	46,028	46,168
Amount due from subsidiaries	225,699	224,072
Provision for doubtful debts	(3,007)	(3,007)
	222,692	221,065
Amount due to subsidiaries	(78,321)	(82,214)
	190,399	185,019

Amount due to/from subsidiaries are interest free, unsecured and have no fixed terms of repayment.

The subsidiary companies, all incorporated in Malaysia except as indicated, are as follows:

	Effective Interest		Principal Activity
	2000 %	1999 %	
TDM Plantation Sdn Bhd	100	100	Management of oil palm plantation, processing and trading of palm oil and related products.
Kumpulan Ladang-Ladang Trengganu Sdn Bhd*	100	100	Oil palm plantation
TDM Trading Sdn Bhd	100	100	Trading of crude palm oil and other related product
TDM Capital Sdn Bhd	90	100	Investment holding and plantation development
A & W (Singapore) Pte Ltd (Incorporated in Singapore)*	100	100	Fast food restaurant operation
A&W of Malaysia Sdn Bhd*	100	100	Fast food restaurant operations
Kumpulan Mediiman Sdn Bhd*	70.63	70.63	Investment holdings and providing consultancy and management services to specialist medical centre.
TDM Properties Bhd	100	100	Investment holding and property development
TD Ijarah Sdn Bhd	100	100	Leasing
East Coast Transportation Sdn Bhd*	100	100	Dormant
TD Poultry Sdn Bhd*	100	100	Poultry farming
TDM Helling Sdn Bhd	100	100	Trading of machinery and equipment
TD Technologies Sdn Bhd*	-	60	Computer systems development
TMG (M) Sdn Bhd*	100	100	Investment holdings

# notes to the financial statements ...cont'd

31 December 2000

	Effective Interest		Principal Activity
	2000 %	1999 %	
<b>Held by TDM Properties Bhd</b> TD Gabongan Sdn Bhd*	51	51	Property development
<b>Held by TMG (M) Sdn Bhd</b> Chee Kheng Stock – Feeds Manufacturing Company Sdn Bhd*	100	100	Ceased operation
TDM Interdagang (M) Sdn Bhd*	100	100	Ceased operation
Pemco Sdn Bhd*	100	100	Ceased operation
<b>Held by Kumpulan Ladang-Ladang Trengganu Sdn Bhd</b> Terengganu Rubber Processing Sdn Bhd*	100	100	Dormant
TRP Industries Sdn Bhd*	80	80	Manufacturing of tubes and rubber related product
KLLT Fibres Sdn Bhd*	100	100	Manufacturing of fibre board
World Wide Rubber Marketing Sdn Bhd*	80	80	Marketing of Holding Company's products
<b>Held by A&amp;W of Malaysia Sdn Bhd</b> Syarikat Ayam Mutiara Sdn Bhd*	55	55	Food retailing (ceased operations)
A&W Properties (M) Sdn Bhd*	100	100	Dormant
TDM Mark-well Sdn Bhd (formerly known as FD Food Distributors Sdn Bhd)*	100	100	Food warehousing
Dysec (M) Sdn Bhd*	60	60	Fast food outlets and retailing
Prosperous Avenue Sdn Bhd*	100	100	Fast food outlets and retailing
Limpahan Laksana Sdn Bhd*	60	60	Fast food outlets and retailing
Pleasant Harmony Sdn Bhd*	60	60	Fast food outlets and retailing
<b>Held by TDM Plantation Sdn Bhd</b> Nescaya Palma Sdn Bhd*	70	-	Oil palm plantation

# notes to the financial statements ...cont'd

31 December 2000

	Effective Interest		Principal Activity
	2000	1999	
	%	%	
<b>Held by Kumpulan Mediiman Sdn Bhd</b>			
Kelana Jaya Medical Centre*	86.4	86.4	Specialist medical centre
Kuantan Medical Centre*	84.6	84.6	Specialist medical centre
Medi Air Sdn Bhd*	100	100	Providing ambulance services
Health Medicmaster Sdn Bhd*	100	100	Providing services to healthcare clinics
HMMC(Ampang) Sdn Bhd*	99.99	99.99	Medical centre
HMMC(Pantai) Sdn Bhd*	99.99	99.99	Medical centre
HMMC(Subang) Sdn Bhd*	99.99	99.99	Medical centre
Halagel Sdn Bhd	60	60	Selling and distributing gelatine, vegetable capsules and other related product.
<b>Held by A&amp; W (Singapore) Pte Ltd</b>			
Harbour Place Developments Pte Ltd (Incorporated in Singapore)*	100	100	Managing and operation of a floating restaurant
A&W Restaurant Thailand Co Ltd (Incorporated in Thailand)*	49	49	Food and beverage catering through retail outlets
A&W Distribution Co Ltd (Thailand) (Incorporated in Thailand)*	95	95	Dormant

\*Subsidiaries not audited by Aljeffri & Co.

## 6. ASSOCIATED COMPANIES

Group	2000 RM'000	1999 RM'000
Unquoted shares, at cost	849	849
Provision for diminution in value of associated company	(609)	(609)
	240	240
*Share of losses retained in associated companies	(240)	(240)
	-	-
Amount owing by associated companies	2,644	2,943
Less: Provision for doubtful debts	(1,423)	(1,423)
	1,221	1,520
	1,221	1,520

# notes to the financial statements ...cont'd

31 December 2000

The details of the associated companies which are all incorporated in Malaysia are as follows:

	Effective Interest		Principal Activity
	2000 %	1999 %	
Success United Corporation Sdn. Bhd.	40	40	Food Retailing
Relk Food Services Sdn. Bhd.	49	49	Food retailing

## 7. OTHER INVESTMENTS

In Malaysia:	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Quoted shares, at cost	895	9,123	-	-
Unquoted shares, at cost	12,222	12,175	6,850	6,850
Provision for diminution in value of investment	13,117 (5,622)	21,298 (7,643)	6,850 (4,770)	6,850 (2,385)
Due from investee	140	68	-	-
	7,635	13,723	2,080	4,465
Market value of quoted shares	174	2,949	-	-

## 8. INTANGIBLE ASSETS

Group	2000 RM'000	1999 RM'000
Goodwill arising on consolidation		
Balance at 1 January	7,720	8,434
Acquisition of subsidiaries	300	338
	8,020	8,772
Less: Amortisation	(1,052)	(1,052)
Balance at 31 December	6,968	7,720
Expenditure carried forward		
Balance at 1 January	3,076	1,137
Acquisition of subsidiaries	793	2,868
	3,869	4,005
Less: Amortisation	(1,032)	(929)
Disposal of subsidiaries	(594)	-
Balance at 31 December	2,243	3,076
	9,211	10,796

Expenditure carried forward principally comprise internally generated expenditure on development cost on major activities where it is reasonably anticipated that the cost will be recovered through future commercial activity.

# notes to the financial statements ...cont'd

31 December 2000

## 9. DEVELOPMENT EXPENDITURE

Group	2000 RM'000	1999 RM'000
Development cost	20,034	14,679
Attributable profits	376	710
	20,410	15,389
Less: Progress payment	(19,380)	(14,031)
	1,030	1,358

## 10. INVENTORIES

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Trading stocks	2,500	2,729	-	-
Produce stocks	2,364	3,721	-	-
Consumables and food stuffs	4,493	6,643	22	5
Promotional stocks	191	142	-	-
Spare parts, equipment & stores	1,636	278	-	-
Seedling stocks	4,406	4,032	-	-
Chicken farming stocks	378	1,015	-	-
	15,968	18,560	22	5

## 11. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Trade receivables	20,287	22,578	-	-
Less: Provision for doubtful debts	(6,538)	(4,954)	-	-
	13,749	17,624	-	-
Other receivable, deposits and prepayments	79,307	47,161	3,095	2,618
Less: Provision for doubtful debts	(8,798)	(7,316)	-	-
	70,509	39,845	3,095	2,618
	84,258	57,469	3,095	2,618

Included in other debtors of the Group in current year is an amount of RM5,738,150 (1999: RM5,000,000) with an Investment Fund Manager.

# notes to the financial statements ...cont'd

31 December 2000

## 12. DEPOSITS, BANK AND CASH BALANCES

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>With licensed banks:</b>				
Fixed deposits with licensed banks	1,465	2,464	-	-
Call deposits with licensed banks	260	1,059	2	2
Bank and cash balances	4,339	6,533	138	7
	6,064	10,056	140	9

Included in fixed deposits with licensed banks are fixed deposits amounting to RM1,116,421 (1999: RM1,940,646) that have been pledged to a bank as security for performance bonds issued and banking facilities granted.

## 13. TRADE AND OTHER PAYABLES

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Trade payables	38,726	23,988	-	-
Other payables and accruals	140,127	93,077	21,773	12,508
	178,853	117,065	21,773	12,508

## 14. HIRE PURCHASE AND LEASE LIABILITIES

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Repayable within 12 months (included in other creditors and accruals)	395	5,689	45	204
Repayable after 12 months	2,783	4,063	45	90
	3,178	9,752	90	294

# notes to the financial statements ...cont'd

31 December 2000

## 15. SHORT TERM BORROWINGS

a) The details of short term borrowings are as follows:

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Bank overdraft – secured	32,220	31,135	8,690	7,539
Trade finance facilities				
- secured	16,882	6,953	-	-
- unsecured	912	-	-	-
	50,014	38,088	8,690	7,539
Short term portion of long term borrowings (Note 18)				
- secured	15,623	5,911	5,500	-
- unsecured	500	500	-	-
	66,137	44,499	14,190	7,539
Secured by*:				
i) Corporate guarantee by subsidiaries' holding company	33,077	23,151	-	-
ii) Fixed and floating charges over certain Company's fixed assets	8,690	7,539	8,690	7,539
iii) Corporate guarantee by subsidiaries' holding company, fixed and floating charge over certain subsidiaries fixed assets and joint and several guarantee from directors of a subsidiary company and built up fixed deposits	3,742	2,474	-	-
iv) Corporate guarantee by subsidiary's holding company, open mortgage on the subsidiaries properties and bankers' guarantee from a foreign bank	3,593	2,541	-	-

\*Details of securities of term loans are disclosed in Note 18 to the financial statements.

Trade finance facilities consist of revolving credit of guarantee, bankers acceptance, trust receipts, letter of credit and Islamic Accepted Bill.

b) Interest rates during the financial year ranged between 4% and 14.45% (1999: 4% to 14.8%) per annum.



# notes to the financial statements ...cont'd

31 December 2000

## 16. DEFERRED TAXATION

Group	2000 RM'000	1999 RM'000
Balance at 1 January	2,002	2,002
Transfer from profit and loss account	(911)	12
Balance at 31 December	1,091	2,014

## 17. RETIREMENT BENEFITS

Group	2000 RM'000	1999 RM'000
Balance at 1 January	701	685
Transfer from income statement	-	87
Less: payment made during the year	(46)	(71)
Balance at 31 December	655	701

## 18. LONG TERM BORROWINGS

The details of the term loans are as follows:

		Group		Company	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Secured:					
Bank loan 1	(a)	10,751	5,583	-	-
Bank loan 2	(b)	38,411	36,411	-	-
Bank loan 3	(c)	363	587	-	-
Bank loan 4	(d)	266	593	-	-
Bank loan 5	(e)	492	-	-	-
Bank loan 6	(f)	542	-	-	-
Bank loan 7	(g)	3,671	3,625	-	-
Bank loan 8	(h)	1,636	1,832	-	-
Bank loan 9	(i)	4,000	4,000	-	-
Bank loan 10	(j)	83	87	-	-
Bank loan 11	(k)	10,146	11,038	-	-
Bank loan 12	(l)	10,000	10,000	10,000	10,000
Bank loan 13	(m)	5,302	6,142	-	-
		85,663	79,898	10,000	10,000
Revolving credit		-	1,800	-	-
		85,663	81,698	10,000	10,000
Unsecured:					
Bank loan 14	(n)	2,516	2,840	-	-
		88,179	84,538	10,000	10,000
3% Irredeemable Convertible Unsecured Loan Stocks (Note 19)		103,800	103,800	103,800	103,800
6-7% Transferable Convertible Unsecured Loan Stocks (Note 20)		500	500	-	-
		192,479	188,838	113,800	113,800
Less:					
Repayable within 12 months (Note 15)		(16,123)	(6,411)	(5,500)	-
Repayable between two to five years		176,356	182,427	108,300	113,800

# notes to the financial statements ...cont'd

31 December 2000

Interest charged on the term loans during the financial year ranged between 5% and 13.13% (1999: 4% and 14.8%) per annum.

- (a) Bank loan 1, is secured by way of fixed charge over the subsidiary's short term leasehold plantation land and, fixed and floating charges over other assets of the subsidiary and a corporate guarantee by the Company.
- (b) Bank loan 2 represents Al-Bai' Bithaman Ajil facility which is secured by mean of legal charge over the subsidiary's short term subleased plantation land, first and floating charges over other assets of the subsidiary and corporate guarantee by the Company. The loan is repayable in full after three and five years from the respective draw down dates.
- (c) Bank loan 3, obtained from a licensed bank is repayable by 60 equal instalments commencing August 31, 1996. The loan is secured by way of fixed charged on debenture over the subsidiary's plant and machinery, and corporate guarantee by the subsidiary's holding company.
- (d) Bank loan 4, which is obtained from a local bank and repayable by 60 equal instalments commencing July 1, 1996. The loan is secured by way of first and second fixed charges over the subsidiary's plant and machinery and corporate guarantee from the subsidiary's holding company.
- (e) Bank loan 5, obtained from a licensed bank is repayable by 72 equal instalments after the first draw down. It is secured by way of first, second and third fixed charges over the subsidiary's plant and machinery, corporate guarantee by the subsidiary's holding company and a Memorandum of deposit over a fixed deposit amounting to RM150,000.
- (f) Bank loan 6, obtained from a local bank is secured by a corporate guarantee from the Company.
- (g) Bank loan 7 is repayable over a period of 180 monthly instalments upon full draw down of the said loan. It is secured by deed of assignment over a leasehold property of the subsidiary, letter of consent and letter of undertaking from third parties, and corporate guarantee by the subsidiary's holding company.
- (h) Bank loan 8 is secured by fixed and floating charges over the assets of the subsidiary. The loan is repayable by equal monthly instalments over 11 years, commencing January 1999.
- (i) Bank loan 9 is secured by fixed and floating charges over the building of the subsidiary. The loan is repayable by 84 equal monthly instalments, which commenced on October 1999.
- (j) Bank loan 10 is secured by subsidiary's directors' joint and several guarantees, corporate guarantee by the Company and letter of undertaking from a subsidiary's subsidiary company.
- (k) Bank loan 11 is repayable in 180 monthly instalments commencing January 2000. The loan is secured by an open mortgage on the subsidiary's leasehold property, corporate guarantee from the Company and banker's guarantee from a foreign bank.
- (l) Bank loan 12 is secured by way of a fixed and floating over a subsidiary's long leasehold land.
- (m) Bank loan 13 is secured by fixed and floating charges on all the assets of the subsidiary company and, corporate guarantee by the Company.
- (n) Bank loan 14 is repayable by 21 equal quarterly instalments of RM125,000, commencing September 19, 1997.

# notes to the financial statements ...cont'd

31 December 2000

## 19. 3% IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCK (ICULS)

In conjunction with the acquisition of Kumpulan Ladang-Ladang Trengganu Sdn. Bhd. the Company issued 103,800,000 nominal amount 5 years 3% Irredeemable Convertible Unsecured Loan Stocks to Perbadanan Memajukan Iktisad Negeri Terengganu as settlement of the debt owing by Kumpulan Ladang-Ladang Trengganu Sdn. Bhd.

The ICULS are not redeemable and, unless previously converted, all outstanding ICULS will be mandatorily converted by the Company into new Ordinary Shares of RM1 each in the Company at the conversion price of RM4.10 on the maturity date being a date 5 years after the date of issue.

Conversion into fully paid ordinary shares of RM1 each in the Company will be allowed at any time after 1 year from the date of issue but the conversion is restricted to 25% of the total sum at the time of issue in the second, third, fourth and fifth year.

The ICULS are constituted by a Deed of Trust dated 3 October 1997 and bear a coupon rate of 3% per annum which is payable annually in arrears.

## 20. 6-7% TRANSFERABLE CONVERTIBLE UNSECURED LOAN STOCK (TCULS)

The TCULS are transferable convertible into fully paid ordinary shares of one of the subsidiary company, Kelana Jaya Medical Centre Sdn Bhd during the period of five years from the date of issuance of the Convertible Loan Stock Certificate at the rate RM1.00 nominal value of TCULS for one fully paid ordinary shares of RM1.00 each in the subsidiary company.

Upon conversion of the TCULS into new ordinary shares, such shares shall rank 'parri passu' in all respect with the ordinary shares of the subsidiary company that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period on which the TCULS are converted.

The TCULS remaining outstanding on the maturity date will be converted by the subsidiary company at the rate of one hundred percent (100%) of its nominal value. The maturity date is the expiry of a period of five years commencing on the date of issue thereof.

The TCULS bear interest of 6% per annum on the principal amount due for the period of 2 years from the issuance of Loan Stock Certificates and 7% per annum for the following period of 3 years until the maturity date.

## 21. SHARE CAPITAL

Group and Company	2000 RM'000	1999 RM'000
<b>Authorised:</b> Ordinary shares of RM1 each	200,000	200,000
<b>Issued and fully paid-up:</b> Ordinary shares of RM1 each		
At 1 January	80,614	80,614
Allotment during the year - 68,000 ordinary shares of RM1 each	68	-
At 31 December	80,682	80,614

The Company's Employees' Share Option Scheme ("the Scheme") was approved by the shareholders at an Extraordinary General Meeting held on 24 June 1999.

# notes to the financial statements ...cont'd

31 December 2000

Pursuant to the Scheme, the options offered and exercised during the financial year and the remaining outstanding options as at 31 December 2000 are as follows:

<b>Exercisable From</b>	<b>Subscription Price Per Share</b>	<b>Balance as of 1.1.2000</b>	<b>Exercised</b>	<b>Unissued Shares as of 31.12.2000</b>
9.12.1999	RM1.47	5,201,000	68,000	5,133,000

During the financial year, 68,000 ordinary shares were issued by virtue of the exercise of option under the Scheme at prices of RM1.47 per share. The new shares rank parri passu with the existing shares in all respect.

The main features of the Scheme are:

- Eligible persons are employees of the Group who have been confirmed in their employment and have been in the service of the Group for at least one year on or prior to the Date of Offer. Where the employee is serving under an employment contract, the contract should be for a duration of at least three years. In respect of employees who are non-Malaysian, they may be considered for eligibility when they served any company within the Group on a full-time basis.
- The option is personal to the grantee and is non-assignable.
- The maximum number of shares to be offered under the Scheme shall not exceed in aggregate 10% of the issued and paid up share capital of the Company at any point of time during the existence of the Scheme which shall be in force for a period of five years from 9 December 1999 being the date of approval by the Securities Commission.
- The Subscription Price shall be determined by the closing market price of the Company's ordinary shares on the market day immediately preceding the Date of Offer, the average of the mean market quotation of the Company's ordinary shares as shown in the Daily Official List issued by the Kuala Lumpur Stock Exchange for the five market days preceding the Date of Offer, or at the par value of the ordinary shares of the Company, whichever is higher.
- The option granted may be exercised at anytime within a period of five years from the date of offer of the option or such shorter period as may be specifically stated in the offer upon giving notice in writing to the Company.

The option does not confer on any person the right to participate in any share issued of any other company.

## 22. SHARE PREMIUM

<b>Group and Company</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
At 1 January	-	-
Arising from issue of 68,000 (1999: nil) new ordinary shares of RM1 each under the Employees' Share Option Scheme at an issue price of RM1.47 per new ordinary share	32	-
At 31 December	32	-

# notes to the financial statements ...cont'd

31 December 2000

## 23. CAPITAL RESERVE

### Company

The capital reserve, which is eliminated on consolidation, relates to the surplus arising from the sale of fixed assets in 1986 to a subsidiary company.

## 24. REVALUATION SURPLUS

### Group and Company

The revaluation surplus represents surplus arising from the revaluation of certain estates and land and buildings and is not distributable by way of dividend.

## 25. MERGER RESERVE

### Group

The merger reserve relates to the reserve arising on the acquisition of Kumpulan Ladang-Ladang Trengganu Sdn Bhd and accounted for under the merger method of accounting as stated in Note 2(a) to the financial statements.

## 26. ACQUISITION OF A SUBSIDIARY COMPANY

During the year, TDM Plantation Sdn Bhd has acquired 700,000 ordinary shares of RM1 each in Nescaya Palma Sdn Bhd, representing 70% equity interest for cash.

In 1999, Kumpulan Mediiman Sdn Bhd has acquired 150,000 ordinary shares of RM1 each in Halagel (M) Sdn Bhd, representing 60% equity interest for cash.

Details of net assets acquired, goodwill and cash flow arising from the acquisition are as follows:

<b>Group</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Net assets acquired:		
Goodwill	300	338
Share of net assets acquired	(263)	(88)
Minority interest	300	-
	(263)	250
Less:		
Cash in subsidiary acquired	-	(278)
Net cash acquired	(263)	(28)

# notes to the financial statements ...cont'd

31 December 2000

## 27. DISPOSAL OF A SUBSIDIARY COMPANY

During the year the Company has disposed off 180,000 ordinary shares of RM0.50 each, being the entire shareholding in TD Technologies Sdn Bhd, a subsidiary company, for a cash consideration of RM250,000.

### (a) Effect on company financial statements

The disposal of TD Technologies Sdn Bhd gave rise to profit of RM160,000 in the Company's financial statements.

### (b) Effect on consolidated financial statements

Group	2000 RM'000	1999 RM'000
Net assets disposed:		
Share of net assets disposed	206	-
Minority interest	(168)	-
	38	-
Proceeds from disposal	(250)	-
	212	-
Gain on disposal	212	-
	250	-
Proceeds from disposal	250	-
Cash and cash equivalents in subsidiary disposed	18	-
	268	-

## 28. REVENUE

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Sale of goods	139,870	184,349	-	-
Service rendered	13,469	5,671	3,679	2,328
Contract revenue	5,402	14,615	-	-
	158,741	204,635	3,679	2,328

# notes to the financial statements ...cont'd

31 December 2000

## 29. PROFIT FROM OPERATION

The profit from operation is arrived at after charging/crediting as follows:

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>After charging:</b>				
Directors' remuneration (Note 30)	743	1,443	68	117
Depreciation/amortisation of property, plant and equipment	15,807	16,283	582	593
Amortisation of deferred expenditure	1,032	929	-	-
Loss on disposal of property, plant and equipment	926	339	-	-
Auditors remuneration:				
- current year	344	360	25	25
- (over)/under provision in prior year	(22)	(5)	8	7
- non audit fees paid to auditors	9	-	-	-
Rental of premises	7,528	13,649	240	173
Hire of equipment	111	88	-	-
Property, plant and equipment written off	1,282	1,218	-	-
Provision for diminution in value of property, plant and equipment	-	1,900	-	-
Provision for retirement benefits	-	87	-	-
Rental of vehicle	56	46	-	-
Bad debts written off	259	349	-	-
Amortization of goodwill	1,052	1,052	-	-
Provision for doubtful debts	3,396	7,230	-	-
Provision for diminution in value of investment:				
- subsidiary	-	-	2,385	500
- others	2,468	3,624	-	-
Loss on disposal of shares	806	-	-	-
Provision for zakat	-	232	-	232
(Gain)/loss on currency exchange	(3)	710	-	-
Staff costs	20,091	27,833	1,167	999
<b>And crediting:</b>				
Gross dividend from:				
- quoted investments	681	-	-	-
Management fee from subsidiaries	-	-	3,679	2,328
Gain on disposal of fixed assets	75	223	-	-
Rental income	262	186	47	44

# notes to the financial statements ...cont'd

31 December 2000

## 30. DIRECTORS' REMUNERATION

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Directors' fee:				
- current year	431	340	-	75
- over provision in prior year	-	3	-	-
Directors' other emoluments:				
- current year	312	1,076	68	42
- over provision in prior year	-	24	-	-
	743	1,443	68	117

## 31. FINANCING COST

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Net exchange losses on foreign currency borrowings:				
- unrealised	-	163	-	-
- realised	594	233	-	-
	594	396	-	-
Interest on:				
- loans	9,338	6,469	864	368
- overdrafts	1,588	224	-	-
- revolving credit	481	425	-	-
- loan stock	3,124	3,114	3,114	3,114
- lease and hire purchase interest	845	1,295	32	22
- others	564	5,084	-	-
	15,940	16,611	4,010	3,504
	16,534	17,007	4,010	3,504

## 32. TAXATION

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Provision for taxation	103	-	-	-
Taxation under provided in previous years	144	3,996	64	3,979
Transfer to deferred taxation account	(911)	12	-	-
	(664)	4,008	64	3,979



# notes to the financial statements ...cont'd

31 December 2000

As at 31 December 2000, the Group has available unabsorbed capital allowances and tax losses for offsetting against future taxable income, subject to the approval of the Inland Revenue Board, as follows:

<b>Group</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Unabsorbed losses	75,281	88,935
Unutilised capital allowance	34,758	16,808
	<b>110,039</b>	<b>105,743</b>

### 33. LOSS PER SHARE

The loss per share calculation is based on the Group loss for the financial year after taxation and minority interest of RM52,892,098 (1999: RM23,103,238) divided by 80,682,088 shares (1999: 80,614,088 shares) in issue.

### 34. PRIOR YEAR ADJUSTMENT

<b>Group</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Understatement of expenses in prior year	-	(920)
(Overstatement)/understatement of income in prior year	(705)	100
*Expenditure carried forward written off	-	(4,430)
	<b>(705)</b>	<b>(5,250)</b>

\*The prior year adjustment represents the effect of the change in accounting policy for deferred expenditure. This change in accounting policy has been accounted for retrospectively. It has the effect of decreasing loss after taxation of the Group by RM505,982 (1999: RM3,830,915). The effects relating to prior periods to 31 December 1999 have been adjusted against the accumulated loss for the said year.

### 35. SIGNIFICANT INTERCOMPANY TRANSACTIONS

<b>Company</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Management fees from subsidiary companies	3,679	2,328
Interest on borrowings receivable from subsidiaries	3,114	3,114

### 36. CAPITAL COMMITMENTS

	<b>Group</b>		<b>Company</b>	
	<b>2000 RM'000</b>	<b>1999 RM'000</b>	<b>2000 RM'000</b>	<b>1999 RM'000</b>
Amount approved and contracted for	2,117	2,734	-	-
Amount approved but not contracted for	6,900	16,631	-	-
	<b>9,017</b>	<b>19,365</b>	<b>-</b>	<b>-</b>

# notes to the financial statements ...cont'd

31 December 2000

## 37. CONTINGENT LIABILITY

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Corporate guarantees given to financial institutions for banking facilities granted to subsidiary companies which are:				
- secured	76,754	74,442	71,962	69,871
- unsecured	38,493	31,836	37,999	31,336
	115,247	106,278	109,961	101,207

During the year, a third party has filed a legal suit against one of the Company's subsidiary for breach of a joint venture agreement for a consequential losses amounting to RM15 million. As of the date of this report, no hearing has been fixed except for the exchanging of affidavit between both parties.

## 38. ANALYSIS BY SEGMENTS

Group	Revenue RM'000	Profit/(Loss) Before Taxation RM'000	Gross Assets Employed RM'000
<b>2000</b>			
1. Plantation	60,787	(23,157)	363,327
2. Food retailing	72,464	(19,431)	78,568
3. Medical services	15,148	(6,915)	30,739
4. Others	10,342	(5,100)	55,359
	158,741	(54,603)	527,993
<b>1999</b>			
1. Plantation	95,659	12,641	373,787
2. Food retailing	72,497	(26,407)	71,708
3. Medical services	8,713	(5,064)	27,705
4. Others	27,766	(1,998)	64,486
	204,635	(20,828)	537,686

No geographical analysis has been prepared as the Group's business interest is predominantly located in Malaysia.

# notes to the financial statements ...cont'd

31 December 2000

## 39. OTHER SIGNIFICANT EVENTS

During the financial year,

- (a) the Company has disposed off 50,000 ordinary shares of RM1.00 each or 10% of the paid up capital in its wholly-owned subsidiary company, TDM Capital Sdn Bhd for a consideration of RM1.5 million.
- (b) Kumpulan Mediiman Sdn Bhd, a subsidiary company, has entered into an agreement with a director of Medi Air Sdn Bhd to dispose its entire equity interest in that wholly owned subsidiary to be satisfied via the following considerations, a sum of RM100 only, repayment by the purchaser of Medi Air Sdn Bhd debts and liabilities and payment by the purchaser of the aircraft purchase consideration. As at the end of the financial year, the transaction were not completed yet.

## 40. SUBSEQUENT EVENTS AFTER THE BALANCE SHEET DATE

- (a) On 23 January 2001, Kumpulan Mediiman Sdn Bhd, a subsidiary company, has entered into a sale and purchase agreement to dispose 150,000 ordinary shares of RM1.00 in Halagel Sdn Bhd, which comprises 60% of its paid up capital. The proceeds of the exercise is RM150,000, payable by the purchaser, a minority shareholder, on the execution of the said agreement.
- (b) On 26 January, 2001 the Company has entered into a Memorandum of Agreement with Semantan Capital Sdn Bhd for the proposed disposal of its entire shareholding in A&W (Malaysia) Sdn Bhd and A&W Singapore Pte Ltd, the wholly-owned subsidiary companies. As of the date of this report the sale and purchase agreement is yet to be executed by both parties.

## 41. PRESENTATION OF FINANCIAL STATEMENTS AND COMPARATIVES

Comparative figures have been adjusted to conform with changes in presentation resulting from the change in accounting policy explained in Note 34. The comparative figures were also extended and adjusted to comply with the additional disclosure requirements of the 13 new MASB Standards that are applicable for the year ended 31 December 2000.

# statistik pemegang saham

## shareholder' s statistic

### LIST OF TWENTY LARGEST SHAREHOLDINGS AS AT 25 APRIL 2001

	No. of Shares	%
1. PERBADANAN MEMAJUKAN IKTISAD NEGERI TERENGGANU	34,204,989	42.39
2. PERBADANAN MENTERI BESAR TERENGGARU	10,998,000	13.63
3. MODAL HARMONI SDN. BHD.	2,852,000	3.53
4. EMPLOYEES PROVIDENT FUND BOARD	2,249,000	2.79
5. PAB NOMINEE (TEMPATAN) SDN. BHD.	1,779,000	2.20
6. PTB ASSET MANAGEMENT SENDIRIAN BERHAD	1,741,867	2.16
7. MAYBAN SECURITIES NOMINEES (TEMPATAN) SDN. BHD.	1,507,000	1.87
8. YAYASAN ISLAM TERENGGANU	1,230,715	1.53
9. HSBC NOMINEES (TEMPATAN) SDN. BHD.	1,149,112	1.42
10. PAB NOMINEE (TEMPATAN) SDN. BHD.	1,000,000	1.24
11. MENTERI KEWANGAN MALAYSIA	565,903	0.70
12. KENANGA NOMINEES (TEMPATAN) SDN. BHD.	500,888	0.62
13. PTB ASSET MANAGEMENT SENDIRIAN BERHAD	459,000	0.57
14. ONG HAR HONG	347,000	0.43
15. YAYASAN TERENGGANU	285,715	0.35
16. BADAN PERHUBUNGAN UMNO NEGERI TERENGGANU	250,000	0.31
17. MEGATEGAS SDN. BHD.	250,000	0.31
18. PTB ASSET MANAGEMENT SENDIRIAN BERHAD	240,000	0.30
19. STRAITS NOMINEES (TEMPATAN) SDN. BHD.	178,000	0.22
20. TA SIEW ENG	176,000	0.22
<b>Total:</b>	<b>61,964,189</b>	<b>76.79</b>

### ANALYSIS OF SHAREHOLDINGS BY RANGE GROUPS

Breakdown of Shareholdings	No. of Shares	% Over Total Shares	No. of Holders	% Over Total Shareholders
000000001 - 000000999	85,241	0.11	211	4.23
000001000 - 000010000	11,455,358	14.2	4,495	90.10
000010001 - 000100000	6,361,583	7.88	257	5.15
000100001 - 004034103	17,576,917	21.79	24	0.48
004034104 & ABOVE	45,202,989	56.02	2	0.04
<b>COMPANY TOTAL</b>	<b>80,682,088</b>	<b>100.00</b>	<b>4,989</b>	<b>100.00</b>

### SUBSTANTIAL SHAREHOLDERS

According to the register required to be kept under Section 69L of the Companies, 1965, the substantial shareholders of the company are as follows:

	No. of Shares	%
1. PERBADANAN MEMAJUKAN IKTISAD NEGERI TERRENGGANU	34,204,989	42.39
2. PERBADANAN MENTERI BESAR TERRENGGANU	10,998,000	13.63
3. MODAL HARMONI SDN. BHD.	2,852,000	3.53
4. EMPLOYEES PROVIDENT FUND BOARD	2,249,000	2.79
5. PERMODALAN TERENGGANU BERHAD	1,779,000	2.20

<b>2000</b>	<b>Total Hectarages Managed By TDM Plantation Sdn. Bhd. (Hectares)</b>	<b>Group's Owned Plantation (Hectares)</b>	<b>Others (Hectares)</b>
<b>OIL PALM</b>			
Matured Hectarage	24,812	19,903	4,909
Immatured Hectarage	10,224	8,990	1,234
New Planting	312	312	
<b>OTHER CROP</b>			
Matured Hectarage			-
Immatured Hectarage	258	258	-
<b>Total Planted</b>	<b>35,606</b>	<b>29,463</b>	<b>6,143</b>

**HECTARAGE BY COMPANY / DIVISION**

Sub-Lessee	Mature	9,574	5,247	4,327
	Immature	735	403	332
TDM Capital Sdn. Bhd.	Mature	1,905	1,905	-
	Immature			-
Kumpulan Ladang-Ladang Trengganu Sdn. Bhd.	Mature	11,629	11,629	-
	Immature	6,797	6,797	-
	New Planting	312	312	
Ladang Tabung Warisan	Mature	1,277	830	447
	Immature	121	79	42
Ladang Majlis Agama Islam Terengganu	Mature	327	222	105
	Immature	536	364	172
Ladang KOPKEM	Mature	100	70	30
	Immature	293	205	88
Nescaya Palma Sdn Bhd (Sarawak)	Mature			
	Immature	2,000	1,400	600
<b>Total Planted</b>		<b>35,606</b>	<b>29,463</b>	<b>6,143</b>

**PRODUCTION / COMPANY / DIVISION (MT)**

<b>OIL PALM</b>	
FFB (MT)	349,054
CPO Production (MT)	63,325
Palm Kernel Production (MT)	19,096
Extraction Rates (%) - CPO	18.14%
Recovery Rates (%) - PK	5.47%

**Note:**

On 1 January 1978, Sublessees Operation was aggregated as one single economic and accounting unit for purpose of profit distribution based on acreage holdings owned by the respective sublessees.

# statistik perladangan ...samb.

# plantation statistic ...cont'd

1999	Total Hectarages Managed By TDM Plantation Sdn. Bhd. (Hectares)	Group's Owned Plantation (Hectares)	Others (Hectares)
<b>OIL PALM</b>			
Matured Hectarage	21,427	17,663	3,764
Immatured Hectarage	11,503	10,157	1,346
<b>OTHER CROP</b>			
Matured Hectarage	-	-	-
Immatured Hectarage	258	258	-
<b>Total Planted</b>	<b>33,188</b>	<b>28,078</b>	<b>5,110</b>

## HECTARAGE BY COMPANY / DIVISION

Sub-Lessee	Mature	8,794	5,030	3,764
	Immature	1,082	619	463
TDM Capital Sdn. Bhd.	Mature	1,243	1,243	-
	Immature	735	735	-
Kumpulan Ladang-Ladang Trengganu Sdn. Bhd.	Mature	11,390	11,390	-
	Immature	7,290	7,290	-
Ladang Tabung Warisan	Mature	-	-	-
	Immature	1,398	909	489
Ladang Majlis Agama Islam Terengganu	Mature	-	-	-
	Immature	863	587	276
Ladang KOPKEM	Mature	-	-	-
	Immature	393	275	118
<b>Total Planted</b>		<b>33,188</b>	<b>28,078</b>	<b>5,110</b>

## PRODUCTION / COMPANY / DIVISION (MT)

<b>OIL PALM</b>	
FFB (MT)	366,922
CPO Production (MT)	66,433
Palm Kernel Production (MT)	18,842
Extraction Rates (%) - CPO	18.11%
Recovery Rates (%) - PK	5.14%

### Note:

On 1 January 1978, Sublessees Operation was aggregated as one single economic and accounting unit for purpose of profit distribution based on acreage holdings owned by the respective sublessees.

# senarai hartanah yang dimiliki

## list of properties held

Location	Tenure	Size	Description	Approximate Age	Book Value (RM)
<b>State of Terengganu</b>					
Mukim of Tebak Bundi, Kemaman	Leasehold Land expiring in 2043	5,649.42 Hectares	Oil Palm Plantation Mill, Office Building and Staff Quarters <sup>7</sup>	31	RM32,492,097
Mukim of Tebak HS (D) 188 PT Lot 554 P HS (D) 181 PT Lot 402 B HS (D) 187 PT Lot 551 P HS (D) 209 PT Lot 552 P HS (D) 180 PT Lot 402 A HS (D) 210 PT Lot 555 P Grant 8071 PT Lot 822	Leasehold Land Expiring in 2018	785.30 Hectares	Oil Palm Plantation		RM3,850,305
Mukim of Tebak HS (D) 1779 PT 1666	Leasehold Land Expiring in 2052	3,681.10 Hectares	Oil Palm Plantation		RM23,027,834
Mukim of Hulu Nerus Lots 3039, 3040, 3041, 97, 94 and 54 PT 884 K, 788 K, 707 K and 789 K	Leasehold Land Expiring in 2072	2,223.85 Hectares	Oil Palm Plantation		RM2,977,232
Mukim of Hulu Nerus Lot PT 7128	Leasehold Land Expiring in 2055	3,007 Hectares	Oil Palm Plantation		RM1,610,947
Mukim Belara Lots 6743 and 6558	Leasehold Land Expiring in 2072	1,725.28 Hectares	Oil Palm Plantation		RM5,735,452
Mukim Belara Lots 7251, 7253, 7254, 7662, 7663 and PT 64 K	Leasehold Land Expiring in 2072	1,170.68 Hectares	Oil Palm Plantation		RM2,300,514
Mukim Belara Lots 8187, 6641, 8264, 9390 Lots PT 882 K, PT 883 K, PT 381 K, PT 642 K, PT 804 K	Leasehold Land Expiring in 2072	2,349.61 Hectares	Oil Palm Plantation		RM2,664,607
Mukim Belara Lots 7250	Leasehold Land Expiring in 2072	1,392.04 Hectares	Oil Palm Plantation		RM3,680,257
Mukim Belara Parts of Lots 7251, 7253, 7254, 7662, 7663 and PT 641 K	Leasehold Land Expiring in 2072	49.00 Hectares	Oil Palm Mill	28	RM374,079.12
Mukim of Besul PT 140, PT 141	Leasehold Land Expiring in 2075	7,460.62 Hectares	Oil Palm Plantation		RM4,107,809
Mukim of Jerangau PT 1140, PT 1143, PT 114 and PT 1145					

# senarai hartanah yang dimiliki ...samb.

## list of properties held...cont'd

Location	Tenure	Size	Description	Approximate Age	Book Value (RM)
Mukim of Penghulu Diman Lots 37 and 204	Leasehold Land Expiring in 2050	1,480.92 Hectares	Oil Palm Plantation		RM2,240,245
Mukim of Jerangau Lot 1157	Leasehold Land Expiring in 2060				
Mukim of Jerangau Lot 3634	Leasehold Land Expiring in 2052				
Mukim of Besul Lot PT 260	Leasehold Land Expiring in 2011	12.14 Hectares	A SMR Rubber Factory	6	RM21,966.32
Mukim of Batu Buruk Lot 3046, 3047, 3048, 3049, 3050, 3051 and 3052	Leasehold Land Expiring in 2090	1,480.00 sq. metres	5 unit of 4 storey shophouses and 2 parcels of building lands	9	RM81,590.02
Town and District of Kuala Terengganu Lots 3072 and 3073	Freehold	297.00 sq. metres	2 units of 4 storey shophouses	22	RM814,077.37
Mukim Pulau Perhentian HS (D) 1535 PT Lot 320	Leasehold Land expiring in 2051	44.80 Hectares	Undeveloped Resort Land		RM270,190.20
Kawasan Simpang Geliga Mukim Chukai	Leasehold Land expiring in 2053	5206.00m <sup>2</sup>	Vacant		RM389,730
Daerah Kemaman HS (M) 6245 Lot PT 5070					
<b>State of Negeri Sembilan</b>					
54, Jalan Siakap Taman Mutiara, Batu 12 Jalan Pantai Port Dickson, Negeri Sembilan	Freehold	553.00 sq. metres	Bungalow House	19	RM73,800.00
<b>State of Johore</b>					
Town and District of Johor bharu CT 318 Lot 1897	Freehold sq. ft.	13,996.00	Vacant		RM473,255
<b>State of Selangor</b>					
Mukim of Damansara District of Petaling	Leasehold Land expiring in 2092	1,544.96 sq. metres	Lot No. 3.5 Storey Shop/ Office FAS Avenue Kelana Jaya	2	RM4,459,938.74
Mukim of Damansara District of Petaling	Leasehold Land expiring in 2092	1,270.24 sq. metres	Lot No. 4.5 Storey Shop/ Office FAS Business Avenue Kelana Jaya	2	RM3,666,886.25
Lg-07 Amcorp Trade Centre, Amcorp Mall (Master Title) HS (D) 39250 No. PT 4, Section 26, Town of P.J. District of Petaling, Selangor	Leasehold Land 99 years lease expiring in 2088	4605.00 sq. ft.	Fast Food Restaurant	2	RM2,800,000.00



**Muka surat ini telah sengaja dibiarkan kosong.**  
**This page has been intentionally left blank.**

**TDM BERHAD**  
(Company No. 6265-P)  
(Incorporated in Malaysia)

**PROXY FORM**

Shareholding Represented by Proxy |

I/We, \_\_\_\_\_  
(FULL NAME IN CAPITAL LETTERS)

of \_\_\_\_\_  
(ADDRESS)

being a member / members of TDM Berhad ("the Company"), hereby appoint

\_\_\_\_\_ (FULL NAME)  
of \_\_\_\_\_

or failing him/her \_\_\_\_\_

of \_\_\_\_\_

to vote for me/us on my/our behalf at the 36th Annual General Meeting of the Company to be held at Mahkota I, Ballroom Floor, Istana Hotel, 73, Jalan Raja Chulan, 50200 Kuala Lumpur on Thursday, 21 June 2001 at 10.00am and at adjournment thereof and to vote as indicated below:

RESOLUTION		FOR	AGAINST
1.	Adoption of Reports and Accounts		
2.	Re-election of Director: Md. Azmi Bin Lop Yusof		
3.	Re-election of Director: Dato' Senara Muda (Dato' Mazlan @ Mohd Nanri Bin Hashim)		
4.	Re-election of Director: Dr Wan Hassan Bin Wan Embong		
5.	Directors' fees		
6.	Appointment of Messrs. Ernst & Young As Auditors of the Company in place of retiring Auditors Messrs. Aljeffri & Co.		
7.	AS SPECIAL BUSINESS Ordinary Resolution Allotment of Shares pursuant to Section 132D of the Companies Act, 1965		

Please indicate with "X" how you wish your vote to be cast. Unless voting instructions are indicated in the space above, the proxy will vote or abstain from voting as he/she thinks fit.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2001.

No. of Shares held |

\_\_\_\_\_  
Signature / Common Seal of Appointor

**Notes:**

- i) A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company. Where a member appoints two or more proxies, the appointment shall be invalid unless he specifies the proportion of his holding to be represented by each proxy.
- ii) The instrument appointing a proxy in the case of an individual shall be signed by the appointor or his attorney, or if the appointor is a Corporation, either under the Common Seal, or under the hand of an officer or attorney duly authorised.
- iii) A proxy form is enclosed herewith and should be deposited at the registered office of the Company at 25th Floor, Menara Promet, Jalan Sultan Ismail, 50250 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.
- iv) **Explanatory Notes for Ordinary Resolution No. 6**  
  
Notice of Nomination of Messrs. Ernst & Young as Auditors of the Company, from a shareholder, pursuant to Section 172 (11) of the Companies Act, 1965, a copy of which is annexed herewith to the Notice of Annual General Meeting has been received by the Company. Messrs. Ernst & Young has also given their Consent to Act as Auditors for the ensuing year.
- v) **Explanatory Notes for Ordinary Resolution No. 7**

In accordance with the Companies Act, 1965, the Directors would have to call a general meeting to approve the issue of new shares even though the number of shares involved is less than 10% of the issued capital. In order to avoid any delay and cost involved in convening such a general meeting, it is considered appropriate to seek the shareholders' approval for the Directors to issue shares in the Company up to an aggregate amount not exceeding 10% of the issued share capital of the Company for the time being. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

Lipat di sini (Fold here)

STAMP

**TDM BERHAD** (Company No. 6265-P)  
25TH FLOOR, MENARA PROMET  
JALAN SULTAN ISMAIL  
50250 KUALA LUMPUR

Lipat di sini (Fold here)