

CONTENTS

CORPORATE PROFILE

Corporate Information	4
Corporate Structure	5
Chairman's Statement	6
Board of Directors	8
Board of Directors' Profile	9

CORPORATE GOVERNANCE

Statement on Corporate Governance	12
Statement on Internal Control	16
Report of Audit Committee	18
Statement of Directors' Responsibilities	21

FINANCIAL STATEMENTS

Directors' Report	24
Statement by Directors	29
Statutory Declaration	29
Auditors' Report	30
Consolidated Balance Sheet	31
Balance Sheet	32
Consolidated Income Statement	33
Income Statement	34
Statement of Changes in Equity	35
Consolidated Cash Flow Statement	36
Cash Flow Statement	37
Notes to the Financial Statements	38

ADDITIONAL INVESTOR INFORMATION

List of Properties	60
Analysis of Shareholdings	62

NOTICE OF ANNUAL GENERAL MEETING

Notices of Annual General Meeting	66
Notices of Dividend Entitlement	67
Statement Accompanying Notice of Annual General Meeting	68
Proxy Form	69



CORPORATE PROFILE



C O R P O R A T E I N F O R M A T I O N

BOARD OF DIRECTORS:

Datuk Tiong Su Kouk
(Non-Independent, Non-Executive Chairman)

Chong Shaw Fui
(Executive Vice Chairman)

Tiong Chiong Hiiung
(Managing Director)

Tiong Chiong Soon
(Executive Director)

Lau Liong Kii
(Executive Director)

Ling Ting Leong @ Ling Chong Seng
(Executive Director)

Wong See Khong
(Executive Director)

Kueh Chung Peng
(Executive Director)

Janggu Anak Banyang
(Independent Director)

Datu Haji Putit bin Matzen
(Independent Director)

Douglas Jerukan @ Jarukan Ak Kanyan
(Independent Director)

Francis Wong Chin Sing @ Wong Chin Sing
(Independent Director)

COMPANY SECRETARIES:

Ling Ting Leong @ Ling Chong Seng (MACS 00754)
Leong Oi Wah (MAICSA 7023802)

REGISTERED OFFICE:

Lot 999, Section 66, Jalan Keluli
Bintawa Industrial Estate
93450 Kuching, Sarawak
Tel: 082-336520
Fax: 082-331479

SHARE REGISTRAR:

Signet Share Registration Services Sdn Bhd
11th Floor-Tower Block
Kompleks Antarabangsa
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel: 03-21454337
Fax: 03-21421353
E-mail: ssrs@signet.com.my

AUDITORS:

Hii & Lee
Chartered Accountants
1st Floor, No. 13
Jalan Khoo Peng Loong
96000 Sibu, Sarawak

PRINCIPAL BANKER:

HSBC Bank (M) Berhad

LEGAL ADVISOR:

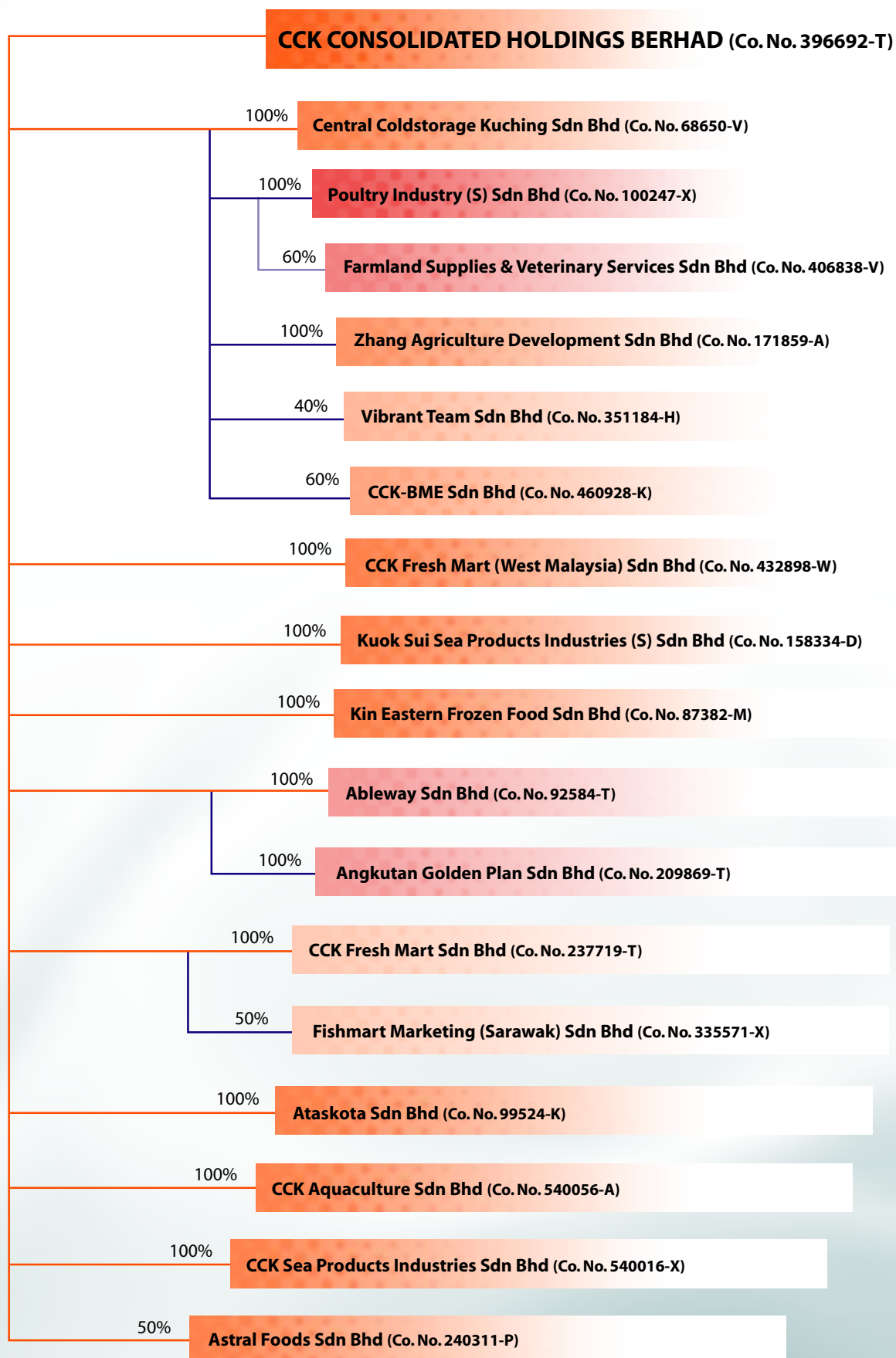
Alvin Chong and Partners

STOCK EXCHANGE LISTING:

Kuala Lumpur Stock Exchange,
Second Board
Stock name: CCK Consolidated
Stock code: 7035



C O R P O R A T E S T R U C T U R E





CHAIRMAN'S STATEMENT



On behalf of the Board of Directors of CCK Consolidated Holdings Berhad, it is my pleasure to present to you the annual report and audited financial statements for the financial year ended 30 June 2002.

INDUSTRY TREND AND DEVELOPMENT

The Group faced difficult trading conditions during the financial year. The poultry industry was operated under competitive markets, with prices being a determinant issue for volume in sales. In addition the industry experienced an over-supply of products, hence aggravating the demand and price factors.

The export market for the prawn and seafood products has somewhat been affected by the volatile economic and political situation faced by the world. The slowdown in the US economy coupled with prolonged difficult trading situation worldwide have dampened the demand for these products, resulting in both prices and sales volume to be affected negatively.

The Group took all of the above factors in its stride. Quality of the products was not compromised at any instance, and the Group continues to deliver products in timely and effective manner, with value-added and superior service to both domestic and international customers. The Group also took a critical look at its retail sales marketing strategies, and identified key locations for new outlets. Improvement at operational efficiency and productivity were emphasised on as well, with the view of reducing costs.

FINANCIAL PERFORMANCE

Against these difficult trading scenario and after implementation of the key strategies, I am pleased to report that the Group's revenue for the year under review has increased by 6.8% to RM179.64 million compared to previous year, mainly as a result of aggressive sales and marketing strategies adopted by the Group.

However the Group was unable to sustain its profitability margin during the year, due to the depressed selling prices of the Group's primary products, resulting with profit before tax of RM5.03 million, as compared to the previous year's results of RM6.28 million.

Earnings per share stood at 6.48 sen as compared to 9.65 sen in the previous year. Total shareholders funds increased from RM75.44 million as recorded in the previous year, to RM77.10 million. The Group is committed to managing the use of its funds in an effective manner and to continue in its implementation of cost control measures to manage operating costs.

CORPORATE DEVELOPMENTS

The Company remains committed to its objective of increasing shareholder value. During the financial year, the Company has acquired two newly formed subsidiary companies, CCK Aquaculture Sdn Bhd ("CCKA") and CCK Sea Products Industries Sdn Bhd ("CCKSP"), in line with its focus on food products. CCKA will be engaging in cultivation of tiger prawns and other aquaculture activities. CCKSP, which has commenced operation, is involved in the processing and export of tiger prawns, and is expected to contribute positively towards the Group's revenue in the near future.



DIVIDEND

The Board of Directors is pleased to recommend a first and final dividend of 3.5% less income tax at 28% amounting RM1.249 million in respect of the current financial year ending 30 June 2002, subject to the shareholders' approval at the forthcoming Annual General Meeting.

CORPORATE GOVERNANCE

The application of and compliance with the principles and best practices as set out in the Code on Corporate Governance has been disclosed in the Annual report, which also includes a new "Statement on Internal Control" as required under the Kuala Lumpur Stock Exchange's Listing Requirements.

During the year, a Group-wide Risk Assessment exercise was undertaken to formalize the risk management framework of the Group. This process provides management to access to the business risks, and hence to allow for better management of the Group's operations.

The Group and the Board is committed to ensuring that the highest standards of corporate governance are practiced throughout the Group in order to protect and enhance shareholder value.

ECONOMIC OUTLOOK AND PROSPECTS

The Malaysian economy is forecast to remain favourable in the coming financial year despite the uncertainty affecting the major developed economies and the impact of the implementation of the ASEAN Free Trade Area. The Group however remains cautious on the immediate recovery of the worldwide economic situation, due to the corporate scandals in the US (and in Malaysia), which have undermined investors'

confidence. The Group is therefore bracing itself for continuous difficult trading conditions for our export products. However, with resilience and strength from our experience and strategies established over the years, coupled with active recovery measures taken by the Malaysian Government, our Group of companies is expected to perform satisfactorily for the new financial year.

DIRECTORS

I am pleased to welcome Datu' Haji Putit Bin Matzen, Mr Douglas Jerukan and Mr Francis Wong Chin Sing to the Board, serving as Non-Executive Directors for CCK Consolidated Holdings Berhad. I am sure that our Group of companies will benefit from their experience and expertise. Encik Haji Latip Bin Hj Dris has retired from the Board during the year and on behalf of the Board, I wish to record our sincere gratitude and appreciation to him for his previous contributions to the Group.

ACKNOWLEDGEMENT

On behalf of the Board of Directors, I also wish to express my sincere appreciation to the management and staff of the Group, whose commitment and dedication have seen us through a challenging year. I would also like to convey our appreciation to our customers, bankers, business associates, relevant government authorities and especially to you, as shareholders, for your continued strong support.

DATUK TIONG SU KOUK

CHAIRMAN

28 November 2002



BOARD OF DIRECTORS



Datuk Tiong Su Kouk
(Non-Executive Chairman)



Chong Shaw Fui
(Executive Vice Chairman)



Tiong Chiong Hiiung
(Managing Director)



Lau Liong Kii
(Executive Director)



Tiong Chiong Soon
(Executive Director)



Kueh Chung Peng
(Executive Director)



Wong See Khong
(Executive Director)



**Ling Ting Leong @
Ling Chong Seng**
(Executive Director)



Janggu Anak Banyang
(Independent
Non-Executive Director)



**Douglas Jerukan @
Jarukan Ak Kanyan**
(Independent
Non-Executive Director)



Datu Haji Putit bin Matzen
(Independent
Non-Executive Director)



**Francis Wong Chin Sing @
Wong Chin Sing**
(Independent
Non-Executive Director)



BOARD OF DIRECTORS' PROFILE

••• **DATUK TIONG SU KOUK**, aged 60, a Malaysian, is a businessman. He is the founder member of the CCK Consolidated Holdings Berhad ("CCK") and its subsidiaries ("CCK Group" or "the Group"). He was appointed as Executive Chairman to the Board of CCK on 15 July 1997 and re-designated as Non-Executive Chairman on 20 March 2002. He is also a member of the Audit Committee of CCK and appointed as Chairman of the Nomination and Remuneration Committees of CCK. He also acts as Chairman of the other companies within the CCK Group. Under his stewardship, the CCK Group has progressed from a small family-run business to one of Sarawak's largest integrated poultry producer and producers of frozen seafood. His shareholdings in CCK as at 25 October 2002 are disclosed in page 63.

Datuk Tiong began his career as a fishmonger and has been involved in the seafood and poultry industry for the past thirty and ten years respectively. He is a well-respected member of the industry in Sarawak and brings to the Group his wealth of experience gained in the past. Additionally, Datuk Tiong also sits on various school boards and is actively involved in the Foochow and Tiong Associations in Sibiu. He was awarded the "Pingat Bintang Sarawak" (PBS) in 1987 by the Sarawak State Government for his contribution to the community. He also sits on the boards of other private limited companies.

••• **CHONG SHAW FUI**, aged 57, a Malaysian, was appointed as Executive Vice Chairman to the Board of CCK on 15 July 1997. He is responsible for the management of the poultry business unit, which ranges from the breeding, hatchery to the production line accordingly.

Mr Chong brings to the CCK Group a vast and invaluable experience of over twenty (20) years in the poultry industry. He commenced his poultry breeding experience in Singapore in 1972 and he was one of the co-founders of the Sarawak Breeding Farm specialising in the hatching of day-old chicks. He developed this business into a company, named Zhang Agriculture Development Sdn Bhd, which is now a wholly-owned subsidiary of CCK. In 1983, Mr Chong also formed another company known as Poultry Industry (S) Sdn Bhd, a wholly-owned subsidiary of CCK, with the sole intention of rearing broiler chicken.

His shareholdings in CCK as at 25 October 2002 are disclosed in page 63.

••• **TIONG CHIONG HIIUNG**, aged 35, a Malaysian, is a young and dynamic entrepreneur with sound business judgement and acumen beyond his years. He was appointed to the Board of CCK on 15 July 1997 and is a member of the Remuneration Committee. He is also the Group Managing Director of CCK.

Mr Tiong graduated with a Bachelor of Economics Degree from Monash University in Australia in 1989 and joined the Group as a Director of a subsidiary company. In 1994, he was appointed as

Managing Director of Central Cold Storage Kuching Sdn Bhd, and subsequently was responsible for the overall management and operation of the CCK Group. Although he has been actively involved in virtually every aspect of the Group's operations, including breeding operations, broiler farming, and processing of seafood, he was instrumental in transforming the Group's operations into one of the most modern in the state. As a result of his foresight, the Group has also embarked aggressively into various expansion programmes resulting in a fully integrated operation for the Group. He also sits on the boards of various private limited companies.

His shareholdings in CCK as at 25 October 2002 are disclosed in page 63.

••• **TIONG CHIONG SOON**, aged 32, a Malaysian, is a businessman and was appointed as Executive Director of CCK on 15 July 1997. He graduated from Oklahoma University, USA with a Bachelor of Business Degree in 1994. He joined the Group since his graduation, and is principally responsible for the purchasing function and the retail division of the Group. He has an excellent rapport with the suppliers thus ensuring timely delivery of products of the highest quality for the Group. He also sits on the boards of various private limited companies.

••• **LING TING LEONG @, LING CHONG SENG**, aged 50, a Malaysian, is a businessman with a wealth of experience behind him. He was appointed as Executive Director to the Board of CCK on 15 July 1997. He obtained a Certificate in Higher Accounting in 1971 and has gained vast experience in accounting and auditing for eleven years from 1971 to 1982. He joined the CCK Group in 1983 and is responsible for the finance and corporate secretarial matters of the CCK Group.

••• **LAU LIONG KII**, aged 51, a Malaysian, was appointed as Executive Director to the Board of CCK on 15 July 1997. He is also a member of the Remuneration Committee of CCK. He is principally responsible for the operations of Ableway Sdn Bhd, and the production and marketing functions of the prawn division. He joined the Group in 1982 and as the Managing Director of Ableway Sdn Bhd, he has accumulated vast experience in the domestic food market and the international aspects of the food industry. He brings to the Group in-depth understanding of the various and specialist trends of the food industry.

••• **WONG SEE KHONG**, aged 46, a Malaysian, was appointed as Executive Director of the Board of CCK on 15 July 1997. He first joined the Group in 1985 as Director to one of the subsidiary companies and is one of the pioneers of the Group, having served as Managing Director of Central Cold Storage Kuching Sdn Bhd since its incorporation to 1986. He is now responsible for the prawn hatchery functions within the prawn division.



••• **JANGGU ANAK BANYANG**, aged 55, a Malaysian, was appointed to the Board of CCK as an Independent Director on 15 July 1997. He is also the Chairman of the Audit Committee as well as a member of CCK's Nomination and Remuneration Committees. After completing his formal education, he worked for various companies and subsequently held directorship in these companies, which are principally involved in the activities of supply of rations, property development and timber contractor.

••• **KUEH CHUNG PENG**, aged 48, a Malaysian, was appointed as Executive Director to the Board of CCK on 15 July 1997. He joined Kin Eastern Frozen Food Sdn Bhd in 1992 as its Managing Director and is also responsible for the aquaculture farming division of the CCK Group. He was appointed as a Director to CCK Fresh Mart Sdn Bhd, a wholly-owned subsidiary of CCK, in 1993 and has over fifteen years experience in the prawn and coldstorage products industry.

••• **FRANCIS WONG CHIN SING @ WONG CHIN SING**, aged 38, a Malaysian, was appointed as an Independent Director on 20 March 2002. He is also a member of the Audit Committee. Having graduated with a Bachelor of Commerce and Master of Commerce from Deakin University and University of Auckland respectively, he joined Coopers & Lybrand, Auckland, New Zealand from 1988 to 1993. Subsequently, he came back to Malaysia and joined Ernst & Young for two years. During his employment with the said Chartered Accounting firms, he has gained extensive experience in audit and corporate advisory services. After leaving the Chartered Accountancy career, he joined a public listed company in Malaysia, as a Group Financial Controller for a period of four years. Currently, he operates a management consulting company providing corporate advisory services to various companies.

••• **DOUGLAS JERUKAN @ JARUKAN AK KANYAN**, aged 63, a Malaysian, was appointed as an Independent Director on 20 March 2002. He is also a member of the Nomination and Remuneration Committees of CCK. He graduated as a Trade Instructor from Christchurch Technical Institute and Canterbury Teachers College, Canterbury, New Zealand. He joined the Sarawak Education Service from 1962 to 1994 and rose from a teacher to Principal, District Education Officer and Group Supervisor of Schools Gd. 2, Divisional Education Office, Sibul. Currently, he is a Councillor of the Sibul Rural District Council, Sibul. Besides this, he is the Principal of a Tuition Center and holds directorship for various private limited companies.

••• **DATU HAJI PUTIT MATZEN**, aged 57, a Malaysian, was appointed as an Independent Director on 20 March 2002. He is also a member of the Nomination and Remuneration Committees of CCK. He holds a Bachelor of Science Degree and obtained a professional post-graduate Diploma in Teaching. He started his career with the Sarawak Education Service in 1972 and has held various senior positions including Director of Education within the State Education

Department and the Ministry of Education in Kuala Lumpur. While in service, he pursued other professional courses, notably in educational management and administration, development, innovation, testing and examinations and crisis management. Currently, he holds a full-time executive position as Vice-President of Systematic Education Group International Berhad, a public listed company and is a director of Yayasan Guru Malaysia Berhad.

Additional information:-

a. *Tiong Chiong Hiiung and Tiong Chiong Soon are sons of Datuk Tiong Su Kuok. Apart for this, the other Directors have no family relationship with each other or the substantial shareholders of CCK.*

b. *Datuk Tiong Su Kouk, Tiong Chiong Hiiung, Tiong Chiong Soon, Lau Liong Kii and Kueh Chung Peng are interested Directors in the Recurrent Related Party Transactions as disclosed in the Note 34 of page 58 of the Financial Statements as well as in the Circular dated 28 November 2001 on the Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.*

However, the Company and its subsidiaries have ceased to transact with the Related Parties as named in the said Circular since 28 November 2001 to the end of the financial year.

Apart for the above, the Directors have no conflict of interest with CCK.

c. *None of the Directors have been convicted of offences within the past 10 years other than traffic offences.*

d. *Apart for Datu Haji Putit bin Matzen, none of the other Directors hold any directorship in public companies.*

e. *There were no material contracts entered into by the CCK Group involving the Directors or the major shareholders' interest for the financial year ended 30 June 2002, other than contracts entered into in the ordinary course of business, as disclosed on page 58.*



CORPORATE

GVERNANCE



STATEMENT ON CORPORATE GOVERNANCE

INTRODUCTION

The Malaysian Code on Corporate Governance ("the Code") sets out principles and best practices on structures and processes that companies may use in their operations towards achieving optimal governance framework. To this end, the Kuala Lumpur Stock Exchange's ("KLSE") Listing Requirements requires listed companies to disclose in their Annual Report a statement on the application of these principles and best practices as advocated by the Code.

The Board of Directors of CCK Consolidated Holdings Berhad ("CCK" or the Company) believes in the principles of good corporate governance and supports the implementation of the highest standards of corporate governance throughout the CCK Group.

In line with this, the Board of CCK is pleased to disclose the manner in which it has applied the principles of good governance and the extent to which it has complied with the best practices set out in the Code. These disclosures are disclosed in this Statement on Corporate Governance, and the Statement on Internal Control and the Report of the Audit Committee, which are available herewith in this Annual Report.

THE BOARD OF DIRECTORS

Composition of the Board

The CCK Group is led and managed by an experienced Board comprising twelve members. The Non-Executive Chairman, the Group Managing Director, six Executive Directors and four Independent Directors have a wide range of experience in relevant fields required to successfully direct and supervise the Group's business activities. The profiles of each member are presented on pages 9 and 10 of this Report.

To ensure that there is balance of power and authority, the roles of the Chairman and the Group Managing Director are separated and clearly defined. The Chairman is primarily responsible for the orderly conduct and effectiveness of the Board, whilst the Group Managing Director is responsible for the operating units, organisational effectiveness and implementation of Board policies and decisions.

The presence of Independent Directors fulfils a crucial role in corporate governance, for the provision of unbiased and independent views, advice and judgement to take account of the interests of shareholders, employees, customers, suppliers and the communities in which the CCK Group conducts business. Encik Janggu Anak Banyang is the appointed Senior Independent Director to whom concerns may be conveyed to.

Board Procedures

Besides its statutory duties, the Board is responsible for good corporate governance, including the setting of the CCK Group's overall strategic direction, overseeing the conduct of the businesses, identifying principal risks, ensuring that systems are in place to manage these risks, implementation of succession planning programme for Senior Management, implementation of an investors relations programme and reviewing the adequacy of the CCK Group's system of internal controls.

The Board holds at least four regularly scheduled meetings annually, with additional meetings convened as necessary. During the year ended 30 June 2002, five Board Meetings were held. The attendance of the Directors at the Board Meetings is as follows:

	No. Attended
Datuk Tiong Su Kouk	5
Chong Shaw Fui	5
Tiong Chiong Hiiung	5
Tiong Chiong Soon	5
Lau Liong Kii	4
Ling Ting Leong @ Ling Chong Seng	5
Wong See Khong	5
Kueh Chung Peng	4
Janggu Anak Banyang	5
Francis Wong Chin Sing @ Wong Chin Sing *	0
Datu Haji Putit Bin Matzen *	1
Douglas Jerukan @ Jarukan Ak Kanyan *	1

* Appointed on 20/03/2002



Supply Of Information

All Directors are provided with an agenda and a set of Board papers in a timely manner prior to Board Meetings, to enable the Directors to obtain further explanations, where necessary, in order to be properly briefed before the meeting.

All Directors have access to the advice of the Company Secretaries, independent professional advisors, and internal/external auditors in appropriate circumstances at the Company's expense.

Committees Of The Board

The following Board Committees have been established to assist the Board in discharging its duties. All the Board Committees do not have executive powers but to report to the Board on all matters considered and their recommendations thereon. The Board has approved the terms of reference of each Committee, and where applicable, these comply with the recommendations of the Code.

a. Audit Committee

The Audit Committee, formed on 12 July 1997, reviews issues of accounting policy and presentation for external financial reporting, monitors the work of the in-house internal auditor, ensures that an objective and professional relationship is maintained with the external auditors, and that conflicts of interest are avoided.

The Report of the Audit Committee is set out on pages 18 to 20.

b. Nomination Committee

The Board has set up, on 27 February 2002 a Nomination Committee, which is mainly responsible for the identification and recommendation of new nominees to the Board, for the annual review of the required mix of skills and experience of the Board and for the annual assessment of the effectiveness of the Board Committees, the Board as a whole and the contribution of each Director.

During the year, the Nomination Committee has met once, and is in the process of evaluating procedures for the annual assessment exercise of the Board, the Committees and Directors, and succession planning for Directors and Senior Management alike.

The members of the Nomination Committee, all of whom are non-executive Directors and a majority of whom are independent, are:

Datuk Tiong Su Kouk – Chairman	(Non-Independent Non-Executive)
Mr. Janggu Anak Banyang	(Independent)
Datu Haji Putit Bin Matzen	(Independent)
Mr. Douglas Jerukan @ Jarukan Ak Kanyan	(Independent)

c. Remuneration Committee

The Remuneration Committee was established on 27 February 2002 and is principally responsible for setting the policy framework and for making recommendations to the Board on remuneration packages and benefits extended to the Executive Directors. During the year, the Remuneration Committee met once.

The members of the Remuneration Committee, the majority of whom are non-executive, are:

Datuk Tiong Su Kouk – Chairman	(Non-Independent Non-Executive)
Mr. Tiong Chiong Hiiung	(Group Managing Director)
Mr. Lau Liong Kii	(Executive Director)
Mr. Janggu Anak Banyang	(Independent Director)
Datu Haji Putit Bin Matzen	(Independent Director)
Mr. Douglas Jerukan @ Jarukan Ak Kanyan	(Independent Director)

Appointments to the Board

As indicated above, the Nomination Committee recommends the appointment of new Directors to the Board. Thereafter upon approval by the Board, the new Directors undergo a familiarization programme, which includes visits to the CCK Group's operating units, and meetings with Senior Management, as appropriate, to facilitate the new Directors' understanding of the CCK Group.

Re-election of Directors

In accordance with CCK's Articles of Association, all Directors who are appointed by the Board are subject to election by shareholders at the first Annual General Meeting after their appointment. One third of the remaining Directors are required to submit themselves for re-election by rotation at each Annual General Meeting, and all Directors must submit themselves for re-election at least once every three years.



Directors' Training and Update Programmes

As part of CCK's continuous efforts to ensure that a focused and clear direction is established for the future of the CCK Group, the Company has, during the year, organized a Strategic Planning Workshop, for the Board of Directors and Senior Management.

All the Directors have also attended the Mandatory Accreditation Programme.

DIRECTORS' REMUNERATION

CCK recognizes the need to ensure that remuneration of Directors is appreciative and reflective of the responsibility and commitment that goes with Board membership. In line with this, the Board, via its Remuneration Committee, has adopted a remuneration structure that attempts to retain and attract the Executive Directors with the right caliber for CCK. The fees for Non-Executive Directors are determined by the Board as a whole.

During the financial year ended 30 June 2002, the remuneration of the Executive Directors and Non-Executive Directors of the CCK Group were as follows:

	Executive Directors RM	Non-Executive Directors RM
Fee	47,660	157,280
Salary	828,000	-
Bonus	204,000	-
Allowances	2,400	-
Benefits-in-kind	7,200	-
Commissions	33,315	-

	Executive Directors No.	Non-Executive Directors No.
RM150,001 to RM200,000	3	-
RM100,001 to RM150,000	4	1
RM50,001 to RM100,000	-	-
RM50,000 and below	-	4

SHAREHOLDERS COMMUNICATION

CCK maintains a regular policy of disseminating information that is material for shareholders' information via announcements made through the KLSE website. In compliance with the KLSE Listing Requirements, the Company also releases timely financial information on a quarterly basis, which includes an overview of the performance of CCK Group.

The Company uses the Annual General Meeting as a principal forum for dialogue with shareholders. Members of the Board as well as external auditors of the Company are present to answer queries raised at the meeting.

ACCOUNTABILITY AND AUDIT

Financial Reporting

The Directors aim to present a balanced and understandable assessment of the CCK Group's position and prospects in presenting its annual financial statements and quarterly announcements to shareholders. These financial statements are drawn-up in accordance with the provisions of the Companies Act, 1965 and the applicable approved accounting standards of the Malaysian Accounting Standards Board, and are reviewed by the Audit Committee prior to approval by the Board. In compliance with statutory requirements, the annual accounts are subjected to audit by an independent external auditor.

**Internal Control**

The Board of Directors acknowledges their responsibility for the CCK Group's system of internal control, which is designed to identify and manage the risks of the businesses of the CCK Group, in pursuit of its objectives. In addition, the system of internal control practiced by the CCK Group spans over financial, operational and compliance aspects, particularly to safeguard the CCK Group's assets and hence shareholders' investments. In executing this responsibility, the Board via the Audit Committee and the in-house internal audit department, has adopted procedures to monitor the ongoing adequacy and integrity of the system of internal control.

Further details of the state of the system of internal control of the CCK Group are presented on pages 16 to 17.

Relationship with the Auditors

Through the Audit Committee, the CCK Group has established a formal and transparent relationship with the external auditors. The Audit Committee meets with the external auditors without the presence of the executive members of the Board at least once a year.

This Statement on Corporate Governance is made in accordance with a resolution of the Board of Directors dated 23 October 2002.



STATEMENT ON INTERNAL CONTROL

INTRODUCTION

The Malaysian Code on Corporate Governance ("Code") requires listed companies to maintain a sound system of internal control to safeguard shareholders' investment and the company's assets. In line with this, Kuala Lumpur Stock Exchange's ("KLSE") Listing Requirements requires the Board of Directors to include a statement in annual reports on the state of internal control of the Company and its group of subsidiaries. KLSE has also issued "Guidance for Directors of Public Listed Companies" ("Guidance") in making this statement accordingly.

The Board of Directors of CCK Consolidated Holdings Bhd is pleased to present this Statement on Internal Control, which has been prepared in accordance with the Guidance.

INTERNAL CONTROL SYSTEM

A sound system of internal control incorporates the need to have in place an appropriate risk assessment framework, identification of internal controls to manage and control these risks, implementation of an effective information and communications system, and an ongoing process for monitoring the continuing adequacy and integrity of the system of internal control.

Within "CCK" and its group of Companies ("CCK Group"), the Board has implemented a Risk Management and Internal Control Framework which encompasses the following:-

a) The identification of principal risks faced by the CCK Group

In January 2002, the Board, led by the Group Managing Director, held a Strategic Risk Assessment exercise to ensure that all Directors and Senior Management have a common Vision, Mission and Strategic Objectives. Within this workshop, the Board and Senior Management also undertook a risk assessment exercise to identify the principal risks faced by the CCK Group.

These principal risks, shall on an annual basis, be updated by Senior Management for review and approval by the Board accordingly.

b) The identification of internal controls to manage these principal risks

A review of the inventory of the current internal controls framework was carried out to ascertain its adequacy in meeting the principal risks identified, and actions plans or revised internal controls were drawn up in bridging the gaps, having regard to cost/benefit, materiality and likelihood of crystallisation of risks.

c) Implementation of internal controls within the information and communication processes

These revised internal controls were then built into the processes of the CCK Group. Accountabilities are placed on the Heads of each Operating Unit for the effective implementation thereon.

d) Monitoring and reporting process to continuously review the adequacy and integrity of internal control

The Board, via the Audit Committee, monitors the system of internal control through quarterly reviews, which is normally undertaken by the inhouse Internal Auditor. The review also includes a balanced assessment of the significant risks and the adequacy and integrity of the internal control systems of the CCK Group. Where any significant weaknesses have been identified, the Internal Auditor together with input from Management, would recommend measures to improve the internal controls accordingly. Follow-up audits are also undertaken to assess the status of implementation thereof by Management.

Further details on the scope of activities of the Internal Audit are set out in the Report of the Audit Committee, which is available on pages 18 to 20 of this Annual Report.

Other Elements Of Internal Control

The other key elements of the CCK Group's internal control systems that are in place are described below:-

- Regular review of operational reports, including key performance indicators, by the Group Managing Director and Executive Directors of the CCK Group;
- Regular review of financial reporting by the Audit Committee and the Board;
- Detailed budgeting process by both the Operating Units and Head Office; and
- Regular monitoring of actual results against budgets, with major variances analysed for effective management actions thereafter.

The Board is also in the process of putting in place a system to ensure that there are adequate financial and operational policies and procedures relating to delegation of authority within the CCK Group.



BOARD OF DIRECTORS' ACKNOWLEDGEMENT

The Board of Directors affirms its overall responsibility for the CCK Group's system of internal control, and for reviewing its adequacy and integrity. It should be noted however that such system is designed to manage rather than eliminate the risk of failure to achieve business objectives. In addition, it should be noted that any system could provide only reasonable, and not absolute, assurance against material misstatement or loss.

The Board of Directors is also pleased to report that there were no significant and material internal control weaknesses noted during this financial year.

This statement is made in accordance with a resolution of the Board of Directors dated 23 October 2002.



REPORT OF THE AUDIT COMMITTEE

COMPOSITION OF THE AUDIT COMMITTEE

The Audit Committee was established on 12 July, 1997 and comprises of the following Directors:-

Janggu Anak Banyang - Chairman	-	Independent
Datuk Tiong Su Kouk ¹	-	Non-Independent Non-Executive
Francis Wong Chin Sing ^{1,2}	-	Independent
Tuan Haji Latip bin Haji Dris ³	-	Independent
Wong See Khong ⁴	-	Executive

1. *Appointed on 20 March 2001*
2. *Francis Wong is a member of the Malaysian Institute of Accountants*
3. *Retired on 20 December 2001*
4. *Resigned on 28 March 2002*

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

TERMS OF REFERENCE

Objectives

The Audit Committee will give assurance to the Company's shareholders that compliance with specified financial standards and disclosure policies developed and administered by the KLSE are being adhered to. In addition, the Audit Committee will assure that certain standard of corporate responsibility, integrity and accountability to the Company's shareholders are being inculcated in the duties and responsibility of the Board of Directors of the Company.

Membership

The Audit Committee shall be appointed by the Directors from amongst their number (pursuant to a resolution of the Board of Directors) which shall consist of not less than three members, the majority of whom shall be non-executive and independent directors, and free from any relationship, which might in the opinion of the Board of Directors, interfere with the exercise of independent judgement in carrying out the functions of the Audit Committee. No alternate director can be a member of the Audit Committee.

The members of the Audit Committee shall elect a chairman from among their number who is a non-executive and independent director.

At least one member of the Committee must be a member of the Malaysian Institute of Accountants ("MIA") or if he is not a member of the MIA, he must have at least 3 years' working experience and:

- a) he must have passed the examinations specified in Part 1 of the 1st Schedule of the Accountants Act 1967; or
- b) he must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act 1967.

The Board shall, within three months of a vacancy occurring in the Audit Committee which results in the number of members reduced to below three, appoint such number of new members as may be required to make up the minimum number of three members.

Meetings

A quorum shall be two members and a majority of members present must be independent directors. The Finance Director and Head of Internal Audit shall normally attend meetings. A representative of external auditors shall attend as and when required. The Company Secretary shall be the secretary of the Audit Committee. Minutes of each meeting shall be kept and distributed to each member of the Audit Committee.

Frequency Of Meetings

The Audit Committee shall meet as and when the need arises provided that it shall meet at least four times a year. The external auditors may request for a meeting if they consider that one is necessary. At least once a year, the Audit Committee shall meet with the external auditors without Executive Board Members present.



Authority

The Audit Committee is authorized by the Board on the following:-

- i. investigate any activity within its terms of reference;
- ii. have the resources which are required to perform its duties;
- iii. seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Audit Committee;
- iv. have direct communication channels with the external auditors and person(s) carrying out the internal audit function or activity, if any.
- v. 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; and
- vi. upon request of the external auditor, to convene meeting of the Audit Committee, excluding the attendance of the Executive Directors if deemed necessary, to consider any matter the external auditor believes should be brought to the attention of the Board of Directors or shareholders.

Where the Audit Committee is of the view that a matter reported to the Board of Directors has not been satisfactorily resolved resulting in a breach of the KLSE Listing Requirements, the Audit Committee has the responsibility to promptly report such matter to KLSE.

The Audit Committee shall be reporting to the full Board from time to time its recommendations for consideration and implementation and the actual decision shall be the responsibility of the Board of Directors after considering the recommendation of the Committee.

Duties And Responsibilities

To review:-

- a) with the external and internal auditors: their respective audit plan, the audit report – major findings and management's responses thereof, and their evaluation of the CCK Group's system of internal control;
- b) the assistance given by the CCK Group's employees to both the internal and external auditors;
- c) the adequacy of the scope, functions and resources of the internal audit function, and that it has the necessary authority to carry out its work;
- d) the audit fees proposed by external auditors;
- e) the appointment (and reappointment), resignation and dismissal of the external and internal auditors;
- f) the appraisal of the performance of the internal auditor;
- g) the quarterly and annual financial statements of the Company and the Group, focusing on the matters set out below, and thereafter to submit them to the Board:-
 - any changes in accounting policies and practices;
 - significant adjustments arising from the audit;
 - the going concern assumption; and
 - compliance with accounting standards and regulatory requirements;
- h) any related party transactions that may arise within the Company or Group; and
- i) any other functions as may be agreed to by the Audit Committee and the Board.



ACTIVITIES OF THE AUDIT COMMITTEE FOR THE FINANCIAL YEAR

Meetings and Attendance

4 Audit Committee meetings were held during the year ended 30 June 2002. The attendance of each member is as follows:-

	No. attended
Janggu Anak Banyang	4
Datuk Tiong Su Kouk (appointed on 20 March 2002)	1
Wong See Khong (resigned on 28 March 2002)	3
Tuan Haji Latip bin Haji Idris (retired on 20 December 2001)	2
Francis Wong Chin Sing (appointed on 20 March 2002)	0

Summary of Activities of Audit Committee

The following activities were carried out by the Audit Committee during the year ended 30 June 2002 in discharge of its functions and duties:

- Reviewed the audit plans of the CCK Group with the internal and external auditor;
- Reviewed the audit reports for the CCK Group and consideration of the major findings by the auditors, and Management's responses thereof;
- Reviewed the quarterly and annual financial reports of the Company and the CCK Group prior to submission to the Board of Directors for their approval; and
- Reviewed the related party transactions entered into.

ACTIVITIES OF THE INTERNAL AUDIT FUNCTION

The internal audit department, which was established since incorporation of CCK, has carried out planned audits during the year and provided regular reports on compliance with internal financial policies and operational procedures to the Audit Committee. In particular the Internal Auditor has, under the remit of the Audit Committee, performed audit work on the following:-

- Reviewing and appraising the soundness, adequacy and application of accounting, financial and other controls of the CCK Group over inventory management, treasury and receivable process, and the production process flow;
- Ascertaining the extent to which the CCK Group's assets are accounted for and safeguarded from losses of all kinds;
- Ascertaining the implementation of proper authority limits over capital expenditure;
- Identifying opportunities to improve the operations of and processes within the CCK Group, in particular over financial reporting of key indicators for Management's information; and
- Carrying out audit work in liaison with external auditors to maximize the use of resources and for effective coverage of audit risks.



STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Board of Directors are required under the KLSE Listing Requirements, to issue a statement explaining their responsibility for preparation of the annual audited financial statements.

The Directors are also required by the Company Act, 1965 to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Group and of the Company as at the financial year end and of the results and cash flows of the Group and of the Company for the financial year then ended.

The Directors consider that, in preparing the financial statements of CCK Consolidated Holdings Berhad for the financial year ended 30 June 2002, the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgment and estimates. The Directors also consider that all applicable approved accounting standards in Malaysia have been followed and confirm that the financial statements have been prepared on a going concern basis.

The Directors are responsible for ensuring that the Company keeps accounting records which disclose with reasonable accuracy at any time the financial position of the Company and which enable them to ensure that the financial statements comply with the provisions of the Companies Act, 1965.

The Directors are also responsible for taking such steps that are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

The auditors' responsibilities are stated in their report to the shareholders.

This statement is made in accordance with a resolution of the Board of Directors dated 23 October 2002.



This page has been deliberately left blank



REPORTS AND FINANCIAL STATEMENTS



DIRECTORS' REPORT

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 30 June 2002.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and providing management services. The principal activities of the subsidiary companies are disclosed in Note 6 to the financial statements.

There have been no significant changes in the nature of these activities during the financial year, except that the Group activities now include culturing of prawns, fish farming and processing.

FINANCIAL RESULTS

	Group RM	Company RM
Profit after taxation	3,304,218	4,534,484
Minority interests	(95,054)	-
	-----	-----
Net profit for the financial year	3,209,164	4,534,484
	=====	=====

DIVIDEND

No dividend has been paid or declared by the Company during the financial year.

The directors recommend the payment of a first and final dividend of 3.5% less income tax at 28% in respect of the financial year ended 30 June 2002 which, if approved at the forthcoming Annual General Meeting of the Company, will be paid on 23 January 2003 to Depositors whose names appear in the Record of Depositors on 31 December 2002.

A Depositor shall qualify for entitlement to the dividend only in respect of:

- (i) Shares transferred into the Depositor's securities account before 12.30 p.m. on 31 December 2002, in respect of ordinary transfers; and
- (ii) Shares bought on the Kuala Lumpur Stock Exchange on a cum entitlement basis according to the Rules of the Kuala Lumpur Stock Exchange.

RESERVES AND PROVISIONS

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

ISSUE OF SHARES

During the financial year, the issued and paid-up share capital of the Company was increased from RM49,500,000 to RM49,544,000 by issuing 44,000 ordinary shares of RM1.00 each at a premium of RM0.20 each by virtue of the exercise of share options.

The abovementioned shares rank pari passu in all respects with the then existing shares of the Company.

EMPLOYEES' SHARE OPTIONS SCHEME ("ESOS")

Pursuant to the ESOS which became effective on 20 December 2000, options to subscribe for up to 4,626,000 ordinary shares of the Company were made available to eligible directors and employees of the Group.



EMPLOYEES' SHARE OPTIONS SCHEME ("ESOS") (cont'd)

The main features of the ESOS are as follows:-

- (a) The ESOS shall continue to be in force for a period of five years from 23 March 2001, being the approval date of the Companies Commission of Malaysia and shall end on 22 March 2006.
- (b) The maximum number of shares to be offered under the ESOS 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 ESOS.
- (c) The ESOS is for eligible persons who are full-time executive directors and confirmed employees of the Group with at least twelve months of continuous service.
- (d) The options granted are exercisable only by the eligible person during his/her life time and within the option period whilst he/she is employed by the Group.
- (e) The option price for each RM1.00 share shall be the higher of the followings:-
 - (i) A discount of not more than 10% from the five-market-day weighted average market price of the Company's shares at the date of offer, or
 - (ii) The par value of the shares.
- (f) The options are non-assignable.
- (g) The shares to be allotted under the ESOS shall rank pari passu in all respects with the then existing shares of the Company.

During the financial year, 44,000 ordinary shares of RM1.00 each were issued by virtue of the exercise of options granted in prior year at an option price of RM1.20.

The outstanding offered options to take up unissued ordinary shares of RM1.00 each and the option price are as follows:-

Date of offer	Option price (RM)	Options over ordinary shares of RM1 each		
		At 1.7.2001	Exercised	At 30.6.2002
6.4.2001	1.20	4,626,000	(44,000)	4,582,000
		=====	=====	=====

The Company has been granted exemption by the Companies Commission of Malaysia from having to disclose the list of option holders and their holdings.

DIRECTORS OF THE COMPANY

The directors who served since the date of the last report are:-

Datuk Tiong Su Kouk	
Chong Shaw Fui	
Tiong Chiong Hiiung	
Tiong Chiong Soon	
Lau Liong Kii	
Ling Ting Leong @ Ling Chong Seng	
Wong See Khong	
Kueh Chung Peng	
Haji Latip Bin Haji Dris	(Retired on 20.12.2001)
Jangu Anak Banyang	
Francis Wong Chin Sing @ Wong Chin Sing	(Appointed on 20.3.2002)
Douglas Jerukan @ Jarukan Ak Kanyan	(Appointed on 20.3.2002)
Datu Haji Putit Bin Matzen	(Appointed on 20.3.2002)



DIRECTORS OF THE COMPANY (cont'd)

In accordance with Article 81 of the Company's Articles of Association, Datuk Tiong Su Kouk, Chong Shaw Fui and Tiong Chiong Hiiung retire at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

In accordance with Article 88 of the Company's Articles of Association, Francis Wong Chin Sing @ Wong Chin Sing, Douglas Jerukan @ Jarukan Ak Kanyan and Datu Haji Putit Bin Matzen retire at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

DIRECTORS' SHAREHOLDINGS

The following directors who held office at the end of the financial year had, according to the Register of Directors' Shareholdings required to be kept under Section 134 of the Companies Act 1965, an interest in the shares of the Company as stated below:-

Shares in the Company	1.7.2001	Ordinary shares of RM1 each		30.6.2002
		Acquired	Disposed	
Datuk Tiong Su Kouk				
- Direct	677,616	-	-	677,616
- Indirect	16,611,282	-	-	16,611,282
Chong Shaw Fui				
- Direct	15,000	-	-	15,000
- Indirect	3,430,424	-	-	3,430,424
Tiong Chiong Hiiung				
- Direct	15,000	-	-	15,000
- Indirect	17,288,898	-	-	17,288,898
Tiong Chiong Soon				
- Direct	15,000	-	-	15,000
- Indirect	17,288,898	-	-	17,288,898
Lau Liong Kii				
- Direct	148,500	10,000	-	158,500
- Indirect	824,814	-	-	824,814
Ling Ting Leong @ Ling Chong Seng				
- Direct	219,511	-	-	219,511
- Indirect	255,636	-	-	255,636
Wong See Khong				
- Direct	500,022	-	-	500,022
Kueh Chung Peng				
- Direct	1,500	-	-	1,500
- Indirect	880,932	-	-	880,932
Douglas Jerukan @ Jarukan Ak Kanyan				
- Direct	379,500	-	-	379,500
Janggu Anak Banyang				
- Direct	15,000	-	-	15,000

Share options in the Company	Ordinary shares of RM1 each		30.6.2002
	1.7.2001	Exercised	
Datuk Tiong Su Kouk	110,000	-	110,000
Chong Shaw Fui	110,000	-	110,000
Tiong Chiong Hiiung	110,000	-	110,000
Tiong Chiong Soon	66,000	-	66,000
Lau Liong Kii	110,000	-	110,000
Ling Ting Leong @ Ling Chong Seng	110,000	-	110,000
Wong See Khong	110,000	-	110,000
Kueh Chung Peng	110,000	-	110,000



DIRECTORS' BENEFITS

During and at the end of the financial year, no arrangements subsisted to which the Company is a party, being arrangements with object or objects of enabling directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefit disclosed as directors' remuneration in Note 23 to the financial statements) by reason of a contract made by the Company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest, except for any benefits arising from transactions as disclosed in Note 34 to the financial statements.

STATUTORY INFORMATION ON THE FINANCIAL STATEMENTS

Before the income statements and balance sheets were made out, the directors took reasonable steps:

- (a) to ascertain that actions had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts; and
- (b) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected to realise.

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

- (a) which would render the amounts written off for bad debts or the amount of the allowance 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 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 which has arisen since the end of the financial year which secures the liabilities of any other person; or
- (b) any contingent liability of the Group and of the Company which has arisen since the end of the financial year other than those disclosed in Note 33 to the financial statements.

OTHER STATUTORY INFORMATION

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 operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and



OTHER STATUTORY INFORMATION

- (b) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

STATUS OF CORPORATE PROPOSAL

On 15 May 2001, the Company entered into a Joint Venture Agreement with Perbadanan Pembangunan Ekonomi Sarawak to undertake the development, and to conduct and manage the aquaculture business on a commercial basis. The Joint Venture is still awaiting approvals from the relevant authorities.

AUDITORS

The auditors, **Hii & Lee**, have expressed their willingness to continue in office.

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

DATUK TIONG SU KOUK

Chairman

TIONG CHIONG HIIUNG

Managing Director

Sibu, Sarawak.

15 October 2002

STATEMENT BY DIRECTORS



We, **DATUK TIONG SU KOUK** and **TIONG CHIONG HIIUNG**, being two of the directors of **CCK CONSOLIDATED HOLDINGS BERHAD**, stated that, in the opinion of the directors, the financial statements set out on pages 31 to 58 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 30 June 2002 and of the results and cash flows of the Group and of the Company for the financial year ended on that date in accordance with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act 1965.

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

DATUK TIONG SU KOUK

Chairman

TIONG CHIONG HIIUNG

Managing Director

Sibu, Sarawak

15 October 2002

STATUTORY DECLARATION



I, **TIONG CHIONG HIIUNG** (I/C No. 670208-13-6277), being the managing director primarily responsible for the financial management of **CCK CONSOLIDATED HOLDINGS BERHAD**, do solemnly and sincerely declare that the financial statements set out on pages 31 to 58 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 **TIONG CHIONG HIIUNG** at **SIBU** on 15 October 2002.

TIONG CHIONG HIIUNG

Before me

Commissioner of Oaths

15 October 2002



REPORT OF THE AUDITORS TO THE MEMBERS OF CCK CONSOLIDATED HOLDINGS BERHAD

We have audited the financial statements set out on pages 31 to 58. These financial statements are the responsibility of the Company's directors. Our responsibility is to express an opinion on these financial statements based on our audit.

We have 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. Our audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our audit also includes assessing the accounting principles used and significant estimates made by the directors, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion:-

- (a) the financial statements which have been prepared under the historical cost convention are properly drawn up in accordance with the provisions of the Companies Act 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of:-
 - (i) the matters required by Section 169 of the Companies Act 1965 to be dealt with in the financial statements of the Group and of the Company; and
 - (ii) the state of affairs of the Group and the Company as at 30 June 2002 and of the results of the Group and of the Company and the cash flows of the Group and of the Company for the financial year ended on that date; and
- (b) the accounting and other records and the registers required by the Companies Act 1965 to be kept by the Company and its subsidiary companies have been properly kept in accordance with the provisions of the said Act.

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

The auditors' reports on the financial statements of the subsidiary companies were not subject to any qualifications and did not include any comments made under Section 174(3) of the said Act.

HII & LEE
No.AF0123
Chartered Accountants

Sibu, Sarawak.
15 October 2002

MORRIS HII SU ONG
1682/4/03(J)
Partner of the firm

CONSOLIDATED BALANCE SHEET

AS AT 30 JUNE 2002



	Note	2002 RM	2001 RM
ASSETS EMPLOYED:-			
PROPERTY, PLANT AND EQUIPMENT	5	53,422,707	47,263,714
INVESTMENT IN ASSOCIATED COMPANIES	7	612,217	523,640
OTHER INVESTMENT	8	50,000	50,000
DEFERRED EXPENDITURE	9	-	-
GOODWILL ON CONSOLIDATION	10	12,000	24,000
		-----	-----
		54,096,924	47,861,354
		-----	-----
CURRENT ASSETS			
Inventories	11	30,350,193	31,290,329
Trade receivables	12	26,938,310	27,653,152
Other receivables, deposits and prepayments		4,252,722	4,625,995
Amount due from an associated company	14	-	500
Fixed deposits with a licensed bank		-	1,833,582
Cash and bank balances		2,587,980	3,033,122
		-----	-----
		64,129,205	68,436,680
		-----	-----
CURRENT LIABILITIES			
Trade payables		11,575,120	11,481,380
Other payables, deposits and accruals		1,598,715	1,050,023
Hire purchase creditors	15	721,164	141,351
Bank borrowings	16	20,176,038	21,793,296
Tax payable		307,316	1,115,929
		-----	-----
		34,378,353	35,581,979
		-----	-----
NET CURRENT ASSETS		29,750,852	32,854,701
		-----	-----
		83,847,776	80,716,055
		=====	=====
FINANCED BY:-			
Share capital	17	49,544,000	49,500,000
Reserves	18	27,556,059	25,944,743
		-----	-----
SHAREHOLDERS' EQUITY		77,100,059	75,444,743
		-----	-----
MINORITY INTERESTS		354,578	281,124
		-----	-----
LONG TERM AND DEFERRED LIABILITIES			
Hire purchase creditors	15	697,921	132,570
Bank borrowings	16	2,456,538	1,771,718
Deferred taxation	19	3,238,680	3,085,900
		-----	-----
		6,393,139	4,990,188
		-----	-----
		83,847,776	80,716,055
		=====	=====
		Sen	Sen
Net tangible assets per share	20	156	192
		=====	=====

The notes on pages 38 to 58 form an integral part of these financial statements.



BALANCE SHEET

AS AT 30 JUNE 2002

	Note	2002 RM	2001 RM
ASSETS EMPLOYED:-			
PROPERTY AND EQUIPMENT	5	1,655,429	1,764,923
INVESTMENT IN SUBSIDIARY COMPANIES	6	36,239,151	32,239,149
INVESTMENT IN AN ASSOCIATED COMPANY	7	200,000	200,000
		-----	-----
		38,094,580	34,204,072
		-----	-----
CURRENT ASSETS			
Other receivables, deposit and prepayment		218,263	1,650,508
Amount due from subsidiary companies	13	20,600,671	20,822,928
Fixed deposits with a licensed bank		-	1,833,582
Cash and bank balances		197,086	494,384
		-----	-----
		21,016,020	24,801,402
		-----	-----
CURRENT LIABILITIES			
Accruals		100,000	65,000
Amount due to subsidiary companies	13	2,149,737	6,667,275
		-----	-----
		2,249,737	6,732,275
		-----	-----
NET CURRENT ASSETS		18,766,283	18,069,127
		-----	-----
		56,860,863	52,273,199
		=====	=====
FINANCED BY:-			
Share capital	17	49,544,000	49,500,000
Reserves	18	7,316,483	2,773,199
		-----	-----
SHAREHOLDERS' EQUITY		56,860,483	52,273,199
DEFERRED LIABILITY			
Deferred taxation	19	380	-
		-----	-----
		56,860,863	52,273,199
		=====	=====

The notes on pages 38 to 58 form an integral part of these financial statements.

CONSOLIDATED INCOME STATEMENT

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2002



	Note	2002 RM	2001 RM
REVENUE	21	179,674,082	168,192,190
Cost of sales		(152,923,711)	(142,047,201)
		-----	-----
GROSS PROFIT		26,750,371	26,144,989
Other operating income	22	890,358	542,933
Operating expenses	23	(21,902,938)	(19,572,509)
		-----	-----
PROFIT FROM OPERATING ACTIVITIES		5,737,791	7,115,413
Finance costs	24	(824,184)	(872,197)
Share of profits in associated companies		120,452	38,640
		-----	-----
PROFIT BEFORE TAXATION		5,034,059	6,281,856
Taxation	25	(1,729,841)	(2,403,353)
		-----	-----
PROFIT AFTER TAXATION		3,304,218	3,878,503
Minority interests		(95,054)	(98,631)
		-----	-----
NET PROFIT FOR THE FINANCIAL YEAR		3,209,164	3,779,872
		=====	=====
Earnings per ordinary share		Sen	Sen
- Basic	26	6.48	9.65
		=====	=====
- Diluted	26	6.43	9.11
		=====	=====

The notes on pages 38 to 58 form an integral part of these financial statements.



INCOME STATEMENT

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2002

	Note	2002 RM	2001 RM
REVENUE	21	7,181,000	3,070,000
Other operating income	22	89,159	91,732
Operating expenses	23	(841,856)	(613,218)
PROFIT FROM OPERATING ACTIVITIES		6,428,303	2,548,514
Finance costs	24	(28,684)	(1,052)
PROFIT BEFORE TAXATION		6,399,619	2,547,462
Taxation	25	(1,865,135)	(885,265)
NET PROFIT FOR THE FINANCIAL YEAR		4,534,484	1,662,197

The notes on pages 38 to 58 form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2002



Group 2002	Share capital RM	Non-distributable Share premium RM	Reserve on consolidation RM	Distributable Retained profits RM	Total RM
At 1 July 2001	49,500,000	642,578	1,606,648	23,695,517	75,444,743
Options exercised	44,000	8,800	-	-	52,800
Amortisation for the financial year	-	-	(1,606,648)	-	(1,606,648)
Net profit for the financial year	-	-	-	3,209,164	3,209,164
	-----	-----	-----	-----	-----
At 30 June 2002	49,544,000	651,378	-	26,904,681	77,100,059
	=====	=====	=====	=====	=====
2001					
At 1 July 2000	33,000,000	17,182,528	3,213,298	19,915,645	73,311,471
Bonus issue	16,500,000	-	-	-	16,500,000
Capitalised for bonus issue	-	(16,500,000)	-	-	(16,500,000)
Share issue expenses written off	-	(39,950)	-	-	(39,950)
Amortisation for the financial year	-	-	(1,606,650)	-	(1,606,650)
Net profit for the financial year	-	-	-	3,779,872	3,779,872
	-----	-----	-----	-----	-----
At 30 June 2001	49,500,000	642,578	1,606,648	23,695,517	75,444,743
	=====	=====	=====	=====	=====
Company 2002					
At 1 July 2001	49,500,000	642,578	-	2,130,621	52,273,199
Options exercised	44,000	8,800	-	-	52,800
Net profit for the financial year	-	-	-	4,534,484	4,534,484
	-----	-----	-----	-----	-----
At 30 June 2002	49,544,000	651,378	-	6,665,105	56,860,483
	=====	=====	=====	=====	=====
2001					
At 1 July 2000	33,000,000	17,182,528	-	468,424	50,650,952
Bonus issue	16,500,000	-	-	-	16,500,000
Capitalised for bonus issue	-	(16,500,000)	-	-	(16,500,000)
Share issue expenses written off	-	(39,950)	-	-	(39,950)
Net profit for the financial year	-	-	-	1,662,197	1,662,197
	-----	-----	-----	-----	-----
At 30 June 2001	49,500,000	642,578	-	2,130,621	52,273,199
	=====	=====	=====	=====	=====

The notes on pages 38 to 58 form an integral part of these financial statements.



CONSOLIDATED CASH FLOW STATEMENT

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2002

	Note	2002 RM	2001 RM
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before taxation		5,034,059	6,281,856
Adjustments for:-			
Allowance for doubtful debts		432,692	58,378
Amortisation of goodwill on consolidation		12,000	12,000
Amortisation of reserve on consolidation		(1,606,648)	(1,606,650)
Bad debts written off		107,303	181,212
Deferred expenditure written off		-	20,685
Depreciation		5,245,349	5,113,991
Interest expenses		824,184	872,197
Interest income		(37,147)	(165,950)
Inventories written down		226	-
Loss on disposals of property, plant and equipment		15,610	41,154
Profit on disposals of property, plant and equipment		(14,127)	(97,387)
Share of profits in associated companies		(120,452)	(38,640)
Unrealised exchange gain		(81,929)	-
Unrealised exchange loss		8,829	9,024
Operating profit before working capital changes		9,819,949	10,681,870
Decrease/(increase) in inventories		939,910	(3,196,750)
Decrease/(increase) in trade receivables		247,947	(4,007,661)
Decrease/(increase) in other receivables, deposits and prepayments		373,273	(1,591,753)
Decrease/(increase) in amount due from an associated company		500	(100)
Increase in trade payables		93,740	496,305
Increase/(decrease) in other payables, deposits and accruals		548,692	(176,226)
Cash generated from operations		12,024,011	2,205,685
Dividends received from associated companies		-	55,440
Interest paid		(824,184)	(872,197)
Interest received		37,147	165,404
Tax paid		(2,353,798)	(2,430,480)
Net cash provided by/(used in) operating activities		8,883,176	(876,148)
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from disposals of property, plant and equipment		617,641	451,864
Purchase of investment in an associated company		(1)	-
Purchase of property, plant and equipment	27	(10,596,286)	(5,661,301)
Net cash used in investing activities		(9,978,646)	(5,209,437)
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividend paid to minority shareholders of a subsidiary company		(21,600)	(21,600)
Final dividend paid		-	(1,188,000)
Proceeds from issue of shares under ESOS		52,800	-
Proceeds from term loans and other facilities		27,351,291	18,214,323
Repayment of hire purchase liabilities		(282,016)	(187,965)
Repayment of term loans and other facilities		(27,135,212)	(10,803,385)
Share issue expenses paid		-	(39,950)
Net cash (used in)/provided by financing activities		(34,737)	5,973,423
Net decrease in cash and cash equivalents		(1,130,207)	(112,162)
Cash and cash equivalents brought forward		(1,106,760)	(994,598)
Cash and cash equivalents carried forward	28	(2,236,967)	(1,106,760)

The notes on pages 38 to 58 form an integral part of these financial statements.

CASH FLOW STATEMENT

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2002



	Note	2002 RM	2001 RM
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before taxation		6,399,619	2,547,462
Adjustments for:-			
Deferred expenditure written off		-	16,925
Depreciation		150,379	147,077
Dividends income		(7,055,000)	(3,070,000)
Interest expenses		28,684	1,052
Interest income		(89,159)	(91,433)
		-----	-----
Operating loss before working capital changes		(565,477)	(448,917)
Decrease/(increase) in other receivable, deposit and prepayment		1,532,321	(1,638,861)
Increase in accruals		35,000	-
(Increase)/decrease in net amount due from subsidiary companies		(4,295,281)	4,601,178
		-----	-----
Cash (absorbed by)/generated from operations		(3,293,437)	2,513,400
Dividends received		5,079,600	2,210,400
Interest received		89,159	90,408
Interest paid		(28,684)	(1,052)
Tax refunded		31,611	-
Tax paid		(21,042)	(35,808)
		-----	-----
Net cash provided by operating activities		1,857,207	4,777,348
		-----	-----
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment		(40,885)	(1,912,000)
Purchase of investment in subsidiary companies		(4,000,002)	-
		-----	-----
Net cash used in investing activities		(4,040,887)	(1,912,000)
		-----	-----
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of share under ESOS		52,800	-
Dividend paid		-	(1,188,000)
Share issue expenses paid		-	(39,950)
		-----	-----
Net cash provided by/(used in) financing activities		52,800	(1,227,950)
		-----	-----
Net (decrease)/increase in cash and cash equivalents		(2,130,880)	1,637,398
Cash and cash equivalents brought forward		2,327,966	690,568
		-----	-----
Cash and cash equivalents carried forward	28	197,086	2,327,966
		=====	=====



NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2002

1. GENERAL INFORMATION

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

The address of the registered office of the Company is Lot 999, Section 66, Jalan Keluli, Bintawa Industrial Estate, 93450 Kuching, Sarawak.

The addresses of the principal places of business of the Company are as follows:-

- (a) Lot 999, Section 66, Jalan Keluli, Bintawa Industrial Estate, 93450 Kuching, Sarawak; and
- (b) 49A-B, Lanang Road, 96000 Sibu, Sarawak.

The financial statements are expressed in Ringgit Malaysia.

The financial statements were authorised for issue by the Board of Directors on 15 October 2002.

2. PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and providing management services. The principal activities of the subsidiary companies are disclosed in Note 6 to the financial statements.

There have been no significant changes in the nature of these activities during the financial year, except that the Group's activities now include culturing of prawns, fish farming and processing.

3. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

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

4. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of accounting

The financial statements of the Group and of the Company have been prepared under the historical cost convention and in compliance with applicable approved accounting standards in Malaysia and the provisions of the Companies Act 1965.

The preparation of the financial statements, in conformity with the provisions of the Companies Act 1965 and applicable approved accounting standards, requires the directors to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(b) Basis of consolidation

The Group financial statements consolidate the audited financial statements of the Company and its subsidiary companies, all of which are of the same reporting date, and prepared in accordance with the Group's accounting policies.



4. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(b) **Basis of consolidation** (cont'd)

Subsidiary companies are consolidated using the acquisition method of accounting from the date on which control is transferred to the Group until the date that control ceases. The results of the subsidiary companies acquired or disposed during the financial year are included in the Group's financial statements from the date of their acquisition or up to the date of disposal. At the date of acquisition, the fair values of the subsidiary companies' net assets are determined and these values are reflected in the Group's financial statements. The difference between the acquisition cost and fair values of the subsidiary companies' net assets is reflected as goodwill or reserve on consolidation as appropriate.

All inter-company balances and significant transactions have been eliminated on consolidation.

Minority interests are measured at the minorities' share of the post acquisition fair values of the identifiable assets and liabilities of the acquiree. Separate disclosure is made of minority interests.

(c) **Property, plant and equipment and depreciation**

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

Freehold land is not depreciated. Leasehold land is depreciated over the terms of the leases. Other property, plant and equipment are depreciated on a straight line basis to write off the cost of the assets to their residual values over their estimated useful lives. The principal annual depreciation rates are as follows:-

Buildings	2% - 5%
Furniture, fittings and equipment	10% - 20%
Coldroom, plant and machinery	10% - 20%
Motor vehicles	20%
Renovation	10% - 20%

No depreciation is provided for assets under construction. Depreciation of such assets will only be provided when construction is completed and in use.

Fully depreciated assets are retained in the financial statements until they are no longer in use.

Where an indication of impairment exists, the carrying amount of the asset is assessed and written down immediately to its recoverable amount.

(d) **Investment in subsidiary companies**

Subsidiary companies are those companies in which the Group has power to exercise control over the financial and operating policies so as to obtain benefits from their activities. The subsidiary companies are disclosed in Note 6 to the financial statements.

Investment in unquoted shares of the subsidiary companies, which is eliminated on consolidation, is stated at cost. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. Investments are written down where there is an impairment loss that is other than temporary in value of investments.

On disposal of an investment, the difference between net disposal proceeds and its carrying amount is charged/credited to the income statement.

(e) **Investment in associated companies**

Associated companies are those companies in which the Group has a long term equity interest and exercises significant influence over the financial and operating policies through management participation. The associated companies are disclosed in Note 7 to the financial statements.



4. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(e) **Investment in associated companies** (cont'd)

Investment in associated companies is accounted for using the equity method. The Group's interest in the associated companies is stated at cost plus adjustments to reflect changes in the Group's share of results in the associated companies.

The Group's share of results and reserves of the associated companies are included in the consolidated financial statements from their effective date of acquisition.

The results of the associated companies accounted for are based on the latest audited or management financial statements of these companies made up to the end of the financial year.

(f) **Other investment**

Other investment in unquoted shares held for long term is stated at cost. When an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

On disposal of an investment, the difference between net disposal proceeds and its carrying amount is charged/credited to the income statement.

(g) **Deferred expenditure**

The expenditure incurred prior to the date of commencement of operations were capitalised as deferred expenditure and amortised over a period of five years.

The unamortised balance on deferred expenditure had been fully written off in the last financial year.

(h) **Goodwill/reserve on consolidation**

The difference between the acquisition cost and fair values of the subsidiary companies' separable net assets at the acquisition date is treated as goodwill/ reserve on consolidation. Goodwill/reserve on consolidation is amortised over a period of five years on a straight line basis through the income statement.

(i) **Inventories**

Inventories consisting of trading inventories, raw materials, work-in-progress, consumable stores and aquaculture products are stated at the lower of cost and net realisable value.

Cost of trading inventories is determined on a first-in-first-out (FIFO) basis.

Cost of raw materials and work-in-progress, and consumable stores is determined on a FIFO or weighted average basis. Cost of aquaculture products is determined on a specific identification basis. Cost of raw materials comprises the original cost of purchases plus the cost of bringing the inventories to their present locations and conditions. Cost of work-in-progress includes the cost of raw materials, direct labour and a proportion of overheads.

Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses.

(j) **Receivables**

An allowance is made for debts considered to be doubtful of collection based on a review of outstanding amounts at the end of the financial year. Bad debts are written off when identified.

(k) **Deferred taxation**

Deferred taxation is provided using the liability method at the current tax rate in respect of material timing differences, except where it is reasonably probable that such timing differences will not crystallise in the foreseeable future.

Future income tax benefits in respect of tax losses and other timing differences are not recognised in the financial statements, except to the extent of net credits in the deferred tax balance and to the extent it is reasonably probable that these benefits can be realised in the foreseeable future.



4. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(l) **Revenue recognition**

Revenue is recognised on the following basis:-

Trading sales - upon delivery of products and buyer's acceptance, net of discounts and returns, and when the risks and rewards of ownership have passed to the buyer.

Transportation services - when services are rendered.

Management income - when services are rendered.

Dividends income - when the shareholder's right to receive payment is established.

(m) **Preliminary expenses**

Preliminary expenses are charged to the income statement as and when incurred during the financial year.

(n) **Foreign currency transactions**

Foreign currency transactions are converted into Ringgit Malaysia at the rates of exchange ruling on transaction dates. Foreign currency monetary assets and liabilities are translated into Ringgit Malaysia at the approximate rates of exchange at the balance sheet date.

Exchange differences arising from the settlement of foreign currency transactions and from the translation of foreign currency monetary assets and liabilities are included in the income statement.

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

Foreign currency		30.6.2002	30.6.2001
		RM	RM
1	US Dollar	3.7990	3.7990
1	Sterling Pound	5.7000	5.2700
1	Australian Dollar	2.1300	1.9300
1	Singapore Dollar	2.2006	2.0560

(o) **Assets acquired under hire purchase and term loan arrangements**

Assets financed by hire purchase and term loan arrangements which transfer substantially all the risks and rewards of ownership to the Group are capitalised as property, plant and equipment and the corresponding obligations are treated as liabilities. The property, plant and equipment capitalised are depreciated on the same basis as owned assets.

Finance charges are allocated to the income statements over the period of the arrangements to give a constant periodic rate of charge on the remaining hire purchase and term loan liabilities.

(p) **Cash and cash equivalents**

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

(q) **Segment reporting**

Segment information is prepared in conformity with the accounting policies adopted for preparing and presenting the Group's financial statements.



5. PROPERTY, PLANT AND EQUIPMENT

Group 2002	Land and buildings RM	Furniture, fittings and equipment RM	Coldroom, plant and machinery RM	Motor vehicles RM	Renovation RM	Assets under construction RM	Total RM
Net book value							
At 1 July 2001	27,527,431	3,736,542	13,200,019	2,088,780	652,446	58,496	47,263,714
Additions	2,393,189	1,027,064	6,430,669	832,477	735,282	604,785	12,023,466
Disposals	(9,695)	(16,134)	(591,352)	(1,943)	-	-	(619,124)
Depreciation charge	(1,178,179)	(725,266)	(2,201,532)	(972,381)	(167,991)	-	(5,245,349)
Reclassifications	-	-	-	-	-	-	-
At 30 June 2002	28,732,746	4,022,206	16,837,804	1,946,933	1,219,737	663,281	53,422,707
2001							
Net book value							
At 1 July 2000	24,358,690	3,691,969	14,454,009	2,268,786	752,093	19,488	45,545,035
Additions	4,467,135	775,261	1,034,436	844,801	67,660	39,008	7,228,301
Disposals	(171,914)	(74,098)	(75,534)	(74,085)	-	-	(395,631)
Depreciation charge	(1,126,480)	(656,590)	(2,237,271)	(950,722)	(142,928)	-	(5,113,991)
Reclassifications	-	-	24,379	-	(24,379)	-	-
At 30 June 2001	27,527,431	3,736,542	13,200,019	2,088,780	652,446	58,496	47,263,714
At 30 June 2002							
Cost	35,643,432	7,613,085	31,095,010	7,265,589	2,060,044	663,281	84,340,441
Accumulated depreciation	(6,910,686)	(3,590,879)	(14,257,206)	(5,318,656)	(840,307)	-	(30,917,734)
Net book value	28,732,746	4,022,206	16,837,804	1,946,933	1,219,737	663,281	53,422,707
At 30 June 2001							
Cost	33,262,409	6,608,511	25,675,271	6,439,619	1,324,762	58,496	73,369,068
Accumulated depreciation	(5,734,978)	(2,871,969)	(12,475,252)	(4,350,839)	(672,316)	-	(26,105,354)
Net book value	27,527,431	3,736,542	13,200,019	2,088,780	652,446	58,496	47,263,714



5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Land and buildings of the Group are as follows:-

	Freehold land RM	Long leasehold land RM	Short leasehold land RM	Total land RM	Buildings RM	Total land and buildings RM
2002						
Net book value						
At 1 July 2001	3,058,630	1,530,926	14,807,278	19,396,834	8,130,597	27,527,431
Additions	-	-	271,581	271,581	2,121,608	2,393,189
Disposals	-	-	(9,695)	(9,695)	-	(9,695)
Depreciation charge	-	(15,518)	(712,448)	(727,966)	(450,213)	(1,178,179)
Reclassifications	-	(182,098)	182,098	-	-	-
	-----	-----	-----	-----	-----	-----
At 30 June 2002	3,058,630	1,333,310	14,538,814	18,930,754	9,801,992	28,732,746
	=====	=====	=====	=====	=====	=====
2001						
Net book value						
At 1 July 2000	3,058,630	-	13,402,936	16,461,566	7,897,124	24,358,690
Additions	-	1,350,107	2,456,457	3,806,564	660,571	4,467,135
Disposals	-	-	(171,914)	(171,914)	-	(171,914)
Depreciation charge	-	(5,325)	(694,057)	(699,382)	(427,098)	(1,126,480)
Reclassifications	-	186,144	(186,144)	-	-	-
	-----	-----	-----	-----	-----	-----
At 30 June 2001	3,058,630	1,530,926	14,807,278	19,396,834	8,130,597	27,527,431
	=====	=====	=====	=====	=====	=====
At 30 June 2002						
Cost	3,058,630	1,350,107	18,547,427	22,956,164	12,687,268	35,643,432
Accumulated depreciation	-	(16,797)	(4,008,613)	(4,025,410)	(2,885,276)	(6,910,686)
	-----	-----	-----	-----	-----	-----
Net book value	3,058,630	1,333,310	14,538,814	18,930,754	9,801,992	28,732,746
	=====	=====	=====	=====	=====	=====
At 30 June 2001						
Cost	3,058,630	1,552,437	18,085,682	22,696,749	10,565,660	33,262,409
Accumulated depreciation	-	(21,511)	(3,278,404)	(3,299,915)	(2,435,063)	(5,734,978)
	-----	-----	-----	-----	-----	-----
Net book value	3,058,630	1,530,926	14,807,278	19,396,834	8,130,597	27,527,431
	=====	=====	=====	=====	=====	=====



5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Company	Short leasehold land	Equipment	Total
2002	RM	RM	RM
Net book value			
At 1 July 2001	1,764,923	-	1,764,923
Additions	34,085	6,800	40,885
Depreciation charge	(149,699)	(680)	(150,379)
	-----	-----	-----
At 30 June 2002	1,649,309	6,120	1,655,429
	=====	=====	=====
2001			
Net book value			
At 1 July 2000	-	-	-
Addition	1,912,000	-	1,912,000
Depreciation charge	(147,077)	-	(147,077)
	-----	-----	-----
At 30 June 2001	1,764,923	-	1,764,923
	=====	=====	=====
At 30 June 2002			
Cost	1,946,085	6,800	1,952,885
Accumulated depreciation	(296,776)	(680)	(297,456)
	-----	-----	-----
Net book value	1,649,309	6,120	1,655,429
	=====	=====	=====
At 30 June 2001			
Cost	1,912,000	-	1,912,000
Accumulated depreciation	(147,077)	-	(147,077)
	-----	-----	-----
Net book value	1,764,923	-	1,764,923
	=====	=====	=====

The net book value of the property, plant and equipment of the Group, which were acquired under hire purchase and term loan arrangements, are analysed as follows:-

	G r o u p	
	2002	2001
	RM	RM
Under hire purchase arrangements		
Coldroom, plant and machinery	2,705,114	-
Motor vehicles	519,980	576,519
	-----	-----
	3,225,094	576,519
	=====	=====
Under term loan arrangements		
Long leasehold land	1,333,310	1,348,828
Buildings	514,327	524,841
	-----	-----
	1,847,637	1,873,669
	=====	=====



5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

The net book value of the property, plant and equipment of certain subsidiary companies which were charged as securities for banking facilities granted to the Group (Note 16) are analysed as follows:-

	G r o u p	
	2002 RM	2001 RM
Freehold land and building	2,175,380	2,265,604
Leasehold land and buildings	11,823,244	12,045,888
Plant and equipment	5,798,199	8,421,703
	-----	-----
	19,796,823	22,733,195
	=====	=====

6. INVESTMENT IN SUBSIDIARY COMPANIES

	C o m p a n y	
	2002 RM	2001 RM
Unquoted shares, at cost	36,239,151	32,239,149
	=====	=====

Details of the subsidiary companies, all incorporated in Malaysia, are as follows:-

Company name	Principal activities	Group equity interest	
		2002	2001
Direct subsidiary companies of CCK Consolidated Holdings Berhad		%	%
Ableway Sdn Bhd	General trading in goods and provisions	100	100
Ataskota Sdn Bhd	Selling, spawning and culturing of prawn	100	100
CCK Fresh Mart Sdn Bhd	Retailing in coldstorage products and fish farming	100	100
CCK Fresh Mart (West Malaysia) Sdn Bhd	Retailing in coldstorage products	100	100
Central Coldstorage Kuching Sdn Bhd	Trading of coldstorage goods, live stock farming and poultry processing	100	100
Kin Eastern Frozen Food Sdn Bhd	Processing and sale of seafood	100	100
Kuok Sui Sea Products Industries (S) Sdn Bhd	Processing and sale of prawns	100	100
* CCK Aquaculture Sdn Bhd	Dormant	100	-
* CCK Sea Products Industries Sdn Bhd	Culturing, processing and trading of prawns	100	-
Subsidiary company of Ableway Sdn Bhd			
Angkutan Golden Plan Sdn Bhd	Provision of transportation services	100	100
Subsidiary companies of Central Coldstorage Kuching Sdn Bhd			
CCK-BME Sdn Bhd	Trading of coldstorage goods	60	60
Poultry Industry (S) Sdn Bhd	Rearing of broilers	100	100
Zhang Agriculture Development Sdn Bhd	Poultry farming	100	100
Subsidiary company of Poultry Industry (S) Sdn Bhd			
Farm Land Supplies and Veterinary Services Sdn Bhd	Veterinary supplies and related services	60	60

* Newly created



7. INVESTMENT IN ASSOCIATED COMPANIES

	G r o u p		C o m p a n y	
	2002 RM	2001 RM	2002 RM	2001 RM
Unquoted shares, at cost	400,001	400,000	200,000	200,000
Share of post-acquisition profits	212,216	179,080	-	-
Post-acquisition dividends received, net	-	(55,440)	-	-
	-----	-----	-----	-----
	612,217	523,640	200,000	200,000
	=====	=====	=====	=====
Represented by:-				
Group's share of net assets	669,259	559,349	-	-
Reserve on acquisition	(57,042)	(35,709)	-	-
	-----	-----	-----	-----
	612,217	523,640	-	-
	=====	=====	=====	=====

Details of the associated companies, all incorporated in Malaysia, are as follows:-

Company name	Principal activities	Group equity interest	
		2002	2001
Associated companies of CCK Consolidated Holdings Berhad			
# Astral Foods Sdn Bhd	Processing of downstream food products	50%	50%
Associated company of CCK Fresh Mart Sdn Bhd			
# Fishmart Marketing (S) Sdn Bhd	Fish processing	50%	-
Associated company of Central Coldstorage Kuching Sdn Bhd			
# Vibrant Team Sdn Bhd	Broiler farming	40%	40%
# Not audited by Hii & Lee			

The results of Vibrant Team Sdn Bhd and Fishmart Marketing (S) Sdn Bhd have been accounted for based on the audited financial statements for the financial year ended 30 June 2002. The results of Astral Foods Sdn Bhd are based on the unaudited management financial statements for the financial year ended 30 June 2002.

8. OTHER INVESTMENT

	G r o u p	
	2002 RM	2001 RM
Unquoted shares, at cost	50,000	50,000
	=====	=====



9. DEFERRED EXPENDITURE

	G r o u p		C o m p a n y	
	2002 RM	2001 RM	2002 RM	2001 RM
Cost				
Preliminary expenses	-	16,915	-	1,000
Pre-operating expenses	-	49,825	-	41,312
	-----	-----	-----	-----
At 30 June	-	66,740	-	42,312
	-----	-----	-----	-----
Accumulated amortisation				
At 1 July	-	46,055	-	25,387
Written off in the financial year	-	20,685	-	16,925
	-----	-----	-----	-----
At 30 June	-	66,740	-	42,312
	-----	-----	-----	-----
Net book value				
At 30 June	-	-	-	-
	=====	=====	=====	=====

10. GOODWILL ON CONSOLIDATION

	G r o u p	
	2002 RM	2001 RM
Cost		
At 1 July	60,000	60,000
	-----	-----
At 30 June	60,000	60,000
	-----	-----
Accumulated amortisation		
At 1 July	36,000	24,000
Amortisation for the financial year	12,000	12,000
	-----	-----
At 30 June	48,000	36,000
	-----	-----
Net book value		
At 30 June	12,000	24,000
	=====	=====

11. INVENTORIES

	G r o u p	
	2002 RM	2001 RM
At Cost,		
Trading inventories	27,028,752	28,821,740
Raw materials and work-in-progress	2,336,350	1,356,855
Consumable stores	891,641	1,111,734
	-----	-----
At net realisable value,		
Aquaculture products	30,256,743	31,290,329
	93,450	-
	-----	-----
	30,350,193	31,290,329
	=====	=====



12. TRADE RECEIVABLES

	G r o u p	
	2002 RM	2001 RM
Trade receivables	27,429,380	27,711,530
Allowance for doubtful debts	(491,070)	(58,378)
	-----	-----
	26,938,310	27,653,152
	=====	=====

13. AMOUNT DUE FROM/TO SUBSIDIARY COMPANIES

The amount due from/to subsidiary companies was interest free with flexible terms of repayment.

14. AMOUNT DUE FROM AN ASSOCIATED COMPANY

The amount due from an associated company arose from an advance, which is unsecured, interest-free and has flexible terms of repayment.

15. HIRE PURCHASE CREDITORS

	G r o u p	
	2002 RM	2001 RM
Analysis of hire purchase liabilities:-		
Payable within 1 year	739,764	164,238
Payable between 1 to 2 years	224,825	79,500
Payable between 2 to 5 years	475,727	66,250
	-----	-----
	1,440,316	309,988
Interest in suspense	(21,231)	(36,067)
	-----	-----
	1,419,085	273,921
	=====	=====

	G r o u p	
	2002 RM	2001 RM
Representing hire purchase liabilities, net of interest in suspense:-		
Payable within 1 year	721,164	141,351
Payable after 1 year	697,921	132,570
	-----	-----
Total payable	1,419,085	273,921
	=====	=====



16. BANK BORROWINGS

	G r o u p	
	2002	2001
	RM	RM
Current Secured		
Term loans	332,091	333,123
Bank overdrafts	4,091,362	2,515,452
Banker's acceptances	12,799,000	6,531,709
Export credit refinancing loans	1,497,000	1,802,000
	-----	-----
	18,719,453	11,182,284
	-----	-----
Current Unsecured		
Bank overdrafts	733,585	3,458,012
Banker's acceptances	-	6,900,000
Export credit refinancing loans	723,000	253,000
	-----	-----
	1,456,585	10,611,012
	-----	-----
	20,176,038	21,793,296
	=====	=====
Long-term Secured		
Term loans	2,456,538	1,771,718
	=====	=====
Details of term loans:-		
Term loan I at interest of 1.5% (2001: NIL) per annum above base lending rate on a daily basis repayable by 47 monthly instalments of RM20,834 each and a final instalment of RM20,802 commencing 26 July 2003	1,000,000	-
Term loan II at interest of 4% (2001: 4%) per annum repayable by 60 monthly instalments of RM18,416 each commencing 16 August 2001	462,238	672,930
Term loan III at interest ranging from 5.55% to 6.80% (2001: 5.55%) per annum repayable by 120 monthly instalments of RM15,664, RM16,489 and RM17,254 each for first, second and subsequent years respectively commencing 15 May 2001	1,326,391	1,431,911
	-----	-----
	2,788,629	2,104,841
	=====	=====
Representing term loan liabilities, net of interest in suspense:-		
Payable within 1 year	332,091	333,123
Payable between 1 to 2 years	707,150	447,312
Payable between 2 to 5 years	1,556,396	960,675
Payable later than 5 years	192,992	363,731
	-----	-----
Total payable	2,788,629	2,104,841
	=====	=====

The bank borrowings pertaining to subsidiary companies are secured by way of either fixed or floating charges, or both, over certain landed properties and other assets of the subsidiary companies (Note 5) and guaranteed by the Company. Included in the secured bank overdrafts is an amount of RM675,975 (2001: RM573,985) which is secured by third party's property.



17. SHARE CAPITAL - Group and Company

Ordinary shares of RM1 each

	2002	2001	2002	2001
	Number of shares		RM	RM
Authorised				
At 1 July	100,000,000	50,000,000	100,000,000	50,000,000
Creation	-	50,000,000	-	50,000,000
	-----	-----	-----	-----
At 30 June	100,000,000	100,000,000	100,000,000	100,000,000
	=====	=====	=====	=====
Issued and fully paid				
At 1 July	49,500,000	33,000,000	49,500,000	33,000,000
Options exercised	44,000	-	44,000	-
Bonus issue	-	16,500,000	-	16,500,000
	-----	-----	-----	-----
At 30 June	49,544,000	49,500,000	49,544,000	49,500,000
	=====	=====	=====	=====

During the financial year, the issued and paid-up share capital of the Company was increased from RM49,500,000 to RM49,544,000 by issuing 44,000 ordinary shares of RM1.00 each at a premium of RM0.20 each by virtue of the exercise of share options.

The abovementioned shares rank pari passu in all respects with the then existing shares of the Company.

As at 30 June 2002, there were 4,582,000 (2001: 4,626,000) unissued shares under options granted pursuant to the Employees' Share Options Scheme which was implemented on 23 March 2001.

18. RESERVES

	G r o u p		C o m p a n y	
	2002	2001	2002	2001
	RM	RM	RM	RM
Distributable				
Retained profits	26,904,681	23,695,517	6,665,105	2,130,621
Non-distributable				
Share premium reserve	651,378	642,578	651,378	642,578
Reserve on consolidation	-	1,606,648	-	-
	-----	-----	-----	-----
	27,556,059	25,944,743	7,316,483	2,773,199
	=====	=====	=====	=====

19. DEFERRED TAXATION

	G r o u p		C o m p a n y	
	2002	2001	2002	2001
	RM	RM	RM	RM
At 1 July	3,085,900	2,895,500	-	-
Transfer from income statement (Note 25)	152,780	190,400	380	-
	-----	-----	-----	-----
At 30 June	3,238,680	3,085,900	380	-
	=====	=====	=====	=====

The deferred taxation liability above is in respect of timing differences arising from the excess of capital allowances over the depreciation charged amounting to RM11,562,209 (2001: RM11,016,191).



19. DEFERRED TAXATION (Cont'd)

Timing differences for which deferred taxation benefits have not been recognised in the financial statements are as follows:-

	G r o u p	
	2002 RM	2001 RM
At 1 July	1,586,160	1,831,819
Arising/(utilised) during the financial year	58,168	(245,659)
	-----	-----
At 30 June	1,644,328	1,586,160
	=====	=====
Representing timing difference benefits:-		
Excess of depreciation charged over capital allowance	20,241	21,236
Unabsorbed tax losses	478,448	478,448
Unutilised capital allowances	1,145,639	1,086,476
	-----	-----
	1,644,328	1,586,160
	=====	=====

20. NET TANGIBLE ASSETS PER SHARE

The net tangible assets per share is calculated by dividing the net tangible assets of the Group of RM77.088 million (2001: RM75.421 million) by 49.515 million (2001:39.187 million) weighted average number of shares of the Company in issue (Note 26) during the financial year.

21. REVENUE

	G r o u p		Company	
	2002 RM	2001 RM	2002 RM	2001 RM
Trading sales	179,317,416	167,851,432	-	-
Transportation services	356,666	340,758	-	-
Management income	-	-	126,000	-
Dividends income	-	-	7,055,000	3,070,000
	-----	-----	-----	-----
	179,674,082	168,192,190	7,181,000	3,070,000
	=====	=====	=====	=====

22. OTHER OPERATING INCOME

	G r o u p		Company	
	2002 RM	2001 RM	2002 RM	2001 RM
Hiring Income	319,911	57,594	-	-
Interest income - fixed deposits	13,389	145,324	13,389	91,433
- others	23,758	20,626	75,770	-
Miscellaneous income	127,445	135,628	-	299
Profit on disposals of property, plant and equipment	14,127	97,387	-	-
Realised exchange gain	195,899	-	-	-
Rental income	55,500	62,800	-	-
Secretarial service income	23,400	22,900	-	-
Service charges income	35,000	674	-	-
Unrealised exchange gain	81,929	-	-	-
	-----	-----	-----	-----
	890,358	542,933	89,159	91,732
	=====	=====	=====	=====



23. OPERATING EXPENSES

	G r o u p		C o m p a n y	
	2002	2001	2002	2001
	RM	RM	RM	RM
Distribution costs	4,813,400	6,599,345	-	-
Other operating expenses	9,067,534	5,600,760	-	-
Administration expenses	8,022,004	7,372,404	841,856	613,218
	-----	-----	-----	-----
	21,902,938	19,572,509	841,856	613,218
	=====	=====	=====	=====

The above expenses include the following statutory disclosure items:

	G r o u p		C o m p a n y	
	2002	2001	2002	2001
	RM	RM	RM	RM
Auditors' remuneration	96,600	101,500	15,000	15,000
Allowance for doubtful debts	432,692	58,378	-	-
Amortisation of goodwill on consolidation	12,000	12,000	-	-
Bad debts written off	107,303	181,212	-	-
Deferred expenditure written off	-	20,685	-	16,925
Depreciation	5,245,349	5,113,991	150,379	147,077
Directors' remuneration:-				
- fees	204,940	77,740	169,000	50,000
- other emoluments	1,067,715	1,158,007	156,000	108,000
- benefits-in-kind	7,200	-	-	-
Hiring of plant and equipment	996	680	-	-
Inventories written down	226	-	-	-
Loss on disposals of property, plant and equipment	15,610	41,154	-	-
Preliminary expenses	2,780	-	-	-
Realised exchange loss	-	36,839	-	-
Rental of premises	1,331,790	1,108,296	-	-
Unrealised exchange loss	8,829	9,024	-	-
	=====	=====	=====	=====

The remuneration paid to the Directors for the financial year ended 30 June 2002 is categorised as follows:-

	Salary	Fees	Bonus	Benefits-	Allowances	Total
	RM	RM	RM	in-kind	RM	RM
				RM		
Executive Directors	828,000	47,660	204,000	7,200	35,715	1,122,575
Non-executive Directors	-	157,280	-	-	-	157,280
	-----	-----	-----	-----	-----	-----
	828,000	204,940	204,000	7,200	35,715	1,279,855
	=====	=====	=====	=====	=====	=====



23. OPERATING EXPENSES (cont'd)

The remuneration paid to the Directors, analysed into bands of RM50,000 is as follows:-

Number of Directors	RM50,000 and below	> RM50,000 to RM100,000	> RM100,000 to RM150,000	> RM150,000 to RM200,000	> RM200,000 to RM250,000
Executive Directors	-	-	4	3	-
Non-executive Directors	4	-	-	-	1

24. FINANCE COSTS

	G r o u p		C o m p a n y	
	2002 RM	2001 RM	2002 RM	2001 RM
Bank overdrafts interest	298,578	322,135	28,684	1,052
Term loans interest	85,099	30,309	-	-
Hire purchase interest	79,926	45,371	-	-
Banker's acceptances interest	246,620	376,269	-	-
Export credit refinancing loans interest	113,961	98,113	-	-
	-----	-----	-----	-----
	824,184	872,197	28,684	1,052
	=====	=====	=====	=====

25. TAXATION

	G r o u p		C o m p a n y	
	2002 RM	2001 RM	2002 RM	2001 RM
Based on profit for the year	1,545,210	2,099,776	1,890,646	885,265
(Over)/under provision in prior years	(25)	92,784	(25,891)	-
Real property gain tax	-	12,233	-	-
Share of taxation in associated companies	31,876	8,160	-	-
Transfer to deferred taxation (Note 19)	152,780	190,400	380	-
	-----	-----	-----	-----
	1,729,841	2,403,353	1,865,135	885,265
	=====	=====	=====	=====

The disproportionate taxation charge of the Group in the current and previous financial years are due principally to the absence of Group relief for unabsorbed losses suffered by certain subsidiary companies.

The effective tax rate of the Company is higher than the statutory tax rate in Malaysia mainly due to certain non-deductible expenses.

The Company has sufficient tax credit under Section 108 of the Income Tax Act 1967 to frank future dividend payments out of its entire retained profits as at 30 June 2002.



26. EARNINGS PER SHARE

Basic:-

The basic earnings per share is calculated by dividing the consolidated profit after taxation and minority interests of RM3,209,164 (2001: RM3,779,872) by the weighted average number of ordinary shares in issue during the financial year of 49,515,418 (2001: 39,187,500).

	G r o u p	
	2002 RM	2001 RM
Weighted average number of ordinary shares is calculated as follows:-		
Issued ordinary shares at 1 July	49,500,000	33,000,000
Effect of option shares exercised	15,418	-
Effect of bonus issue shares	-	6,187,500
	-----	-----
Weighted average number of ordinary shares at 30 June	49,515,418	39,187,500
	=====	=====

Diluted:-

The diluted earnings per share is calculated by dividing the consolidated profit after taxation and minority interests of RM3,209,164 (2001: RM3,779,872) by the diluted weighted average number of ordinary shares in issue during the financial year of 49,900,166 (2001: 41,471,222).

	G r o u p	
	2002 RM	2001 RM
Weighted average number of ordinary shares as above	49,515,418	39,187,500
Effect from full exercise of outstanding share options into ordinary shares	384,748	2,283,722
	-----	-----
Weighted average number of ordinary shares (diluted)	49,900,166	41,471,222
	=====	=====

27. PURCHASE OF PROPERTY, PLANT AND EQUIPMENT

	G r o u p	
	2002 RM	2001 RM
Total purchase of property, plant and equipment	12,023,466	7,228,301
Hire purchase arrangements	(1,427,180)	(127,000)
Term loan arrangements	-	(1,440,000)
	-----	-----
Cash disbursed for purchase of property, plant and equipment	10,596,286	5,661,301
	=====	=====



28. CASH AND CASH EQUIVALENTS

	G r o u p		C o m p a n y	
	2002 RM	2001 RM	2002 RM	2001 RM
Cash and bank balances	2,587,980	3,033,122	197,086	494,384
Fixed deposits with a licensed bank	-	1,833,582	-	1,833,582
Bank overdrafts - secured	(4,091,362)	(2,515,452)	-	-
- unsecured	(733,585)	(3,458,012)	-	-
	-----	-----	-----	-----
	(2,236,967)	(1,106,760)	197,086	2,327,966
	=====	=====	=====	=====

29. EMPLOYEES INFORMATION

	G r o u p		C o m p a n y	
	2002 RM	2001 RM	2002 RM	2001 RM
Number of employees, including executive directors (At 30 June)	825	736	7	8
Employees costs (RM)	13,867,505	12,922,108	156,000	108,000
	=====	=====	=====	=====

30. DIVIDEND

The financial statements do not reflect the first and final dividend of 3.5% less income tax at 28% in respect of the financial year ended 30 June 2002, proposed after balance sheet date, which will only be recognised as a liability in the financial year ending 30 June 2003 after approval by the members at the forthcoming Annual General Meeting.

31. SEGMENT REPORTING

Segment reporting is presented in respect of the Group's business segments.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Business segments

- Poultry: Poultry products processing and retail business.
- Seafood: Seafood products processing and retail business.
- Aquaculture: Prawn culturing and fish farming.

Geographical segmental reporting is not presented as the Group operates principally within Malaysia.



31. SEGMENT REPORTING (cont'd)

Group 2002	Poultry RM	Seafood RM	Aquaculture RM	Consolidated RM
Revenue from external customers	110,896,316	67,966,686	811,080	179,674,082
	=====	=====	=====	=====
Segment results	11,535,956	14,748,030	466,385	26,750,371
	=====	=====	=====	
Other operating income				853,211
Unallocated expenses				(22,727,122)

Operating income				4,876,460
Interest income				37,147
Share of profits in associated companies				120,452

Profit before taxation				5,034,059
				=====
Other information				
Segment assets	63,035,205	41,200,182	11,490,447	115,725,834
	=====	=====	=====	
Investment in equity method associated companies				612,217
Unallocated corporate assets				1,888,078

Consolidated total assets				118,226,129
				=====
Segment liabilities	23,093,076	14,037,562	3,540,474	40,671,112
	=====	=====	=====	
Unallocated corporate liabilities				100,380

Consolidated total liabilities				40,771,492
				=====
Significant non-cash expenses				
Depreciation	3,459,019	1,442,844	193,107	



31. SEGMENT REPORTING (cont'd)

Group 2001	Poultry RM	Seafood RM	Aquaculture RM	Consolidated RM
Revenue from external customers	95,826,985	70,594,943	1,770,262	168,192,190
	=====	=====	=====	=====
Segment results	12,651,661	12,445,726	1,047,602	26,144,989
	=====	=====	=====	
Other operating income				397,609
Unallocated expenses				(20,444,706)

Operating income				6,097,892
Interest income				145,324
Share of profits in associated companies				38,640

Profit before taxation				6,281,856
				=====
Other information				
Segment assets	64,126,945	44,076,763	1,929,317	110,133,025
	=====	=====	=====	
Investment in equity method associated companies				523,640
Unallocated corporate assets				5,641,369

Consolidated total assets				116,298,034
				=====
Segment liabilities	22,966,877	17,366,281	174,009	40,507,167
	=====	=====	=====	
Unallocated corporate liabilities				65,000

Consolidated total liabilities				40,572,167
				=====
Significant non-cash expenses				
Depreciation	3,493,478	1,389,800	83,636	

32. CAPITAL COMMITMENTS

	G r o u p	
	2002 RM	2001 RM
Capital expenditure for property, plant and equipment:-		
Approved but not contracted for	-	1,600,000
Approved and contracted for	650,700	-
	-----	-----
	650,700	1,600,000
	=====	=====



33. CONTINGENT LIABILITIES

	G r o u p		C o m p a n y	
	2002 RM	2001 RM	2002 RM	2001 RM
Unsecured				
Guarantees for the borrowings of subsidiary companies	-	-	50,170,000	40,130,000
Guarantees for export bills financing	1,032,647	1,649,734	-	-
Guarantees to the Kastam Dan Eksais Diraja, Bahagian Import	10,000	-	-	-
	-----	-----	-----	-----
	1,042,647	1,649,734	50,170,000	40,130,000
	=====	=====	=====	=====

34. SIGNIFICANT RELATED PARTY TRANSACTIONS

During the financial year, the Group entered into the following significant related party transactions. The related party transactions described below have been entered into in the normal course of business and have been established under terms negotiated between the parties concerned, and were not materially different from those entered with third parties.

	G r o u p		C o m p a n y	
	2002 RM	2001 RM	2002 RM	2001 RM
Transactions with subsidiary companies:-				
Interest income received from:-				
- CCK Sea Products Industries Sdn Bhd	-	-	9,464	-
- Central Coldstorage Kuching Sdn Bhd	-	-	23,968	3,812
- Kuok Sui Sea Products Industries (S) Sdn Bhd	-	-	42,338	5,320
Management income received from:-				
- Ableway Sdn Bhd	-	-	30,000	-
- CCK Fresh Mart Sdn Bhd	-	-	60,000	-
- Kin Eastern Frozen Food Sdn Bhd	-	-	18,000	-
- Kuok Sui Sea Products Industries (S) Sdn Bhd	-	-	18,000	-
Secretarial fee paid to:-				
- Central Coldstorage Kuching Sdn Bhd	-	-	18,000	10,800
Transactions with a company in which certain directors and substantial shareholder have financial interests:-				
Purchase of property from:-				
- S. K. Tiong Enterprise Sdn Bhd *	-	1,912,000	-	-
Rental paid to:-				
- S. K. Tiong Enterprise Sdn Bhd *	196,800	201,300	-	-
	=====	=====	=====	=====

* The nature and extent of the financial interests of the Directors concerned are shown below:-

- (a) Datuk Tiong Su Kuok (A substantial shareholder of the Company)
 - A substantial shareholder and Director of S. K. Tiong Enterprise Sdn Bhd.
- (b) Tiong Chiong Hiiung
 - Director of S. K. Tiong Enterprise Sdn Bhd.
- (c) Tiong Chiong Soon
 - Director of S. K. Tiong Enterprise Sdn Bhd.

35. STATUS OF CORPORATE PROPOSAL

On 15 May 2001, the Company entered into a Joint Venture Agreement with Perbadanan Pembangunan Ekonomi Sarawak, a statutory body corporate, to undertake the development, and to conduct and manage the aquaculture business on a commercial basis. The Joint Venture is still awaiting approvals from the relevant authorities.



ADDITIONAL INVESTOR INFORMATION



LIST OF PROPERTIES

AS AT 30 JUNE 2002

Location	Description/ Existing Use	Tenure	Acquisition Date	Age Of Building	Land (Built-Up Area)	Net Book Value
CCK Consolidated Holdings Bhd Lot 2969, Block 19, Seduan Land District, Sarawak	Light Industrial Land/ Vacant	Leasehold (11 Yrs Remaining) Expiring on 30.08.2013	10.04.2001	-	-	1,643,320.85
Ableway Sdn Bhd Lot 248, Song Town District, Sarawak	3 Storey Terraced Shophouse/Office	Leasehold (50 Yrs Remaining) Expiring on 07.05.2052	03.04.1996	6 Yrs	111.6 Sq.M.	178,040.40
Lot 5, Block 8, Mukah Land District, Sarawak	Agriculture Land/ Vacant	Leasehold (26 Yrs Remaining) Expiring on 21.12.2028	15.08.1991	-	5.39 Acres	8,155.03
Lot 332, Sungei Antu, Sibu, Sarawak	Industrial Shophouse/Office	Leasehold (22 Yrs Remaining) Expiring on 31.12.2024	17.02.1984	33 Yrs	265.7 Sq.M.	158,618.64
CCK Fresh Mart Sdn Bhd Lot 1032, Block 5, Miri Concession Land District,	5 Units Of 3 Storey Shophouse/Office	Leasehold (47 Yrs Remaining) Expiring on 04.12.2049	07.12.1996	7 Yrs	2,456 Sq.M.	1,546,674.1
Lot 759, Miri Concession Land District, Miri	Agriculture Land/ Vacant	Leasehold (20 Yrs Remaining) Expiring on 31.12.2022	30.05.2001	-	-	361,966.36
Kuok Sui Sea Products Industries (S) Sdn Bhd Lot 22, Block 9 Sibu Town District, Sarawak	3 Storey Detached Factory	Freehold	12.06.1999	3 Yrs	9,590 Sq.ft.	2,175,380.21
Kin Eastern Frozen Food Sdn Bhd Lot 868 Green Road, Sarikei, Sarawak	Prawn Processing Factory/Office	Leasehold (35 Yrs Remaining) Expiring on 17.05.2037	22.05.1989	13 Yrs	2,122.3 Sq.M.	874,370.38
Lot 871, Green Road, Sarikei, Sarawak			22.08.1988			
Lot 1445, Green Road, Sarikei, Sarawak			03.11.1987			
CCK Fresh Mart (West Malaysia) Sdn Bhd H S (D) No 19776, P T No 22244, Mukim of Batu, District of Gombak, State of Selangor	3 Storey Detached Factory	Freehold	28.09.1999	5.5 Yrs	2,095.61 Sq.M.	4,043,889.95
H S (D) No 24157, P T No 19461, Bandar Kajang, Daerah Ulu Langat State of Selangor	3 Storey Corner Terraced Shophouse	Leasehold (87 Yrs Remaining) Expiring on 26.06.2089	15.02.2001	6 Yrs	2,533 Sq.ft.	1,965,251.37
Central Coldstorage Kuching Sdn Bhd Lot 187-189, Block 11, Senggi Poak Land District	Agriculture Land / Broiler Farm	Leasehold (24 Yrs Remaining) Expiring on 31.12.2026	05.09.1996	-	18.744 Hectares	146,474.40
Lot 605, Block 10, Senggi Poak Land District	Agriculture Land / Broiler Farm	Leasehold (24 Yrs Remaining) Expiring on 31.12.2026	13.08.1998	-	2.0243 Hectares	107,368.00
Bau OT No 3091 Of 1937, No 1020 Of 1927, No 2596 Of 1934 Sarawak	Agriculture Land / Breeder Farm	Leasehold (24 Yrs Remaining) Expiring on 31.12.2026	20.07.1996	-	11.8454 Hectares	409,184.00
Bau OT No 2998 Of 2936, Sarawak	Agriculture Land / Breeder Farm	Leasehold (33 Yrs Remaining) Expiring on 31.12.2035	20.07.1996	-	6.799 Hectares	214,384.00
Lot 999, Section 66, Jalan Keluli, Bintawa Industrial Estate, Sarawak	Industrial Land/ Corporate Office, Coldroom and Abattoir	Leasehold (33 Yrs Remaining) Expiring on 06.07.2035	23.06.1992	6 Yrs	2.295 Hectares	5,610,174.93



Location	Description/ Existing Use	Tenure	Acquisition Date	Age Of Building	Land (Built-Up Area)	Net Book Value
Central Coldstorage Kuching Sdn Bhd (continued)						
Lot 123, Senggi Poak Land District	Turtle Breeding	Leasehold (25 Yrs Remaining) Expiring on 31.12.2027	28.06.1993	8 Yrs	9.39 Acres	419,183.51
Lot 124, Senggi Poak Land District	Turtle Breeding	Leasehold (24 Yrs Remaining) Expiring on 31.12.2026	28.06.1993	8 Yrs	9.40 Acres	
Lot 115, Block 10, Senggi Poak Land District	Agriculture Land / Vacant	Leasehold (24 Yrs Remaining) Expiring on 31.12.2026	28.06.2000	24 Yrs	1.5985 Hectares	204,498.90
Poultry Industry (S) Sdn Bhd						
8th Mile, Penrissen Road, Kuap, Kuching, Sarawak	Agricultural Land	Leasehold (14 Yrs Remaining) Expiring on 14.03.2016	18.11.1985	19 Yrs	9.53 Acres (14,009 Sq.M.)	-
Lot 187-189, Block 11, Senggi Poak Land District Sarawak	Broiler Breeding Shed	Leasehold (24 Yrs Remaining) Expiring on 31.12.2026	1998	5 Yrs	2,227.37 Sq.M.	641,967.94
Lot 605, Block 10, Senggi Poak Land District Sarawak	Broiler Breeding Shed	Leasehold (24 Yrs Remaining) Expiring on 31.12.2026	1998	5 Yrs	6,614.48 Sq.M.	660,413.15
Senggi Poak Land District Sarawak	Agricultural Land/ Broiler Breeding Shed	-		9 Yrs	1908.5 Sq.M.	NIL
Lot 123, Senggi Poak Land District	Broiler Farm	Leasehold (25 Yrs Remaining) Expiring on 31.12.2027	28.06.1993	-	9.39 Acres	204,344.38
Lot 124, Senggi Poak Land District	Broiler Farm	Leasehold (24 Yrs Remaining) Expiring on 31.12.2026	28.06.1993	-	9.40 Acres	
Lot 202, Senggi Poak Land District	Broiler Farm	Leasehold (19 Yrs Remaining) Expiring on 31.12.2021	28.06.1993	-	9.41 Acres	
Lot 203, Senggi Poak Land District	Broiler Farm	Leasehold (19 Yrs Remaining) Expiring on 31.12.2021	28.06.1993	-	9.42 Acres	
Zhang Agriculture Development Sdn Bhd						
Bau OT No 284 Ta Foh Shak, Bau, Sarawak	Agriculture Land/ (Vacant)	Leasehold (24 Yrs Remaining) Expiring on 07.06.2026	25.01.1990	-	8.5 Acres	97,564.12
Bau OT No 2405 Paku Podam, Bau, Sarawak	Agriculture Land/ Vacant	Leasehold (26 Yrs Remaining) Expiring on 17.11.2028	12.11.1991	-	11.75 Acres	137,285.32
Bau OT No 3653 Paku, Bau, Sarawak	Agriculture Land/ Breeder Farm	Leasehold (37 Yrs Remaining) Expiring on 02.08.2039	12.11.1991	5.5 Yrs	4.37 Acres*	636,758.69
Bau OT No 645 Ta Foh Shak, Bau, Sarawak	Agriculture Land/ Hatchery, Office, Workers Quarters & Laboratory	Leasehold (24 Yrs Remaining) Expiring on 08.03.2036	03.10.1990	5.5 Yrs	10.44 Acres*	1,193,303.26
Bau OT No 795 Ta Foh Shak, Bau, Sarawak	Agriculture Land/ Breeder Farm	Leasehold (24 Yrs Remaining) Expiring on 08.03.2026	12.11.1991	9 Yrs	15.97 Acres*	765,290.35
Bau OT No 3091 Of 1937, No. 1020 Of 1927, No. 2596 Of 1934, No. 2998 Of 2936	Breeding Shed	Leasehold (33 Yrs Remaining) Expiring on 31.12.2035	1987	15 Yrs	11,000 Sq.M.	1,377,928.63
Ataskota Sdn Bhd						
Lot 271, Block 8, Pueh Land District	Agriculture Land/ Prawn Breeding Farm	Leasehold (14 Yrs Remaining) Expiring on 08.09.2015	15.04.1999	4 Yrs	5,463 Sq.M.	489,829.40



ANALYSIS OF SHAREHOLDINGS

AS AT 25 OCTOBER 2002

SHARE CAPITAL

Authorised share capital	:	RM100 million
Issued and fully paid-up capital	:	RM49,584,000
Class of shares	:	Ordinary shares of RM1.00 each
Voting rights	:	One vote per ordinary share

ANALYSIS OF SHAREHOLDINGS

Size of holdings	No. of Shareholders	% of shareholders	No. of shares held	% of issued capital
1 – 999	29	2.18	14,250	0.03
1,000 – 10,000	1,152	86.68	2,961,835	5.97
10,001 – 100,000	108	8.13	2,495,861	5.03
100,001 – 2,479,199	35	2.63	13,832,848	27.90
2,479,200 and above	5	0.38	30,279,206	61.07
	-----	-----	-----	-----
	1,329	100.00	49,584,000	100.00
	=====	=====	=====	=====

SUBSTANTIAL SHAREHOLDINGS

	Direct Interest	%	Deemed Interest	%
1. Central Coldstorage Sarawak Sendirian Berhad	10,446,327	21.07	-	-
2. S.K.Tiong Enterprise Sdn Bhd	6,164,955	12.43	10,446,327 ^(a)	21.10
3. Permodalan Nasional Berhad	10,237,500 ^(b)	20.65	-	-
4. Chong Nyuk Kiong Enterprise Sdn Bhd	3,430,424	6.92	-	-
5. Datuk Tiong Su Kuok	677,616	1.37	16,611,282 ^(c)	33.50
6. Wong Bak Hee	45,000	0.09	16,611,282 ^(e)	33.50
7. Chong Shaw Fui	15,000	0.03	3,430,424 ^(d)	6.92
8. Tiong Chiong Hiiung	15,000	0.03	16,611,282 ^(e)	33.50
9. Tiong Chiong Soon	15,000	0.03	16,611,282 ^(e)	33.50
10. Chong Min Fui	-	-	3,430,424 ^(d)	6.92
11. Bong Kim Moi	-	-	3,430,424 ^(d)	6.92

Notes:

- a) Deemed interested through its wholly-owned subsidiary, Central Coldstorage Sarawak Sendirian Berhad
- b) 4,500,000 shares were held through Amanah Raya Nominees (Tempatan) Sdn Bhd – Skim Amanah Saham Bumiputera.
- c) Deemed interested by virtue of his substantial shareholdings in S.K. Tiong Enterprise Sdn Bhd and Central Coldstorage Sarawak Sendirian Berhad.
- d) Deemed interested by virtue of their substantial shareholdings in Chong Nyuk Kiong Enterprise Sdn Bhd.
- e) Deemed interested by virtue of directorships in S.K. Tiong Enterprise Sdn Bhd and Central Coldstorage Sarawak Sendirian Berhad.



DIRECTORS' SHAREHOLDINGS

	Direct Interest	%	Deemed Interest	%
1. Datuk Tiong Su Kouk	677,616	1.37	16,611,282 ^(a)	33.50
2. Tiong Chiong Hiiung	15,000	0.03	16,611,282 ^(b)	33.50
3. Tiong Chiong Soon	15,000	0.03	16,611,282 ^(b)	33.50
4. Chong Shaw Fui	15,000	0.03	3,430,424 ^(c)	33.50
5. Lau Liong Kii	148,500	0.30	824,814 ^(d)	1.67
6. Ling Ting Leong @ Ling Chong Seng	219,511	0.44	255,636 ^(e)	0.52
7. Wong See Khong	500,022	1.01	-	-
8. Kueh Chung Peng	880,932 ^(f)	1.78	-	-
9. Hj Latip Bin Hj Dris	15,000	0.03	-	-
10. Janggu Anak Banyang	15,000	0.03	-	-

Notes:

- a) Deemed interested by virtue of his substantial shareholdings in S.K. Tiong Enterprise Sdn Bhd and Central Coldstorage Sarawak Sendirian Berhad.
- b) Deemed interested by virtue of directorships in S.K. Tiong Enterprise Sdn Bhd and Central Coldstorage Sarawak Sendirian Berhad.
- c) Deemed interested by virtue of his substantial shareholdings in Chong Nyuk Kiong Enterprise Sdn Bhd.
- d) Deemed interested by virtue of his substantial shareholdings in Unione Enterprise (S) Sdn Bhd.
- e) Deemed interested by virtue of his substantial shareholdings in Tseng Tseng Enterprise Sdn Bhd.
- f) 865,932 shares were held through HLB Nominees (Tempatan) Sdn Bhd and 15,000 shares held through TA Nominees (Tempatan) Sdn Bhd.

30 LARGEST SHAREHOLDERS

No.	Name	No. of Shares	%
1.	Central Coldstorage Sarawak Sendirian Berhad	10,446,327	21.07
2.	S.K. Tiong Enterprise Sdn Bhd	6,164,955	12.43
3.	Permodalan Nasional Berhad	5,737,500	11.57
4.	Amanah Raya Nominees (Tempatan) Sdn Bhd	4,500,000	9.08
5.	Chong Nyuk Kiong Enterprise Sdn Bhd	3,430,424	6.92
6.	Lembaga Tabung Haji	1,968,750	3.97
7.	Yu Bang Din	1,566,000	3.16
8.	Kenanga Nominees (Tempatan) Sdn Bhd	1,315,832	2.65
9.	Tasec Nominees (Tempatan) Sdn Bhd	994,500	2.01
10.	HLB Nominees (Tempatan) Sdn Bhd	865,932	1.75
11.	Unione Enterprise (S) Sdn Bhd	824,814	1.66
12.	Tiong Su Kouk	677,616	1.37
13.	Tiong Sie Mew	623,446	1.26
14.	Wong See Khong	500,022	1.01
15.	Cheng Sang Uh	489,000	0.99
16.	Public Nominees (Tempatan) Sdn Bhd	398,500	0.80
17.	Douglas Jerukan @ Jarukan Ak Kanyan	379,500	0.77
18.	Yeu Choo Sieng	328,500	0.66
19.	Mayban Nominees (Tempatan) Sdn Bhd	307,835	0.62
20.	TA Nominees (Tempatan) Sdn Bhd	300,080	0.61
21.	Wong Puo Hung	280,500	0.57
22..	Yong Pei Ling	276,000	0.56
23.	Joseph Tang Chiod Sui	261,794	0.53
24.	Tseng Tseng Enterprise Sdn Bhd	255,636	0.52
25.	Lau Pek Kii	222,500	0.45
26.	Ling Ting Leong @ Ling Chong Seng	219,511	0.44
27.	Yii Ching Yii	211,542	0.43
28.	Hii Leh Ming	211,500	0.43
29.	Tasec Nominees (Asing) Sdn Bhd	195,000	0.39
30.	Wong Kee Hung	171,873	0.35
Total		44,124,389	88.99



This page has been deliberately left blank



NOTICE OF ANNUAL GENERAL MEETING



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixth Annual General Meeting of the Company will be held at Kingwood Hotel, No. 12, Lorong Lanang 4, Sibul, Sarawak on Friday, 20 December 2002 at 10.00 a.m. to transact the following businesses:

AGENDA

1. To receive the Audited Financial Statements of the Company for the financial year ended 30 June 2002 together with the Reports of the Directors and Auditors thereon. Resolution 1
2. To approve the payment of a First and Final Dividend of 3.5% per share less 28% Income Tax for the financial year ended 30 June 2002. Resolution 2
3. To approve the payment of Directors' fees of RM204,940 for the financial year ended 30 June 2002. Resolution 3
4. To re-elect the following Directors retiring pursuant to Article 88 of the Company's Articles of Association:-
 - 4.1 Mr Francis Wong Chin Sing @ Wong Chin Sing Resolution 4
 - 4.2 Mr Douglas Jerukan @ Jarukan Ak Kanyan Resolution 5
 - 4.3 Datu Haji Putit Bin Matzen Resolution 6
5. To re-elect the following Directors retiring pursuant to Article 81 of the Company's Articles of Association:-
 - 5.1 Datuk Tiong Su Kouk Resolution 7
 - 5.2 Mr Chong Shaw Fui Resolution 8
 - 5.3 Mr Tiong Chiong Hiiung Resolution 9
6. To re-appoint Messrs Hii & Lee as Auditors for the ensuing year and to authorize the Directors to fix their remuneration. Resolution 10
7. As Special Business:

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

 - **Authority to issue shares pursuant to Section 132D of the Companies Act, 1965** Resolution 11

"**THAT** pursuant to Section 132D of the Companies Act, 1965 and subject always to the approval of the relevant authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit, including but not limited to such shares as may be issued pursuant to the Employees' Share Option Scheme provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued share 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."
8. To transact any other business of which, due notice shall have been given in accordance with the Companies Act, 1965 and the Articles of Association of the Company.

BY ORDER OF THE BOARD

LING TING LEONG @ LING CHONG SENG (MACS 00754)

LEONG OI WAH (MAICSA 7023802)

Company Secretaries

Kuching, Sarawak

Date : 28 November 2002

NOTICE OF DIVIDEND ENTITLEMENT



NOTICE IS ALSO HEREBY GIVEN that a First and Final dividend of 3.5% per share less 28% Income Tax in respect of the financial year ended 30 June 2002, if approved at the forthcoming Annual General Meeting, will be paid on 23 January 2003 to Depositors whose names appear in the Record of Depositors on 31 December 2002.

A Depositor shall qualify for entitlement only in respect of :

- a) Shares transferred into the Depositor's securities account before 12.30 p.m. on 31 December 2002, in respect of ordinary transfers; and
- b) Shares bought on the Kuala Lumpur Stock Exchange on a cum entitlement basis according to the Rules of the Kuala Lumpur Stock Exchange.

BY ORDER OF THE BOARD

LING TING LEONG @ LING CHONG SENG (MACS 00754)

LEONG OI WAH (MAICSA 7023802)

Company Secretaries

Kuching, Sarawak

Date : 28 November 2002

Notes :-

1. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Act shall not apply to the Company.
2. To be valid, the proxy form, duly completed must be deposited at the registered office at Lot 999, Section 66, Jalan Keluli, Bintawa Industrial Estate, 93450 Kuching, Sarawak not less than 48 hours before the time for holding the meeting or any adjournment thereof.
3. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Act are complied with.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
5. If the appointor is a corporation this form must be executed under its common seal or under the hand of an officer or attorney duly authorised in writing.
6. Explanatory Notes on Special Business:-

Resolution pursuant to Section 132D of the Companies Act, 1965

The proposed resolution No. 11 in relation to authority to issue shares pursuant to Section 132D of the Companies Act, 1965, if passed, will empower the Directors to issue and allot shares up to an aggregate amount not exceeding 10% of the issued share capital of the Company for the time being, for such purposes as the Directors consider would be in the interests of the Company including but not limited to such shares as may be issued pursuant to the Employees' Share Option Scheme approved at the Extraordinary General Meeting held on 20 December 2000. This authority unless revoked or varied at a general meeting will expire at the next Annual General Meeting.



STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

1. The following Directors who are standing for re-election in accordance to the following articles at the Sixth Annual General Meeting of the Company are :-

Article 88

- (i) Francis Wong Chin Sing @ Wong Chin Sing
- (ii) Douglas Jerukan @ Jarukan Ak Kanyan
- (iii) Datu Haji Putit Bin Matzen

Article 81

- (i) Datuk Tiong Su Kouk
- (ii) Chong Shaw Fui
- (iii) Tiong Chiong Hiiung

2. Further details of Directors who are standing for re-election at the Annual General Meeting are available on pages 9 to 10.
3. There were 5 Board of Directors' Meetings held during the financial year ended 30 June 2002. Details of attendance at Board Meetings are outlined on page 12.
4. The Sixth Annual General Meeting of the Company will be held at Kingwood Hotel, No. 12, Lorong Lanang 4, Sibu, Sarawak on Friday, 20 December 2002 at 10.00 a.m.



I/We _____

NRIC/Company No. _____

of (full address) _____

being a member(s) of **CCK CONSOLIDATED HOLDINGS BERHAD**, hereby appoint _____

_____ NRIC _____

of (full address) _____

or failing him/her, the Chairman of the meeting as my / our proxy to vote for me / us and on my / our behalf at the Sixth Annual General Meeting of the Company to be held on Friday, 20 December 2002 at 10.00 a.m. and at any adjournment thereof.

RESOLUTIONS	FOR	AGAINST
1. To receive and adopt the Audited Financial Statements of the Company for the financial year ended 30 June 2002 together with the Reports of the Directors and Auditors thereon.		
2. To approve the payment of a First and Final Dividend of 3.5% per share less 28% Income Tax for the financial year ended 30 June 2002.		
3. To approve the payment of Directors' Fees for the financial year ended 30 June 2002.		
4. To re-elect Mr Francis Wong Chin Sing @ Wong Chin Sing, pursuant to Article 88		
5. To re-elect Mr Douglas Jerukan @ Jarukan Ak Kanyan, pursuant to Article 88		
6. To re-elect Datu Haji Putit Bin Matzen, pursuant to Article 88		
7. To re-elect Datuk Tiong Su Kouk, pursuant to Article 81		
8. To re-elect Chong Shaw Fui, pursuant to Article 81		
9. To re-elect Tiong Chiong Hiiung, pursuant to Article 81		
10. To re-appoint Messrs Hii & Lee as Auditors for the ensuing year and to authorize the Directors to fix their remuneration.		
11. Authority to issue shares pursuant to Section 132D of the Companies Act, 1965		

(Please indicate with a (√) in the space above how you wish your vote to be cast. If no specific direction as to voting is indicated, the proxy will vote or abstain as he/she thinks fit.)

Dated this _____ day of _____ 2002.

Signature / common seal of shareholder(s)

Number of shares held

Notes :

1. A proxy may but need not be a member of the Company and the provision of Section 149(1)(b) of the Act shall not apply to the Company.
2. To be valid, the proxy form, duly completed must be deposited at the registered office at Lot 999, Section 66, Jalan Keluli, Bintawa Industrial Estate, 93450 Kuching, Sarawak not less than 48 hours before the time for holding the meeting or any adjournment thereof.
3. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Act are complied with.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
5. If the appointor is a corporation this form must be executed under its common seal or under the hand of an officer or attorney duly authorized in writing.

Fold here

Stamp

The Company Secretary
CCK CONSOLIDATED HOLDINGS BERHAD (396692-T)
Lot 999, Section 66,
Jalan Keluli,
Bintawa Industrial Estate,
93450 Kuching,
Sarawak, Malaysia.

Fold here