

annual report 2000



Enhancing
the Quality
of Life



BCB

龍城集團

BCB BERHAD

(172003-W)

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At BCB, our mission is to be the choice developer by enhancing the quality of life of our customers, making available a diversified range of products and services.

WE WILL STRIVE FOR:

- Total customer satisfaction through the provision of quality and value-added products, consistent delivery and a dedication to continuous improvement.
- Strong growth and earnings capacity.
- Cost competitiveness in all undertakings.
- Greater environmental concern and a more caring, eco-friendly attitude.
- And an efficient and effective work culture emphasising personal development, teamwork and performance-based rewards.

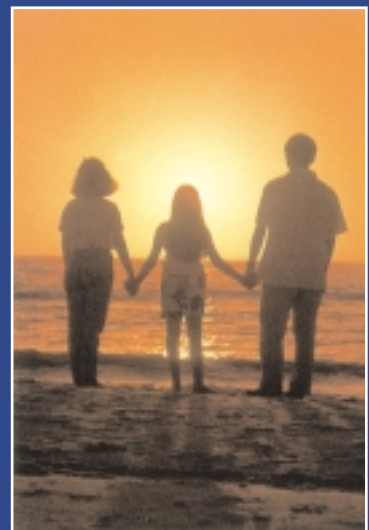
C O R P O R A T E MISSION

COVER RATIONALE

In the current business climate, it may not be enough to simply empower your people.

Your people, products, services and activities must work towards the end result, that is to work towards the satisfaction of the customers; enhancing the quality of their lives.

Hence, BCB believes, in order to do so, one must strive to uplift the standard of all its efforts. With a wide array of products and services that BCB have, it will continue to maintain this priority.



CORPORATE INFORMATION

Board of Directors

Dato' Ismail Bin Yusof
Chairman

Dato' Tan Seng Leong
Group Managing Director

Tan Lay Kim
Executive Director

Tan Lay Hiang
Executive Director

Tan Seng Hong
Executive Director

Abdul Malik Bin Abbas
Non-Executive Director

Audit Committee

Chairman

Dato' Ismail Bin Yusof
(Independent Non-Executive Director)

Member

Dato' Tan Seng Leong
(Group Managing Director)

Member

Abdul Malik Bin Abbas
(Independent Non-Executive Director)

Company Secretary

Yeap Kok Leong, ICSA
(MAICSA: 0862549)

Registered Office

7th Floor, Plaza BCB, (Hotel Tower Block)
No 20 Jalan Bakawali, 86000 Kluang,
Johor Darul Takzim
Tel: 07-772 2567
Fax: 07-772 2108

Share Registrar

Tenaga Koperat Sdn Bhd
20th Floor, East Wing, Plaza Permata
Jalan Kampar, Off Jalan Tun Razak
50400 Kuala Lumpur
Tel: 03-4041 6522
Fax: 03-4042 6352

Principal Bankers

OCBC Bank Berhad
Malayan Banking Berhad
Arab Merchant Bank Berhad
United Merchant Finance Berhad
Mayban Finance Berhad

Auditors

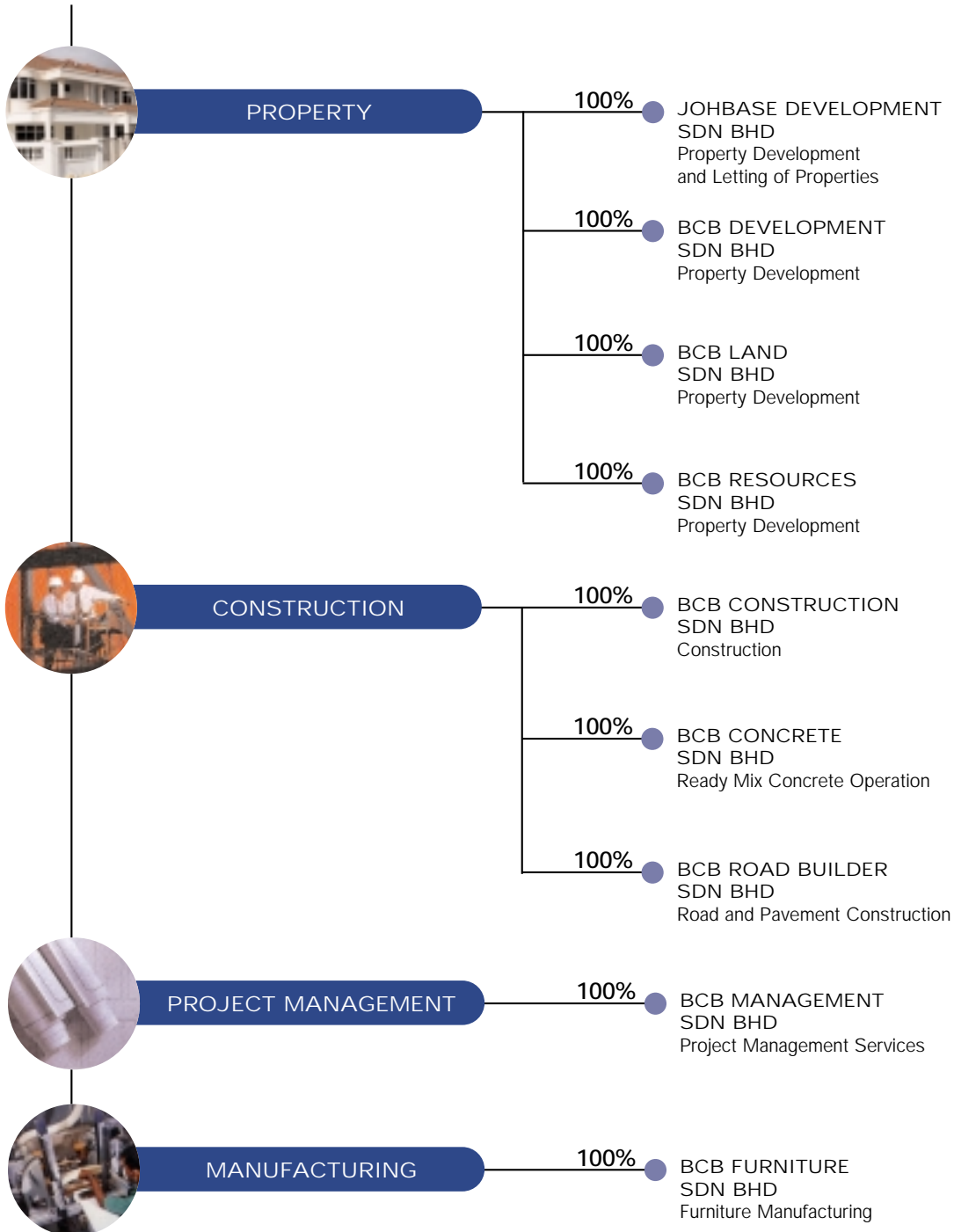
PriceWaterHouseCoopers
Public Accountants
Level 16, Menara Ansar
No 65, Jalan Trus, 80730 Johor Bahru
Johor Darul Takzim
Tel: 07-222 4448
Fax: 07-224 8088

Stock Exchange Listing

The Main Board of Kuala Lumpur
Stock Exchange

BCB BERHAD

Investment Holding, Property Development
And Hotel Operations



BOARD OF DIRECTORS



Left to right:

Tan Lay Kim
(Executive Director)

Abdul Malik Bin Abbas
(Non-Executive Director)

Dato' Ismail Bin Yusof
(Chairman)

Dato' Tan Seng Leong
(Group Managing Director)

Tan Seng Hong
(Executive Director)

Tan Lay Hiang
(Executive Director)

SENIOR MANAGEMENT



Seated from left to right:

Tan Lay Hiang
(Executive Director)

Tan Seng Hong
(Executive Director)

Dato' Tan Seng Leong
(Group Managing Director)

Tan Lay Kim
(Executive Director)

Standing from left to right:

Cynthia Chia Phek Hia
(Area Manager)

Joanne Lee Chin Chin
(Area Manager)

Juvian Liow Huey Ling
(Hotel Deputy General Manager)

Richard Goh Looi Kok
(Hotel General Manager)

Alex Cheang Chee Leong
(Financial Controller)

Chia Kong Boon
(Corporate Accountant)

Ashaari Bin Mahdan
(Project Coordination Manager)

“... the results reflect well on the Group’s ability to channel past gains into profitable new expansion.”



Above:
The entrance to the recreational Hutan Lipur Soga Perdana of Batu Pahat.



Top/Left:
Beautiful bungalow homes with unique individual designs.

CHAIRMAN'S STATEMENT



“Utilising past achievements as the springboard for further success, your Company recorded a mixed but overall strong result for the year 2000.”

The year under review proved to be a challenging one for BCB Berhad. The Malaysian economy recorded a moderate real GDP growth of 5.4% last year, buoyed by high exports and the positive impact of an expanding manufacturing sector. The property sector however displayed a slower "bounce back" but your Company's performance under these conditions remains commendable and is testimony to the wisdom of the many strategic initiatives put in place over the years. These have undoubtedly helped us establish a broader and stronger base and ensured continued future growth and expansion.

Against this backdrop of optimism and on behalf of the Board of Directors, it is my pleasure to present this Annual Report and Audited Accounts of BCB Berhad and its Group of Companies for the year ended 30 June 2000.

A YEAR OF GROWTH

The new financial year began quietly but picked up with a flurry of activity in December 1999. On 9 December, we obtained approval from the Securities Commission for the proposed Bonus Issue and ESOS (Employee Share Option Scheme) of the Group. The Bonus Issue of 62,500,000 new ordinary shares of RM1 each in BCB on the basis of one new ordinary share for every two existing ordinary shares held were granted listing and quotation on the KLSE Main Board with effect from 31 March 2000. With regard to the ESOS scheme, the ESOS Committee made their first offers to the eligible employees on 29 June 2000.

We all waited excitedly for the coming of the New Millennium and were relieved to note that all financial and information systems of the Group transitioned without hitch on 1 January 2000. It was then all smooth sailing till the close of the financial year with the announcement, on 30 August 2000, of Yearly Unaudited Results of the Group and of the Company for the year ended 30 June 2000.

Utilising past achievements as the springboard for further success, your Company recorded a mixed but overall strong result for the year 2000. The Group's turnover showed a substantial increase of about 30.7% to RM228.2 million while profit before taxation dipped 16.8% to RM25.3 million. The increase in turnover is attributed, in the main, to improve property sales from the residential houses and contributions from the newly set-up Construction Division. The lower profits are due to lower product margins and additional development cost provisions for the Group's development projects. Nonetheless, the results reflect well on the Group's ability to channel past gains into profitable new expansion.

“This past year has also seen BCB’s efforts at planned and synergistic expansion, start to come together.”



Above:
An overview of residential houses amidst lush greeneries at Taman Pulau Utama.

Left:
Overview of double storey semi-detached houses.

Top/Far Left:
Terrace houses with contemporary designs at Taman Sri Kluang, Taman Pulau Utama and Taman Bukit Perdana.

Right:
Beautiful landscaping at Taman Sri Kluang.



CHAIRMAN'S STATEMENT

Accordingly, the Board is pleased to recommend the payment of a first and final dividend of 3.5 sen per share less Malaysian tax of 28% for the year ended 30 June 2000.

REALISING SYNERGISTIC GROWTH

Driven by a clear vision – to play a role in meeting the needs of the nation and its people – the BCB story has been one of dynamic growth from a solid property-based core. Thus we are happy to note that, in the past year, the property market regained a substantial portion of its buoyancy against a backdrop of improved liquidity, lower interest rates and strong demand for residential units.

Your Company was well-placed to take advantage of this uptrend – the Group sold a total of 952 units of residential and commercial properties with a sales value of RM130 million. Of these, the Batu Pahat developments continued to turn in the highest sales, with Kluang, Seremban and Pontian, in that order, followed behind.

Driven by a clear vision – to play a role in meeting the needs of the nation and its people – the BCB story has been one of dynamic growth from a solid property-based core.

In addition, it is pleasing to note that Phases 1 and 2 of Taman Bukit Perdana 2 in Batu Pahat were handed over as per schedule. We were also able, in a separate ceremony on 8 May 2000 in Taman Seremban Jaya, to hand over the keys for our units there to their proud owners. We must keep this up as it is achievements like these that will add to the BCB reputation of delivering reliable and value-added properties within quality living environments.

This past year has also seen BCB's efforts at planned and synergistic expansion, start to come together. There is no



Key Handing Over ceremony at the new Seremban office at Taman Seremban Jaya.

doubt that the Group will always be seeking prime land to add to its existing landbank. This year, 2 notable acquisitions were made: on 29 December 1999, wholly-owned subsidiary BCB Land Sdn Bhd acquired 10.83 acres at Mukim of Kluang, Johor and, on 29 March 2000, acquired 29 parcels of land totalling 72.11 acres at Banang Jaya, Batu Pahat, Johor.

Nonetheless, BCB recognises that sustained growth must also include the development of the Group's other resources, especially those whose activities synergise with the Group's core business. In this respect, the set up, in August 1999, of the Construction Division with 3 wholly owned subsidiaries, i.e. BCB Construction Sdn Bhd, BCB Concrete Sdn Bhd and BCB Road Builder Sdn Bhd, was a long-awaited event. Although the resources of the Construction Division are currently concentrated on in-house projects, the emergence of this arm makes the Group's structure even more complete, dynamic and able to take advantage of critical economies and efficiencies in our quest for stable growth.

Hotel operations did well with turnover up 22.5% to RM8.3 million and profit before tax up 195% to RM146,301.00. The Prime City Hotel, the most prestigious hotel in Kluang, continues to receive good ratings from all levels of visitors. The knowledge and experience gained here will be invaluable in helping the

“... the BCB story has been one of dynamic growth from a solid property-based core.”



Top Right:
Located at the heart of Kluang township is BCB's Head Office at Prime City Hotel.

Above:
A panoramic view of Kluang township.

Left:
The grandeur of Johbase City Square, Kluang.

Far Left:
Industrial lots at Taman Sri Kluang Industrial Area.



CHAIRMAN'S STATEMENT

Being internationally competitive also means being able to measure up to worldwide quality standards.

Group achieve its objectives of service excellence and total customer satisfaction.

The Project Management Division was also able to keep up its trend of contributing steadily towards Group income. The Division's key project, Taman Pulai Utama in Johor Bahru, recorded promising sales for residential properties.

FACING THE CHALLENGES OF THE FUTURE

With the advent of globalisation and the challenges of AFTA, the ASEAN Free Trade Area, it has become imperative for all corporations to look to being competitive at both local and international levels.

It has always been part of BCB's long-term vision to establish a presence in overseas markets, recognising that such presence could contribute significantly to BCB's future profitability. In line with this, the Group has set up a new subsidiary in July 2000 to manufacture metal-based furniture for export market.

BCB Furniture Sdn Bhd is located in the Group's flagship development at Taman Sri Kluang on a site covering some 143,137 sq. ft. Upon its completion, the factory will rank among the top 10 biggest furniture manufacturing plants in the country and will be another notable feather in our cap.

Being internationally competitive also means being able to measure up to worldwide quality standards. BCB remains absolutely committed to quality control in all aspects of its business activities and the many group-wide quality programmes that have been instituted over the years.

We will now strive for the ultimate recognition of our passion for quality: ISO 9002 Quality Certification. We have already begun the process and no effort will be spared to achieve this, beginning with the Construction Division and then moving on to the rest of the Group.

COMMUNITY SERVICE

Through all our efforts to succeed for our partners, business associates and shareholders, I am glad to see that we have never lost sight of the fact that we are part of a greater community. The past year has seen us fulfil our role as responsible corporate citizens by way of substantial donations to welfare, voluntary and charitable organisations. In extended fashion, our involvement in an environmental and recreational project, Hutan Lipur Soga Perdana in Taman Bukit Perdana in Batu Pahat, has brought its own rewards. We were placed Second in "Category: Taman Pertanian/Hutan Lipur" in the Johor State Level Landscape Competition in conjunction with the National Day 2000 celebration. Congratulations to the team!

CORPORATE ACTIVITIES



Staff Party 2000.

We also improved staff welfare through the organising of many events. On 21 January 2000, staff had great fun under the sun during the Annual Company Trip to Penang. A few days later, on 25 January 2000, the 12th Annual Dinner was held at the Prime City Hotel, Kluang with the theme "Cheers 2000!". The Annual Staff Party was held on

“The Prime City Hotel, the most prestigious hotel in Kluang, continues to receive good ratings from all levels of visitors.”



Top Right:
Prime Suite.

Above:
Main Lobby.

Left:
Bistari Cafe.

Far Left:
Matahari Ballroom.

CHAIRMAN'S STATEMENT



19 August 2000 at the Prime City Hotel, Kluang, and it featured dancers, "supermodels" and a variety of entertainers. There were also a host of other smaller functions, scattered throughout the year, like the celebration of 8 May 2000 when the Seremban branch office relocated to 30, Jalan SJ 8/8, Taman Seremban Jaya. The spirit of sharing and togetherness that was so evident at these events will, I am sure, go a long way toward enhancing teamwork and unity within the Group.



Property exhibit during the MAPEX Roadshow 2000.

Also, on our agenda in November, BCB participated in the Malaysian Property Expo (MAPEX) 2000 to further create awareness and ultimately boost the sale of our current and upcoming property development.

As we march into the new millennium, a whole new realm of possibilities is open to us. Given our financial strength, the experience and expertise of both Management and

staff, and with your continuing support, we can bring your Company to even greater heights.

PROSPECTS

For the financial year 2001, the property development earning will still be the main contributor to the group. The construction division, which will be in full operation for the year 2001 will definitely improve the earnings of the group. This newly set up furniture manufacturing sector is expected to provide promising results once production is started.

The country's economic recovery is expected to gather further momentum, with the continuous supportive policies by the Government, and I am confident that our nascent design and pricing strategies will enable BCB Group to do well and remain as prominent in the New Economy.

ACKNOWLEDGEMENTS

Finally, we owe our gratitude and thanks to several quarters for their help in bringing us to the position of strength we enjoy today. Credit must be given, first and foremost, to our excellent team of Management and staff for their total professionalism, commitment and dedication to the Company. On behalf of the Board, I extend my sincere appreciation for a job well done.

I wish also to thank our bankers and business associates for the help extended to us over the years and, not forgetting, all our customers and shareholders for their loyalty and support. Last but not least, my sincerest appreciation is also extended to my fellow members of the Board of Directors for their continuing support.

Thank you.

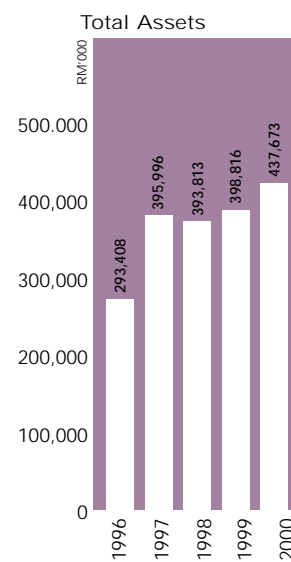
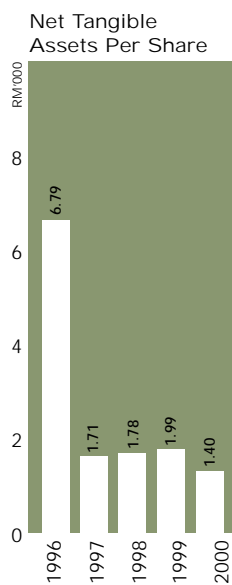
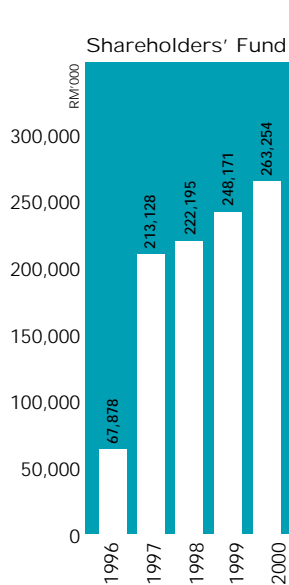
Dato' Ismail bin Yusof

Chairman

5 YEARS' FINANCIAL HIGHLIGHTS

Consolidated Balance Sheet as at 30 June

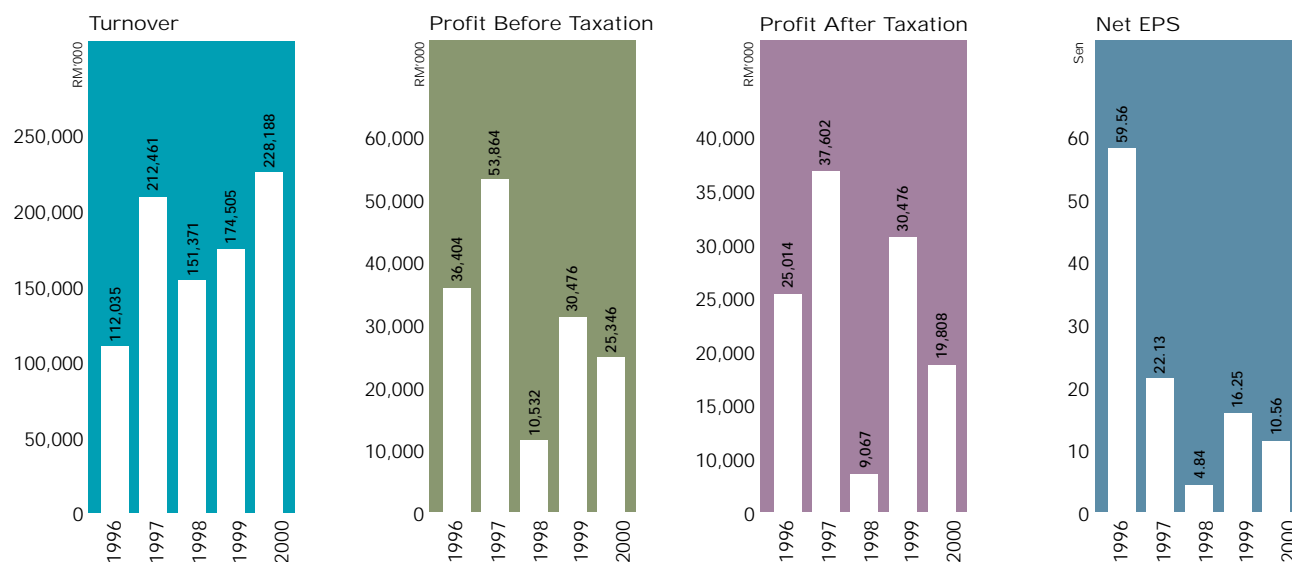
	1996	1997	1998	1999	2000
	RM'000	RM'000	RM'000	RM'000	RM'000
Share Capital	10,000	125,000	125,000	125,000	187,500
Non-Distributable Reserve	-	20,064	20,064	20,064	10,161
Profit Unappropriated	57,878	68,064	77,131	103,107	65,593
Shareholders' Funds	67,878	213,128	222,195	248,171	263,254
Deferred Liabilities	118,197	30,516	18,691	12,179	22,521
	186,075	243,644	240,886	260,350	285,775
Represented by					
Fixed Assets	42,632	12,048	18,489	16,686	19,374
Hotel Properties	-	31,797	31,797	31,797	31,797
Investment	-	19,482	19,482	19,482	19,482
Land held for Development	82,612	67,308	75,216	31,565	25,596
Current Assets	168,164	265,361	248,829	299,286	341,424
Current Liabilities	(107,333)	(152,352)	(152,927)	(138,466)	(151,898)
	60,831	113,009	95,902	160,820	189,526
	186,075	243,644	240,886	260,350	285,775
Number of ordinary share of RM1.00 in issue ('000)	10,000	125,000	125,000	125,000	187,500
Net tangible assets per share (RM)	6.79	1.71	1.78	1.99	1.40
Total Assets	293,408	395,996	393,813	398,816	437,673



5 YEARS' FINANCIAL HIGHLIGHTS

Consolidated Profit and Loss Accounts for the year ended 30 June

	1996	1997	1998	1999	2000
	RM'000	RM'000	RM'000	RM'000	RM'000
Turnover	112,035	212,461	151,371	174,505	228,188
Profit Before Charging Depreciation and Interest	38,977	57,185	15,739	35,761	31,760
Depreciation	(1,530)	(2,050)	(2,367)	(2,445)	(2,985)
Interest Expenses	(1,043)	(1,271)	(2,840)	(2,840)	(3,429)
Profit Before Taxation	36,404	53,864	10,532	30,476	25,346
Taxation	(11,390)	(16,262)	(1,465)	-	(5,538)
Profit After Taxation	25,014	37,602	9,067	30,476	19,808
Adjusted Weighted Average Number of Shares in Issue					
adjusted for:					
- Bonus Issue 32 for 10 on 22.07.1996 &					
- Bonus Issue 1 for 2 on 15.03.2000	42,000	169,917	187,500	187,500	187,500
Gross EPS (sen)	86.68	31.70	5.62	16.25	13.52
Net EPS (sen)	59.56	22.13	4.84	16.25	10.56
Dividend Rate	3	5	-	5	3.5



AUDIT COMMITTEE

1. Composition

The Committee shall comprise three members as follows:

- Dato' Ismail Bin Yusof - Chairman
(Independent Non-Executive Director)
- Dato' Tan Seng Leong
(Group Managing Director)
- Abdul Malik Bin Abbas
(Independent Non-Executive Director)

2. Primary purposes

The Audit Committee shall:

- a) provide assistance to the Board in fulfilling its fiduciary responsibilities relating to internal controls, corporate accounting and reporting practices for BCB Group.
- b) strengthen the confidence of the public in the Group's reported results.
- c) maintain, through regularly scheduled meetings, a direct line communication between the Board and the internal and external auditors.
- d) avail to the internal and external auditors a private, confidential audience at any time they desire and request it through the Committee Chairman.
- e) act upon the Board of Directors' requests to investigate and report on any issues or concerns on the management of the Group.

3. Functions

The primary functions of the Audit Committee are as follows:

- a) to review the audit plan with the auditors;
- b) to review the evaluation of the system of internal accounting controls with the auditors;
- c) to review the audit report with the auditors;
- d) to review the assistance given by the Company's officers to the auditors;
- e) to review scope and results of the internal audit procedures;
- f) to review the audited financial statement of the Group and the Company before approval by the Board;
- g) to review any related party transactions within the Group and the Company;
- h) to consider the appointment and resignation of auditors and their audit fees; and
- i) any such other functions as may be agreed to by the committee and the Board.

4. Meetings

The Committee shall meet at least three times a year although additional meetings may be called at any time at the Chairman's discretion. The quorum for each meeting shall be two members. The Company Secretary shall act as Secretary to the Committee. The Committee shall be empowered to appoint any other person from time to time as its secretary.

5. Minutes

The Committee shall keep minutes of all its meetings and such minutes shall be circulated to the Board after confirmation.

FINANCIAL STATEMENTS

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27	Company Statements of Changes in Equity
28	Cash Flow Statements
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DIRECTORS' REPORT for the year ended 30 June 2000

The Directors have pleasure in submitting their annual report together with the audited financial statements of the Group and the Company for the financial year ended 30 June 2000.

PRINCIPAL ACTIVITIES

The principal activities of the Company consist of investment holding, property development and hotel operations. The principal activities of the subsidiary companies are set out in note 14 to the financial statements. There was no significant change in the nature of these activities for the Group and the Company during the financial year.

FINANCIAL RESULTS

	<i>Group</i> <i>RM</i>	<i>Company</i> <i>RM</i>
Profit after taxation	19,808,074	16,824,801

DIVIDENDS

The dividends paid by the Company since 30 June 1999 were as follows:

In respect of the year ended 30 June 1999, as shown in the Directors' report of that year:

	<i>RM</i>
Final dividend of 5% less income tax, paid on 28 February 2000	4,500,000

The Directors now recommend the payment of a final dividend of 3.5%, less income tax, amounting to RM4,725,000 in respect of the financial year ended 30 June 2000, subject to the approval of members at the forthcoming Annual General Meeting of the Company.

RESERVES AND PROVISIONS

All material transfers to or from reserves or provision during the financial year are shown in the financial statements.

ISSUE OF SHARES

During the financial year, the following new ordinary shares were issued by the Company:-

<i>Date of issue</i>	<i>Purpose of issue</i>	<i>Number of ordinary shares of RM1 each</i>	<i>Terms of issue</i>
15.3.2000	Bonus issue	62,500,000	Capitalisation of share premium and retained profits

The bonus issue of 62,500,000 new ordinary shares of RM1 each on the basis of one new ordinary share for every two existing ordinary shares held.

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

DIRECTORS' REPORT (Cont'd)

EMPLOYEES' SHARE OPTION SCHEME

During the financial year, the Company implemented an Employee' Share Option Scheme ("ESOS") options to subscribe for 800,000 new ordinary share in the Company were granted to eligible employees of the Group at the exercise price of RM1.44 per share.

The main features of the ESOS are:

- (a) The maximum number of shares to be allotted under the ESOS shall not exceed 10% of the issued and paid-up share capital of the Company at any time during the duration of the ESOS;
- (b) Eligible employees (including full-time Executive Directors) must be at least eighteen years of age and have been confirmed in service and served at least a continuous period of one year in the Group including the service during the probation period as at the Date of Offer. For an employee of one of the subsidiary companies of the Group, the employee must complete at least one year continuous service following the date such company is deemed to be a subsidiary company of the Group, provided that the subsidiary company is not dormant;
- (c) The options granted must be exercised within a period of five years from the Date of Offer of the options to the respective employees or before the expiry of the ESOS which shall continue to be in force for a period of five years from 15 March 2000 subject to the ESOS not being extended for an additional five years;
- (d) The price at which the eligible employees are entitled to subscribe for the shares under the ESOS shall be the average of the mean market quotation (calculated as the average of the highest and lowest price transacted) of the shares as shown in the Daily Official List issued by the Kuala Lumpur Stock Exchange for the five market days preceding the Date of Offer or at the par value of the shares, whichever is higher.

The person to whom the options have been granted have no right to participate by virtue of the options in any share issue of any other company.

During and at the end of the financial year, there were no options exercised and no shares issued pursuant to the ESOS.

DIRECTORS

The Directors who have held office during the period since the date of the last report are:

Dato' Ismail bin Yusof
 Dato' Tan Seng Leong
 Tan Lay Kim
 Tan Lay Hiang
 Abdul Malik bin Abbas
 Tan Seng Hong

In accordance with the Articles of Association of the Company, Dato' Ismail bin Yusof and Tan Lay Hiang retire by rotation at the forthcoming Annual General Meeting, and being eligible, offer themselves for re-election.

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 the 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, other than the Company's Employee Share Option Scheme.

DIRECTORS' REPORT (Cont'd)

DIRECTORS' BENEFITS (Cont'd)

Since the end of the previous financial year, no Director has received or become entitled to receive a benefit (other than directors' remuneration disclosed in financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the director is a member, or with a company in which he has a substantial financial interest.

DIRECTORS' INTERESTS IN SHARES

According to the Register of Directors' Shareholdings, particulars of interests of Directors who held office at the end of the financial year in the shares and options over shares in the Company and its related corporations were as follows:

Shareholding in the name of the director	<i>Number of ordinary shares of RM1 each in the Company</i>			
	<i>At 1.7.1999</i>	<i>Bought/ bonus issue</i>	<i>Sold</i>	<i>At 30.6.2000</i>
Dato' Tan Seng Leong	38,700,000	22,498,500	-	61,198,500
Tan Lay Kim	4,400,000	2,200,000	-	6,600,000

	<i>Number of ordinary shares of RM1 each under ESOS option</i>			
	<i>At 1.7.1999</i>	<i>Granted</i>	<i>Exercised</i>	<i>At 30.6.2000</i>
Dato' Tan Seng Leong	-	400,000	-	400,000
Tan Lay Hiang	-	200,000	-	200,000
Tan Lay Kim	-	200,000	-	200,000

Dato' Tan Seng Leong and Tan Lay Kim by virtue of their interests in the shares of the Company, are deemed to have an interest in the shares of the wholly-owned subsidiary companies of the Company.

None of the other Directors in office at the end of the financial year held any interests in shares in the Company or its related corporations during the financial year.

STATUTORY INFORMATION ON THE FINANCIAL STATEMENTS

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

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

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

- (a) which would render the amounts written off for bad debts or the amount of the provision for doubtful debts in the financial statements of the Group and the Company inadequate to any substantial extent; or

DIRECTORS' REPORT (Cont'd)

STATUTORY INFORMATION ON THE FINANCIAL STATEMENTS (Cont'd)

- (b) which would render the values attributed to current assets in the financial statements of the Group and the Company misleading; or
- (c) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and 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 affect the ability of the Group or the Company to meet their obligations when they fall due.

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

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

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 the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
- (b) there has not arisen in the interval between the end of the period 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 the Company for the financial year in which this report is made.

AUDITORS

The auditors, PricewaterhouseCoopers, have expressed their willingness to continue in office.

In accordance with a resolution of the Board of Directors dated 20 October 2000.

Dato' Tan Seng Leong
Director

Tan Lay Hiang
Director

Kluang

STATEMENT BY DIRECTORS pursuant to Section 169(15) of the Companies Act, 1965

We, Dato' Tan Seng Leong and Tan Lay Hiang, two of the Directors of BCB Berhad, state that, in the opinion of the Directors, the financial statements set out on pages 24 to 46 are drawn up so as to give a true and fair view of the state of affairs of the Group and Company and the Company as at 30 June 2000 and of the results and cash flows of the Group and Company for the year ended on that date in accordance with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965.

In accordance with a resolution of the Board of Directors dated 20 October 2000.

Dato' Tan Seng Leong
Director

Tan Lay Hiang
Director

Kluang

STATUTORY DECLARATION pursuant to Section 169(16) of the Companies Act, 1965

I, Dato' Tan Seng Leong, being the Director primarily responsible for the financial management of BCB Berhad, do solemnly and sincerely declare that the financial statements set out on pages 24 to 46 are, to the best of my knowledge and belief, 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.

Dato' Tan Seng Leong
Director

Subscribed and solemnly declared by the abovenamed Dato' Tang Seng Leong at Kluang on 20 October 2000.

Before me.

Commissioner of Oaths

REPORT OF THE AUDITORS to the members of BCB Berhad

We have audited the financial statements set out on pages 24 to 46. These financial statements are the responsibility of the Company's Directors. Our responsibility is to express an opinion on these financial statements based on our audit.

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

In our opinion:

- (a) the financial statements have been prepared 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; and
 - (ii) the state of affairs of the Group and of the Company as at 30 June 2000 and of the results and cash flows of the Group and Company for the financial year ended on that date;

and

- (b) the accounting and other records and the registers required by the Act to be kept by the Company and by its subsidiary companies have been properly kept in accordance with the provisions of the Act.

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

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

PricewaterhouseCoopers
(No: AF-1146)
Public Accountants

Mohd Daruis bin Zainuddin
(No. 969/3/01(J/PH))
Partner

Johor Bahru

INCOME STATEMENTS for the financial year ended 30 June 2000

	<i>Note</i>	<i>Group</i>		<i>Company</i>	
		<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
		<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Revenue	4	228,188,293	174,504,936	196,091,643	160,603,120
Cost of sales		(180,371,928)	(126,950,682)	(156,280,551)	(120,640,617)
Gross profit		47,816,365	47,554,254	39,811,092	39,962,503
Non-operating income		1,560,198	1,223,478	883,672	1,473,398
Administrative expenses		(14,143,363)	(10,757,386)	(10,754,307)	(9,236,199)
Marketing expenses		(1,046,668)	(673,003)	(1,032,183)	(655,962)
Other operating expenses		(5,412,070)	(4,030,717)	(3,886,453)	(3,271,727)
Profit from operations	5	28,774,462	33,316,626	25,021,821	28,272,013
Finance cost	6	(3,428,716)	(2,840,499)	(3,840,334)	(3,796,094)
Profit before taxation		25,345,746	30,476,127	21,181,487	24,475,919
Taxation	7	(5,537,672)	-	(4,356,686)	-
Profit after taxation		19,808,074	30,476,127	16,824,801	24,475,919
Earnings per share (sen)	8	10.6	16.3		

The notes on pages 30 to 46 form part of these financial statements.

BALANCE SHEETS as at 30 June 2000

	Note	Group		Company	
		2000 RM	1999 RM	2000 RM	1999 RM
Non-current assets					
Fixed assets	10	19,373,915	16,686,461	14,581,557	16,091,764
Hotel properties	11	31,796,564	31,796,564	31,796,564	31,796,564
Investment properties	12	19,482,436	19,482,436	18,762,436	18,762,436
Land held for development	13	25,595,761	31,565,337	17,868,748	9,349,771
Investment in subsidiary companies	14	-	-	4,000,006	2,000,000
		96,248,676	99,530,798	87,009,311	78,000,535
Current assets					
Land and development expenditure	15	191,370,637	201,813,203	159,556,355	192,256,621
Stocks	16	77,499,809	61,609,591	46,656,086	35,834,838
Debtors, deposits and prepayments	17	68,885,538	33,328,178	43,106,684	25,605,459
Amount owing by subsidiary companies	14	-	-	42,662,759	33,838,537
Fixed deposits with licensed banks	18	26,000	22,000	-	-
Cash and bank balances	19	3,642,647	2,512,528	2,800,664	1,939,244
		341,424,631	299,285,500	294,782,548	289,474,699
Current liabilities					
Creditors, provisions and accrued liabilities	20	33,370,649	6,684,316	9,041,931	5,976,817
Short term borrowings	21	107,639,573	124,072,471	90,644,091	103,076,696
Taxation		6,163,091	3,209,470	5,195,497	3,020,471
Proposed dividends		4,725,000	4,500,000	4,725,000	4,500,000
		151,898,313	138,466,257	109,606,519	116,573,984
Net current assets		189,526,318	160,819,243	185,176,029	172,900,715
		285,774,994	260,350,041	272,185,340	250,901,250
Capital and reserves					
Share capital	22	187,500,000	125,000,000	187,500,000	125,000,000
Share premium		-	9,903,392	-	9,903,392
Revaluation reserves		10,161,055	10,161,055	9,810,097	9,810,097
Retained earnings		65,593,394	103,106,928	53,552,288	94,049,095
		263,254,449	248,171,375	250,862,385	238,762,584
Non current liabilities					
Term loan	23	21,047,455	11,902,000	21,047,455	11,902,000
Hire purchase creditors	24	1,146,224	86,666	125,500	86,666
Deferred taxation	25	326,866	190,000	150,000	150,000
		22,520,545	12,178,666	21,322,955	12,138,666
		285,774,994	260,350,041	272,185,340	250,901,250

The notes on pages 30 to 46 form part of these financial statements.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY for the financial year ended 30 June 2000

	Note	<i>Issued and fully paid ordinary shares of RM1 each</i>		<i>Non-distributable</i>	<i>Distributable</i>	<i>Total</i>	
		<i>Number of shares</i>	<i>Nominal value</i>	<i>Share Premium</i>	<i>Revaluation reserves</i>		<i>Retained earnings</i>
			RM	RM	RM	RM	
At 1 July 1998		125,000,000	125,000,000	9,903,392	10,161,055	77,130,801	222,195,248
Net profit		-	-	-	-	30,476,127	30,476,127
Dividends for the year ended 30 June 1999		-	-	-	-	(4,500,000)	(4,500,000)
At 30 June 1999		125,000,000	125,000,000	9,903,392	10,161,055	103,106,928	248,171,375
At 1 July 1999		125,000,000	125,000,000	9,903,392	10,161,055	103,106,928	248,171,375
Net profit		-	-	-	-	19,808,074	19,808,074
Dividends for year ended 30 June 2000	9	-	-	-	-	(4,725,000)	(4,725,000)
Issuance of bonus issue	22	62,500,000	62,500,000	(9,903,392)	-	(52,596,608)	-
At 30 June 2000		187,500,000	187,500,000	-	10,161,055	65,593,394	263,254,449

The notes on pages 30 to 46 form part of these financial statements.

COMPANY STATEMENTS OF CHANGES IN EQUITY for the financial year ended 30 June 2000

		<i>Issued and fully paid ordinary shares of RM1 each</i>		<i>Non-distributable Share Premium</i>	<i>Revaluation reserves</i>	<i>Distributable Retained earnings</i>	<i>Total</i>
	<i>Note</i>	<i>Number of shares</i>	<i>Nominal value RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
At 1 July 1998		125,000,000	125,000,000	9,903,392	9,810,097	74,073,176	218,786,665
Net profit		-	-	-	-	24,475,919	24,475,919
Dividends for the year ended 30 June 1999		-	-	-	-	(4,500,000)	(4,500,000)
At 30 June 1999		125,000,000	125,000,000	9,903,392	9,810,097	94,049,095	238,762,584
At 1 July 1999		125,000,000	125,000,000	9,903,392	9,810,097	94,049,095	238,762,584
Net profit		-	-	-	-	16,824,801	16,824,801
Dividends for year ended 30 June 2000	9	-	-	-	-	(4,725,000)	(4,725,000)
Issuance of bonus issue	22	62,500,000	62,500,000	(9,903,392)	-	(52,596,608)	-
At 30 June 2000		187,500,000	187,500,000	-	9,810,097	53,552,288	250,862,385

The notes on pages 30 to 46 form part of these financial statements.

CASH FLOW STATEMENTS for the financial year ended 30 June 2000

	Note	Group		Company	
		2000 RM	1999 RM	2000 RM	1999 RM
Operating activities					
Profit before taxation		25,345,746	30,476,127	21,181,487	24,475,919
Adjustments for:					
Fixed assets written off		18,924	69,281	18,924	69,281
Depreciation of fixed assets		2,985,339	2,444,648	2,172,248	2,269,117
Interest expenses		3,428,716	2,840,499	3,840,334	3,796,094
Provision for foreseeable losses		457,940	-	457,940	-
Loss/(gain) on disposal of fixed assets		19,143	(798)	(8,813)	-
Interest income		(155,165)	(523,302)	(787,025)	(1,238,355)
Goodwill written off		319	-	-	-
		32,100,962	35,306,455	26,875,095	29,372,056
Stocks		(15,890,218)	(26,625,877)	(10,821,248)	(851,124)
Land and development expenditure		40,369,125	39,918,201	38,446,223	25,223,997
Debtors		(37,090,490)	(7,722,595)	(17,501,225)	(6,412,690)
Creditors		27,440,547	(20,130,234)	3,136,657	(19,171,631)
Amount owing by subsidiary companies		-	-	(8,824,222)	(11,132,218)
Cash generated from operations		46,929,926	20,745,950	31,311,280	17,028,390
Interest received		47,409	523,302	787,025	1,238,355
Income tax paid		(2,447,186)	(11,672,087)	(2,181,660)	(11,672,086)
Net cash flow from operating activities		44,530,149	9,597,165	29,916,645	6,594,659
Investing activities					
Acquisition of subsidiary, net of cash acquired	26	31	-	-	-
Acquisition of subsidiary companies		-	-	(2,000,006)	-
Purchase of fixed assets		(3,376,560)	(721,198)	(594,152)	(693,052)
Proceeds from disposal of fixed assets		200,300	10,955	170,000	-
Land held for development		(15,330,512)	-	(7,803,498)	-
Preliminary expenses paid		(6,000)	-	-	-
Net cash flow from investing activities		(18,512,741)	(710,243)	(10,227,656)	(693,052)

The notes on pages 30 to 46 form part of these financial statements.

CASH FLOW STATEMENTS for the financial year ended 30 June 2000 (Cont'd)

	Note	Group		Company	
		2000 RM	1999 RM	2000 RM	1999 RM
Financing activities					
Interest paid		(12,313,127)	(14,759,433)	(10,759,709)	(12,729,335)
Dividends paid		(4,500,000)	-	(4,500,000)	-
Proceeds from bank borrowings		31,665,513	22,017,011	31,665,513	22,017,011
Repayment of bank borrowings		(39,950,566)	(8,742,376)	(39,950,566)	(8,742,376)
Finance lease principal repayments		(782,719)	(458,391)	(280,709)	(458,391)
Net cash flow from financing activities		(25,880,899)	(1,943,189)	(23,825,471)	86,909
Net increase/(decrease) in cash and cash equivalents		136,509	6,943,733	(4,136,482)	5,988,516
Cash and cash equivalents at beginning of year		(42,206,067)	(49,149,800)	(21,805,576)	(27,794,092)
Cash and cash equivalents at end of year	27	(42,069,558)	(42,206,067)	(25,942,058)	(21,805,576)

The principal non cash transactions are the acquisition of fixed assets using finance lease (Note 10).

The notes on pages 30 to 46 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1 GENERAL INFORMATION

The principal activities of the Company are those of investment holding, property development and hotel operations. The principal activities of the subsidiary companies are set out in note 14 to the financial statements.

The number of employees at the end of the year amounted to 380 (1999: 238) employees in the Group and 242 (1999: 223) employees in the Company respectively.

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

The address of the registered office of the Company is as follows:

7th Floor
Plaza BCB (Hotel Tower Block)
20 Jalan Bakawali
86000 Kluang
Johor Darul Takzim

2 BASIS OF ACCOUNTING

The financial statements of the Group and of the Company have been prepared under historical cost convention as modified by the revaluation of the hotel properties and investment properties. The financial statements comply with the applicable approved accounting standards in Malaysia and provisions of the Companies Act, 1965.

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following accounting policies have been used consistently in dealing with items which are considered material in relation to the financial statements.

(a) Basis of consolidation

The consolidated financial statements include the financial statements of the Company and all its subsidiary companies made up to the end of the financial year. 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 results of the subsidiary companies are consolidated from the date of their acquisition or up to the date of their disposal. Intercompany transactions, balances and unrealised profits or losses on transactions between group companies are eliminated and the consolidated accounts reflect external transactions only.

(b) Investments in subsidiary companies

Investments in subsidiary companies are shown at cost and provision is only made where, in the opinion of the Directors, there is a permanent diminution in value. Permanent diminution in the value of an investment is recognised as an expense in the period in which the diminution is identified.

(c) Fixed assets

Fixed assets are stated at cost less accumulated depreciation. Freehold land is not depreciated.

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

(c) Fixed assets (cont'd)

All other fixed assets is depreciated on a straight line basis to write off the cost of each asset to their residual values over their estimated useful lives at the following annual rates:

Buildings	2%
Plant and machinery	20%
Motor vehicles	20%
Renovation	2% - 15%
Furniture, fittings, office and site equipment	10% - 20%
Electrical and kitchen equipment	10%

Crockeries, glassware, cutleries, linen, kitchen utensils and general supplies are included as other equipment and are capitalised at the minimum level required for normal hotel operations. These base stocks are not depreciated but subsequent additions are charged out to profit and loss account on a replacement basis.

Gains and losses on disposal of fixed assets are determined by reference to their carrying amount and are taken into account in determining profit from operations.

(d) Hotel properties and investment properties

Hotel properties and investment properties are treated as long term investments and carried at market value determined by independent professional valuers once in every five years. Hotel properties and investment properties are not subject to depreciation. Increases in carrying amount are credited to revaluation reserve. Decreases are set-off against the revaluation surplus account only to the extent of a surplus credited from the previous revaluation of the hotel properties and investment properties and the excess of the deficit is charged to the income statement.

On disposal of an investment property, the difference between the net disposal proceeds and the carrying amount is charged or credited to the income statement, any amount in revaluation reserve relating to that investment property is transferred to retained earnings.

(e) Land held for development

Land held for development classified as long term assets consists of land on which significant development work has not yet been undertaken and are stated at cost. Cost comprises the cost of land and development expenditure which includes capitalised borrowing costs.

(f) Land and development expenditure

Land and development expenditure classified as current assets consists of development projects where significant work has been undertaken and are stated at cost plus estimated profit attributable to the stage of completion on properties under development less progress billings. Cost comprises the cost of land and development expenditure which includes borrowing costs incurred during the period of development.

(g) Hire purchase and finance leases

Assets under hire purchase and finance lease agreements are capitalised and depreciated in accordance with the policy set out in note 3(c) above. Outstanding obligations due under hire purchase and finance lease agreements after deducting unexpired finance expenses are included as liabilities in the financial statements. The finance expenses of the leases are charged to the income statement over the period of the respective agreements.

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

(h) Stocks

Stocks are stated at the lower of cost and net realisable value. Cost of completed development properties comprises proportionate land and development expenditure determined on the specific identification basis. Cost of food and beverages and general supplies comprises the purchase price and other directly attributable cost determined on a weighted average basis.

(i) Construction contracts

The profit on a construction contract is recognised as soon as it can be estimated reliably. The company uses the percentage of completion method to determine the appropriate amount to recognise in a given period; the state of completion is measured by reference to the percentage of actual construction works completed.

A loss is recognised as soon as the loss is foreseen. The full amount of the anticipated loss, including any loss related to future work on the contract, is recognised in the period in which the loss is identified.

In determining cost incurred up to period end, any costs relating to future activity on a contract are excluded and shown as under debtors, deposits and prepayment as 'Amount due from customers on contracts'.

The aggregate of the costs incurred and the profit/loss recognised on each contract is compared against the progress billings up to the period end. Where the sum of the costs incurred and recognised profit/loss exceeds the progress billings, the balances is also shown as 'amounts due from customers on contracts'. Conversely, where progress billings exceed the sum of the costs incurred and recognised profit/loss, the balances is shown as 'Amounts due to customers on contracts'.

(j) Trade debtors

Trade debtors are carried at anticipated realisable value. An estimate is made for doubtful debtors based on a review of all outstanding amounts at the period end.

(k) Cash and cash equivalents

Cash comprise cash in hand and balances with licensed financial institution. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash, net of short-term bank borrowings which are repayable on demand.

(l) Deferred taxation

Provision is made using the liability method for taxation deferred by all material timing differences except where the tax effects of such timing differences are expected to be deferred indefinitely. Deferred tax benefits are recognised only if it is beyond reasonable doubt that the benefits are expected to be recouped within a reasonable period of time.

(m) Revenue recognition

Income from the sale of development properties and construction contracts is recognised using the percentage of completion method where the outcome of the contracts can be reasonably estimated. Anticipated losses are recognised in full in the income statement.

Management fees, interest income and rental income are recognised on an receivable basis unless collectibility is in doubt.

Revenue from hotel operations are recognised when earned.

Sales of goods are recognised upon delivery of products and customer acceptance, if any, net of discounts.

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

(n) Foreign currencies

Foreign currency transactions in Group companies are accounted for at exchange rates ruling at the transaction dates. Foreign currency monetary assets and liabilities are translated at exchange rates ruling at the balance sheet. 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.

4 REVENUE

	Group		Company	
	2000 RM	1999 RM	2000 RM	1999 RM
Progress billings from sale of development properties	196,270,578	163,058,419	186,176,902	152,225,450
Rental income	1,724,036	1,658,925	1,630,246	1,622,425
Hotel revenue	8,284,495	6,755,245	8,284,495	6,755,245
Construction contracts	15,162,730	-	-	-
Sales of goods	4,341,391	-	-	-
Project management services	2,405,063	3,032,347	-	-
	228,188,293	174,504,936	196,091,643	160,603,120

5 PROFIT FROM OPERATIONS

	Group		Company	
	2000 RM	1999 RM	2000 RM	1999 RM
Profit from operations is stated after charging:				
Directors' remuneration				
- fees	800,000	800,000	800,000	800,000
- other emoluments	3,211,676	2,940,000	2,339,276	2,220,000
Auditors' remuneration				
- current year	74,000	41,800	37,000	35,000
- underprovision in respect of prior year	5,200	-	2,000	-
Bad debts written off	-	4,466	-	4,466
Depreciation of fixed assets	2,985,339	2,444,648	2,172,248	2,269,117
Loss on disposal of fixed assets	27,956	-	-	-
Fixed assets written off	18,924	69,281	18,924	69,281
Stocks written off	17,692	-	17,692	-
Rental of premises	225,924	204,758	57,200	72,758
Staff costs	6,012,796	3,741,997	4,042,466	3,235,676
Hire charges of machinery	344,219	-	-	-
Provision for foreseeable losses	457,940	-	457,940	-
and crediting:				
Gain on disposal of fixed assets	8,813	798	8,813	-
Rental income	110,151	40,800	-	-
Foreign exchange gain	9,061	-	9,061	-
Interest income				
- fixed deposits	-	10,904	-	-
- subsidiary companies	-	-	742,713	957,168
- others	155,165	512,398	44,312	281,187

The estimated monetary value of benefits provided to Directors during the year by way of usage of the Group's and the Company's assets and other similar benefits amounted to RM57,800 (1999: RM74,600) and RM57,800 (1999: RM59,200) respectively.

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

6 FINANCE COST

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Interest expenses				
- term loans	170,163	-	170,163	-
- short term borrowings	3,156,125	2,742,290	3,621,694	3,699,458
- hire purchase	102,428	98,209	48,477	96,636
	3,428,716	2,840,499	3,840,334	3,796,094

7 TAXATION

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Income tax				
- current year	6,987,723	-	5,930,816	-
- prior years' overprovision	(1,586,917)	-	(1,574,130)	-
Deferred taxation (Note 25)	136,866	-	-	-
	5,537,672	-	4,356,686	-

Subject to the agreement of the Inland Revenue Board, the Company has unabsorbed capital allowances and Investment Tax Allowance amounting to approximately RM4,800,000 (1999: RM4,700,000) and RM18,000,000 (1999: RM17,900,000) respectively, available to be set-off against future taxable income.

The Group and the Company has tax exempt income under Section 8 of the Income Tax (Amendment) Act, 2000 amounting to approximately RM29,690,000 (1999: RM29,690,000) million and RM25,390,000 (1999: RM25,390,000) respectively available for distribution as tax exempt dividends to shareholders.

The Group and the Company has sufficient tax credit under Section 108 of the Income Tax Act, 1967 to frank all the retained earnings as at 30 June 2000 if paid out as dividends.

8 EARNINGS PER SHARE

The earnings per share has been calculated based on the consolidated profit after taxation of RM19,808,074 (1999: RM30,476,127) and on the number of ordinary shares in issue during the year of 187,500,000 (after one-for-two bonus on 15 March 2000).

9 DIVIDENDS PER SHARE

At the Annual General Meeting to be held on 15 December 2000, a final dividend in respect of financial year ended 30 June 2000 of 3.5% per share (1999: actual dividend of 5% per share) amounting to RM4,725,000 (1999: actual dividend of RM4,500,000) will be proposed for shareholders' approval.

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

10 FIXED ASSETS

Group	Freehold land and buildings	Plant and machinery	Motor vehicles	Furniture, fittings, office and site equipment			Electrical equipment	Other equipment	Total
				Renovation	equipment	equipment			
2000	RM	RM	RM	RM	RM	RM	RM	RM	
Cost									
At 1 July 1999	8,032,816	1,147,146	4,257,301	3,566,656	4,260,399	2,863,718	588,925	24,716,961	
Additions	-	816,709	3,829,994	385,705	675,654	233,597	-	5,941,659	
On acquisition of subsidiary company	-	30,000	-	-	-	-	-	30,000	
Disposals/write off	-	(30,000)	(699,899)	(24,050)	(20,750)	-	-	(774,699)	
At 30 June 2000	8,032,816	1,963,855	7,387,396	3,928,311	4,915,303	3,097,315	588,925	29,913,921	
Accumulated depreciation									
At 1 July 1999	185,101	1,040,399	2,402,557	1,757,054	1,708,677	936,712	-	8,030,500	
Charge for the year	133,350	197,252	1,199,552	541,941	611,038	302,206	-	2,985,339	
Disposals/write off	-	-	(450,545)	(14,584)	(10,704)	-	-	(475,833)	
At 30 June 2000	318,451	1,237,651	3,151,564	2,284,411	2,309,011	1,238,918	-	10,540,006	
Net book value									
30 June 2000	7,714,365	726,204	4,235,832	1,643,900	2,606,292	1,858,397	588,925	19,373,915	

Details of assets under hire purchase agreements:

	Group		Company	
	2000	1999	2000	1999
	RM	RM	RM	RM
Motor vehicles				
- additions during the year	3,196,193	-	326,173	-
- net book value	2,881,138	1,390,305	442,138	1,390,305

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

10 FIXED ASSETS (Cont'd)

Group	Freehold land and buildings		Plant and machinery		Motor vehicles		Furniture, fittings, office and site equipment		Electrical and kitchen equipment		Other equipment		Total
	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM	
1999													
Cost													
At 1 July 1998	7,948,261	1,143,946	4,073,841	3,397,796	4,151,641	2,812,708	588,925	24,117,118					
Additions	84,555	3,200	183,460	169,450	229,523	51,010	-	721,198					
Disposals/write off	-	-	-	(590)	(120,765)	-	-	(121,355)					
At 30 June 1999	8,032,816	1,147,146	4,257,301	3,566,656	4,260,399	2,863,718	588,925	24,716,961					
Accumulated depreciation													
At 1 July 1998	52,071	811,420	1,646,561	1,251,717	1,212,839	653,161	-	5,627,769					
Charge for the year	133,030	228,979	755,996	505,362	537,730	283,551	-	2,444,648					
Disposals/write off	-	-	-	(25)	(41,892)	-	-	(41,917)					
At 30 June 1999	185,101	1,040,399	2,402,557	1,757,054	1,708,677	936,712	-	8,030,500					
Net book value													
30 June 1999	7,847,715	106,747	1,854,744	1,809,602	2,551,722	1,927,006	588,925	16,686,461					

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

10 FIXED ASSETS (Cont'd)

Company	2000	Freehold land and buildings	Plant and machinery	Motor vehicles	Furniture, fittings, office and site equipment			Electrical equipment	Other equipment	Total
					RM	RM	RM			
Cost										
At 1 July 1999	8,032,816	1,147,146	3,525,019	3,490,983	3,867,648	2,863,718	588,925	23,516,255		
Additions	-	-	326,172	169,834	112,549	233,597	-	842,152		
Disposals	-	-	(412,550)	-	-	-	-	(412,550)		
Write off	-	-	-	(24,050)	(20,000)	-	-	(44,050)		
At 30 June 2000	8,032,816	1,147,146	3,438,641	3,636,767	3,960,197	3,097,315	588,925	23,901,807		
Accumulated depreciation										
At 1 July 1999	185,101	1,040,399	1,888,708	1,747,783	1,625,788	936,712	-	7,424,491		
Charge for the year	133,350	83,979	630,462	519,479	502,772	302,206	-	2,172,248		
Disposals	-	-	(251,363)	-	-	-	-	(251,363)		
Write off	-	-	-	(14,584)	(10,542)	-	-	(25,126)		
At 30 June 2000	318,451	1,124,378	2,267,807	2,252,678	2,118,018	1,238,918	-	9,320,250		
Net book value										
30 June 2000	7,714,365	22,768	1,170,834	1,384,089	1,842,179	1,858,397	588,925	14,581,557		

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

10 FIXED ASSETS (Cont'd)

Company	Freehold land and buildings		Plant and machinery		Motor vehicles		Furniture, fittings, office and site equipment		Electrical and kitchen equipment		Other equipment		Total
	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM	
1999													
Cost													
At 1 July 1998	7,948,261	1,143,946	3,341,559	3,322,783	3,775,421	2,812,708	588,925	22,933,603					
Additions	84,555	3,200	183,460	168,790	202,037	51,010	-	693,052					
Write off	-	-	-	(590)	(109,810)	-	-	(110,400)					
At 30 June 1999	8,032,816	1,147,146	3,525,019	3,490,983	3,867,648	2,863,718	588,925	23,516,255					
Accumulated depreciation													
At 1 July 1998	52,071	811,420	1,250,816	1,246,004	1,183,021	653,161	-	5,196,493					
Charge for the year	133,030	228,979	637,892	501,804	483,861	283,551	-	2,269,117					
Write off	-	-	-	(25)	(41,094)	-	-	(41,119)					
At 30 June 1999	185,101	1,040,399	1,888,708	1,747,783	1,625,788	936,712	-	7,424,491					
Net book value													
30 June 1999	7,847,715	106,747	1,636,311	1,743,200	2,241,860	1,927,006	588,925	16,091,764					

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

11 HOTEL PROPERTIES

	<i>Group and Company</i>	
	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>
At valuation		
- Long term leasehold land and buildings	31,796,564	31,796,564

Hotel properties were revalued on a comparative cum investment method basis by the Directors based on an independent professional valuation carried out in June 2000.

12 INVESTMENT PROPERTIES

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
At valuation				
- Long term leasehold land and buildings	18,762,436	18,762,436	18,762,436	18,762,436
- Freehold land and buildings	720,000	720,000	-	-
	19,482,436	19,482,436	18,762,436	18,762,436

Investment properties were revalued on the comparative and investment method basis by the Directors based on an independent professional valuation carried out in June 2000.

13 LAND HELD FOR DEVELOPMENT

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Freehold land, at cost	19,895,895	24,049,311	12,513,646	6,927,524
Development expenditure	3,560,580	1,984,149	3,215,816	998,439
Capitalised interest	2,139,286	5,531,877	2,139,286	1,423,808
	25,595,761	31,565,337	17,868,748	9,349,771

During the financial year, interest amounting to RM715,478 (1999: RM1,106,683) and RM715,478 (1999: RM474,326) for the Group and Company respectively have been capitalised.

14 SUBSIDIARY COMPANIES - COMPANY

	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>
Unquoted shares, at cost	4,000,006	2,000,000

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

14 SUBSIDIARY COMPANIES - COMPANY (Cont'd)

The amounts owing by the subsidiary companies comprise the following:

	2000 RM	1999 RM
Advances	8,054,900	8,811,368
Current account	34,607,859	25,027,169
	42,662,759	33,838,537

The advances carry interests at rates ranging from 9.20% to 9.75% (1999: 9.75% to 14.6%) per annum. The current account is interest free. Both accounts are unsecured and have no fixed terms of repayment.

The details of subsidiary companies, all of which are incorporated in Malaysia, are as follows:

Name of Company	Percentage of Equity holdings		Principal activities
	2000	1999	
Johbase Development Sdn. Bhd.	100%	100%	Property development and letting of properties
BCB Management Sdn. Bhd.	100%	100%	Provision of project management services
BCB Construction Sdn. Bhd.	100%	-	Provision of project construction services
BCB Concrete Sdn. Bhd.	100%	-	Manufacturing of concrete products
BCB Road Builder Sdn. Bhd.	100%	-	Provision of road construction services
*BCB Development Sdn. Bhd.	100%	-	Property development
*BCB Resources Sdn. Bhd.	100%	-	Property development
*BCB Land Sdn. Bhd.	100%	-	Property development

*These subsidiary companies have not commenced operations.

15 LAND AND DEVELOPMENT EXPENDITURE

	Group		Company	
	2000 RM	1999 RM	2000 RM	1999 RM
Land, at cost	77,510,915	90,391,125	60,389,127	89,874,125
Development expenditure	184,398,040	212,845,901	169,705,546	202,825,685
Attributable profit	23,385,325	28,805,662	23,385,325	28,805,661
Progress billings received and receivable	285,294,280	332,042,688	253,479,998	321,505,471
Provision for foreseeable losses	(93,465,703) (457,940)	(130,229,485) -	(93,465,703) (457,940)	(129,248,850) -
	191,370,637	201,813,203	159,556,355	192,256,621

Included in the development expenditure is interest capitalised during the financial year amounting to RM8,168,933 (1999: RM10,812,251) and RM6,203,897 (1999: RM8,458,914) for the Group and the Company respectively.

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

16 STOCKS

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Completed development properties	76,533,558	61,325,590	46,275,940	35,550,837
Raw materials	179,624	-	-	-
Work-in-progress	386,481	-	-	-
Food and beverages	336,901	229,449	336,901	229,449
General supplies	43,245	54,552	43,245	54,552
	77,499,809	61,609,591	46,656,086	35,834,838

17 DEBTORS, DEPOSITS AND PREPAYMENTS

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Trade debtors	53,710,206	28,799,579	32,624,208	22,767,580
Amounts due from customers on contracts (Note 28)	4,607,682	-	-	-
Other debtors, deposits and prepayments	10,567,650	4,528,599	10,482,476	2,837,879
	68,885,538	33,328,178	43,106,684	25,605,459

18 FIXED DEPOSITS WITH LICENSED BANKS

The fixed deposits with licensed banks have been pledged to banks as securities to obtain bank guarantee facilities.

19 CASH AND BANK BALANCES

Included in cash and bank balances of the Group and the Company is an amount of RM327,496 (1999: RM1,329,060) held under Housing Development Accounts (maintained under Section 7A of the Housing Developers (Control and Licensing) Act, 1966).

20 CREDITORS, PROVISIONS AND ACCRUED LIABILITIES

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Trade creditors	18,300,415	2,127,204	4,260,966	1,704,008
Amounts due to customers on contracts (Note 28)	3,213,459	-	-	-
Other creditors and accrued liabilities	10,925,573	4,318,237	4,613,631	4,033,934
Hire purchase creditors (Note 24)	931,202	238,875	167,334	238,875
	33,370,649	6,684,316	9,041,931	5,976,817

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

21 SHORT TERM BORROWINGS

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Secured:				
Revolving credits	29,098,351	39,045,796	29,098,351	39,045,796
Bank overdrafts	42,456,284	44,027,619	25,460,802	23,031,844
Bridging loans	16,940,018	33,440,744	16,940,018	33,440,744
Letters of credit	-	345,336	-	345,336
Terms loan - repayable within 12 months (Note 23)	8,660,000	6,500,000	8,660,000	6,500,000
Bankers' acceptance	7,203,000	-	7,203,000	-
	104,357,653	123,359,495	87,362,171	102,363,720
Unsecured:				
Bank overdrafts	3,281,920	712,976	3,281,920	712,976
	107,639,573	124,072,471	90,644,091	103,076,696

The short term borrowings are secured by way of legal charges over the investment properties and hotel properties of the Company and certain development properties of the Group. The short term borrowings carry interest at rates ranging from 6.96% to 10.50% (1999: 8.50% to 16.00%) per annum.

22 SHARE CAPITAL

	<i>Group and Company</i>	
	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>
Ordinary shares of RM1 each		
Authorised:		
At 1 July	125,000,000	125,000,000
Created during the year	375,000,000	-
At 30 June	500,000,000	125,000,000
Issued and fully paid:		
At 1 July	125,000,000	125,000,000
Bonus issue of 1 for 2	62,500,000	-
At 30 June	187,500,000	125,000,000

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

23 TERM LOAN

	<i>Group and Company</i>	
	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>
Secured		
Term loan	29,707,455	18,402,000
Repayable within 12 months (Included in short term borrowings - Note 21)	(8,660,000)	(6,500,000)
	21,047,455	11,902,000

The term loan is secured by way of legal charges over certain development properties of the Company.

The term loans carried interest at rates ranging from to 6.96% to 9.50% (1999: 9.50% to 15.50%) per annum and is repayable by way of fixed monthly instalments, on redemption of titles of development properties sold or in full on due date, whichever is earlier.

24 HIRE PURCHASE CREDITORS

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Hire purchase commitments are repayable in the following periods:				
Payable within 1 year	1,076,536	282,754	189,768	282,754
Payable later than 1 year but not later than 5 years	1,353,644	103,584	143,173	103,583
	2,430,180	386,338	332,941	386,337
Less: Unexpired interest	(352,755)	(60,796)	(40,107)	(60,796)
	2,077,425	325,542	292,834	325,541
Representing:				
Current (Note 20)	931,202	238,875	167,334	238,875
Non current	1,146,223	86,667	125,500	86,666
	2,077,425	325,542	292,834	325,541

25 DEFERRED TAXATION

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
At 1 July	190,000	190,000	150,000	150,000
Transfer from profit and loss account (Note 7)	136,866	-	-	-
At 30 June	326,866	190,000	150,000	150,000

Deferred taxation represents timing differences between depreciation and the corresponding capital allowances of fixed assets.

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

26 ACQUISITION OF SUBSIDIARY COMPANY

On 22 December 1999, the company acquired 100% equity of BCB Land Sdn. Bhd. Details of net assets acquired, goodwill and cash flow arising from the acquisition are as follows:

	<i>RM</i>
Land held for development	200,000
Other debtors	109,650
Cash in hand	33
Other creditors	(310,000)
Net assets acquired	(317)
Goodwill	319
	2
Less: Cash and cash equivalent in subsidiary acquired	(33)
Cash flow on acquisition	(31)

There were no acquisitions in the prior year.

27 CASH AND CASH EQUIVALENTS

	<i>Group</i>		<i>Company</i>	
	2000 <i>RM</i>	1999 <i>RM</i>	2000 <i>RM</i>	1999 <i>RM</i>
Fixed deposits with licensed banks	26,000	22,000	-	-
Cash and bank balances	3,642,646	2,512,528	2,800,664	1,939,244
Bank overdrafts (Note 21)	(45,738,204)	(44,740,595)	(28,742,722)	(23,744,820)
	(42,069,558)	(42,206,067)	(25,942,058)	(21,805,576)

28 CONSTRUCTION CONTRACTS - GROUP

	2000 <i>RM</i>	1999 <i>RM</i>
Aggregate costs incurred to date	31,431,003	-
Add: Attributable profits	1,453,992	-
	32,884,995	-
Less: Progress billings	(31,490,772)	-
	1,394,223	-
Represented by:		
Amount due from customers on contracts (Note 17)	4,607,682	-
Amount due to customers on contracts (Note 20)	(3,213,459)	-
	1,394,223	-
Retention sum on contracts	1,889,684	-

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

29 CONTINGENT LIABILITIES (UNSECURED)

	<i>Group</i>		<i>Company</i>	
	<i>2000</i>	<i>1999</i>	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>	<i>RM</i>	<i>RM</i>
Guarantees for borrowings granted to a third party	73,257,241	105,264,023	73,257,241	105,264,023
Guarantees for trade facilities granted to a third party	3,500,000	3,500,000	3,500,000	3,500,000
Guarantees for borrowings granted to a subsidiary company	-	-	32,425,708	25,690,455
	76,757,241	108,764,023	109,182,949	134,454,478

30 SIGNIFICANT INTERCOMPANY TRANSACTIONS

The intercompany transactions during the financial year were as follows:

	<i>Company</i>	
	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>
Interest income receivable from subsidiary companies	742,713	957,168
Progress billings from subsidiary companies	24,186,197	-

31 SIGNIFICANT RELATED PARTY TRANSACTIONS

In the normal course of business, the Company undertakes, on agreed terms, a variety of transactions with certain related parties. The related party transactions were as follows:

(a) Share options granted to Directors

The options over ordinary shares of the Company granted pursuant to the Company's ESOS to certain directors of the company during the year were as follows:

	<i>Granted during the year 30.06.2000</i>	<i>Unexercised options at year end 30.06.2000</i>
	<i>Number</i>	<i>Number</i>
Dato' Tan Seng Leong	400,000	400,000
Tan Lay Hiang	200,000	200,000
Tan Lay Kim	200,000	200,000

(b) Sales to related parties

	<i>2000</i>	<i>1999</i>
	<i>RM</i>	<i>RM</i>
Progress billings in respect of sale of development properties to related parties	2,074,418	1,324,000

The related parties are directors and person connected to the directors. The properties are transacted at approximately 10% to 15% discount of the prevailing market price at the date of transactions.

NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

32 SEGMENTAL REPORTING – GROUP

<i>Analysis by activity</i>	<i>Turnover</i> <i>RM</i>	<i>Profit</i> <i>before</i> <i>taxation</i> <i>RM</i>	<i>Total</i> <i>assets</i> <i>employed</i> <i>RM</i>
2000:			
Property investment and development	197,832,473	22,183,140	371,300,383
Project management services	2,405,063	1,111,517	6,271,557
Hotel operations	8,381,295	146,301	37,633,310
Construction	15,228,071	1,086,986	19,968,032
Manufacturing of concrete	4,341,391	817,802	2,580,026
	228,188,293	25,345,746	437,753,308
1999:			
Property investment and development	164,633,244	28,716,775	354,638,143
Project management services	3,032,347	1,709,769	6,052,256
Hotel operations	6,839,345	49,583	38,125,900
	174,504,936	30,476,127	398,816,299

An analysis by geographical segments has not been presented as the Group operates only in Malaysia.

33 COMPARATIVE FIGURES

The presentation of the financial statements for the current year has been changed to adopt the applicable Malaysian Accounting Standards Board (MASB) standards. Certain comparative figures have been reclassified to conform to these presentations.

SHAREHOLDINGS STATISTICS as at 31 October 2000

Share Capital:

Authorised	500,000,000 Ordinary shares of RM1.00 each
Issued and fully paid	187,500,000 Ordinary shares of RM1.00 each
Voting rights	One vote per share

Breakdown of Shareholdings:

	<i>No of Shareholders</i>	<i>% of Shareholders</i>	<i>No of Shares Held</i>	<i>% of Issued Capital</i>
1 - 499	1	0.02	19	0.00
500 - 5000	4,224	72.28	9,794,500	5.22
5001 - 10,000	938	16.05	6,910,500	3.69
10,001 - 100,000	613	10.49	14,146,000	7.54
100,001 - 1,000,000	36	0.62	10,373,500	5.53
1,000,000 - Above	32	0.54	146,275,481	78.02
Total	5,844	100.00	187,500,000	100.00

Classification of Shareholders:

Individual	5,104	87.34	28,127,000	15.00
Nominee Companies	646	11.05	150,728,000	80.39
Body Corporate	52	0.89	6,930,500	3.70
Non-Citizen	42	0.72	1,714,500	0.91
Total	5,844	100.00	187,500,000	100.00

List of Twenty Largest Shareholders as at 31 October 2000 (as per Record of Depositors)

1. Dato' Tan Seng Leong	61,198,500	32.63
2. Puncak Angkasa Sdn Bhd	30,879,500	16.47
3. Abdul Manap Bin Hussain	15,919,500	8.49
4. Tan Lay Kim	6,600,000	3.52
5. Lai Chee Hoong	5,797,500	3.09
6. Armedius Sdn Bhd	3,480,000	1.86
7. Tan Seng Keng	3,450,000	1.84
8. Tan Seng Hoo	3,450,000	1.84
9. Wong Sek Hin	2,991,000	1.60
10. Brookvale Sdn Bhd	2,966,000	1.58
11. Haven Venture Sdn Bhd	2,380,000	1.27
12. Lasercoin (M) Sdn Bhd	1,888,500	1.01
13. Pan Malaysia Capital Berhad	1,883,981	1.00
14. Eon Bank Berhad	1,500,000	0.80
15. Review Merge (M) Sdn Bhd	1,401,000	0.75
16. Eventful Venture Sdn Bhd	1,399,500	0.75
17. Fantastic International Limited	1,201,000	0.64
18. Suraini Abdul Aziz	1,100,500	0.59
19. Gan See Khem	1,080,000	0.58
20. Dato' Ramli Bin Yusuff	555,000	0.30
Total	151,121,481	80.61

Substantial Shareholders as at 31 October 2000 (as per Register of Substantial Shareholders)

<i>Name of Substantial Shareholder</i>	<i>No. of Shares Held</i>		<i>% of Issued Share Capital</i>
	<i>Direct</i>	<i>Indirect</i>	
1. Dato' Tan Seng Leong	61,198,500	-	32.63
2. Puncak Angkasa Sdn Bhd	30,879,000	-	16.47
3. Abdul Manap Bin Hussain	15,919,500	-	8.49
4. Tan Lay Kim	6,600,000	-	3.52
5. Lai Chee Hoong	5,797,500	-	3.09
6. Abdul Rashid Bin Feroze Din	-	*30,879,500	16.47
7. Md Najib Bin Md Nasir	-	*30,879,500	16.47

Notes:

* Deemed interest by virtue of substantial shareholding and directorship in Puncak Angkasa Sdn Bhd.

LIST OF LANDED PROPERTIES

The details of the BCB Group's properties as at 30 June 2000 are as follows:

<i>Location</i>	<i>Descriptions</i>	<i>Tenure</i>	<i>Age of building</i>	<i>Size (acre)</i>	<i>Net Book Value/Cost as at 30 June 2000 RM'000</i>
<i>KLUANG, JOHOR</i>					
PTB 8370 No 20 Jalan Bakawali 86000 Kluang, Johor	16 storey hotel	Leasehold (expiring 10.11.2093)	5 years	0.35	31,797
PTB 8370 No 20 Jalan Bakawali 86000 Kluang, Johor	A basement and 4 storey shopping complex	Leasehold (expiring 10.11.2093)	5 years	0.23	18,762
PTD 32927 - 32930 70-76 Jalan Intan 3 Taman Intan 86000 Kluang, Johor	4 units double storey shop house	Freehold	7 years	0.15	720
PTD 49840 No. 1 Jalan 6 Taman Sri Kluang 86000 Kluang, Johor	Single storey hypermarket	Freehold	2.5 years	1.44	4,471
PTD 49657 - 49667 No. 54-56 Jalan 2 PTD 49770 - 49780 No. 49-59, Jalan 2 Taman Sri Kluang 86000 Kluang, Johor	22 units shop/ Badminton hall	Freehold	2.5 years	0.84	3,243
Lot 6806 & 6808 Mukim of Kluang District of Kluang, Johor	Being developed as Taman Sri Kluang	Freehold	N/A	171.55	24,300
Lot 276 Mukim of Kluang District of Kluang, Johor	Being developed as Taman Emas II	Freehold	N/A	4.74	474
Lot 1574 Mukim of Kluang District of Kluang, Johor	Proposed residential & commercial development	Freehold	N/A	17.97	513
Lot 7186, 7187 & 2639 Mukim of Kluang District of Kluang, Johor	Proposed residential & commercial development	Freehold	N/A	3.81	703
Lot 4562 Mukim of Kluang District of Kluang, Johor	Proposed residential development	Freehold	N/A	2.99	622
Lot 321 & Lot 440 Mukim of Kluang District of Kluang, Johor	Proposed residential development	Freehold	N/A	10.83	1,100

LIST OF LANDED PROPERTIES (Cont'd)

<i>Location</i>	<i>Descriptions</i>	<i>Tenure</i>	<i>Age of building</i>	<i>Size (acre)</i>	<i>Net Book Value/Cost as at 30 June 2000 RM'000</i>
BATU PAHAT, JOHOR					
Lot 4091 Mukim of Simpang Kanan District of Batu Pahat, Johor	Being developed as Taman Bukit Perdana II	Freehold	N/A	34.11	7,879
Lot 2664-2666, 2661 & 3131 Mukim of Simpang Kanan District of Batu Pahat Johor	Proposed residential development	Freehold	N/A	26.63	2,471
Lot 559, 2954-2959, 2656 & 2660 Mukim of Simpang Kanan District of Batu Pahat Johor	Proposed residential & commercial development	Freehold	N/A	74.98	17,122
Lot 823 & 6606 Mukim of Sri Gading District of Batu Pahat, Johor	Proposed residential & commercial development	Freehold	N/A	9.29	2,345
Lot 2962 Mukim of Minyak Beku District of Batu Pahat Johor	Proposed industry development	Freehold	N/A	5.65	274
Lot 5297, 5298 & 5299 Mukim Tanjong Sembrong, District of Batu Pahat, Johor	Proposed residential & commercial development	Freehold	N/A	30.00	5,900
HS(D) 23056-23076, 23081-23087 & 23181 Mukim of Simpang Kanan District of Batu Pahat Johor	Proposed residential & commercial development	Freehold	N/A	72.11	6,900
PONTIAN, JOHOR					
Lot 4681 Mukim of Pontian District of Pontian, Johor	Being developed as Taman Megah	Freehold	N/A	97.49	13,333
SEREMBAN, NEGERI SEMBILAN					
Lot 5527 Mukim of Rantau District of Seremban Negeri Sembilan	Being developed as Taman Seremban Jaya	Freehold	N/A	120.47	15,029
				685.63	157,958

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at Prime City Hotel Mars 1, 6th Floor, 20, Jalan Bakawali, 86000 Kluang, Johor on Friday, 15 December 2000 at 10.00 a.m. for the following purposes:-

AGENDA

1. To receive and adopt the Audited Accounts for the financial year ended 30 June 2000 together with the Report of the Directors and Auditors thereon. **Resolution 1**
2. To approve the payment of a first and final dividend of 3.5% less income tax in respect of the financial year ended 30 June 2000. **Resolution 2**
3. To re-elect the following Directors who retire in accordance with the Company's Articles of Association and being eligible, offer themselves for re-election:-
 - (a) Ms Tan Lay Hiang; and **Resolution 3**
 - (b) Dato' Ismail Bin Yusof **Resolution 4**
4. To approve the payment of the Directors' fees amounting to RM800,000.00 in respect of the financial year ended 30 June 2000. **Resolution 5**
5. To re-appoint Messrs PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 6**
6. To transact any other business which due notice shall have been given.

FURTHER NOTICE IS HEREBY GIVEN THAT the Register of Members of the Company will be closed from 20 February 2001 to 23 February 2001, both dates inclusive, for the purpose of determining shareholders' entitlement to the dividend payment. The dividend if approved, will be paid on 13 March 2001 to shareholders whose names appear in the records of depositors on 19 February 2001.

A depositor shall qualify for entitlement only in respect of:-

- (a) Shares transferred into the depositors' securities account before 12.30 p.m. on 19 February 2001 (in respect of ordinary transfers) and
- (b) Shares bought on the Kuala Lumpur Stock Exchange ("KLSE") on cum entitlement basis according to the rules of the KLSE.

Note:

The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company. Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. The instrument appointing a proxy, with the power of attorney or other authority (if any) under which it is signed or a notary certified or office copy of such power of authority, shall be deposited at the Registered Office at 7th Floor, Plaza BCB (Hotel Tower Block), 20, Jalan Bakawali, 86000 Kluang, Johor not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

BY ORDER OF THE BOARD

YEAP KOK LEONG
Company Secretary

Dated this 30th November 2000

FORM OF PROXY

I/We _____

of _____

being a member/members of BCB Berhad hereby appoint _____

of _____

or failing him, the Chairman of the meeting as my/our proxy to vote for me/our behalf at the Annual General Meeting of the Company to be held on 15th day of December 2000 and at any adjournment thereof, on the following resolutions referred to in the notice of the Annual General Meeting.

My/our proxy is to vote as indicated below:-

RESOLUTION		FOR	AGAINST
No. 1			
No. 2			
No. 3			
No. 4			
No. 5			
No. 6			

(Please indicate with an "X" in the space provided how you wish your vote to be cast. If you don't do so, the proxy will vote or abstain from voting at his discretion)

Number of shares	
------------------	--

Dated: _____

Signature/Seal

Notes

1. This proxy to be valid must be deposited at the Company's Registered Office at 7th Floor, Plaza BCB (Hotel Tower Block), No 20, Jalan Bakawali, 86000 Kluang, Johor Darul Takzim not less than 48 hours before the time fixed for holding the meeting.
2. In the case of a corporation this form of proxy should be under its common seal or under the hand of an officer or attorney duly authorised. This instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
3. A corporation may by resolution of its directors or other governing body, if it is a member of the Company, authorise such person as it thinks fit to act as its representatives and a person so authorised shall be entitled to exercise the same powers on behalf of the corporation could exercise if it were and individual member of the Company.
4. Unless voting instructions are indicated in the spaces provided above, the proxy may vote as he/she thinks fit.

Fold here

BCB Berhad
7th Floor, Plaza BCB
(Hotel Tower Block)
20 Jalan Bakawali
86000 Kluang
Johor Darul Takzim

Postage
