

CORPORATE INFORMATION

Directors

Dato' Mohd. Hanafiah bin Omar (Chairman)
Dato' Ismail Shahudin
Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad
Ahmad Kamal bin Abdullah Al-Yafii

Secretaries

Elina Mohamed
Nanjappan A/L Vengedasalam
Muhammad Firdaus Abdullah

Registered Office

10th Floor, Block B, Wisma Semantan
No. 12, Jalan Gelenggang, Bukit Damansara
50490 Kuala Lumpur
Tel: 03-2092 5588; Facsimile No: 03-2093 9917
E-mail: cosec@mmc.com.my

Share Registrar

Pernas Charter Management Sendirian Berhad
10th Floor, Block B, Wisma Semantan
No. 12, Jalan Gelenggang, Bukit Damansara
50490 Kuala Lumpur
Tel: 03-2092 5588; Facsimile No: 03-2093 9917
E-mail: cosec@mmc.com.my

General Managers

Pernas Charter Management Sendirian Berhad
10th Floor, Block B, Wisma Semantan
No. 12, Jalan Gelenggang, Bukit Damansara
50490 Kuala Lumpur
Tel: 03-2092 5588; Facsimile No: 03-2093 9917
E-mail: cosec@mmc.com.my

Auditors

Ernst & Young
Chartered Accountants

Principal Banker

Bumiputra Commerce Bank Berhad

Stock Exchange Listing

The Main Board, Kuala Lumpur Stock Exchange

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NOTICE OF MEETING

NOTICE IS HEREBY GIVEN THAT the Sixty-Second Annual General Meeting (“AGM”) of members of Berjuntai Tin Dredging Berhad will be held at the PNB Theatre, 2nd Floor, Menara PNB, 201A, Jalan Tun Razak, 50400 Kuala Lumpur, Malaysia on Wednesday, 22 October 2003, at 10.00 a.m. for the purpose of considering and, if thought fit, passing the following as ordinary resolutions:

1. “THAT the Directors’ Report and Financial Statements for the year ended 30 April 2003 and the Auditors’ Report thereon be and are hereby received and adopted.”
2. “That the following Directors, who retire in accordance with Articles 77 and 84 of the Articles of Association, be and are hereby re-elected Directors of the Company:
 - a) Dato’ Mohd. Hanafiah bin Omar (Article 77);
 - b) Ahmad Kamal bin Abdullah Al-Yafii (Article 84);
3. “THAT the Directors’ fees and meeting allowances for the year ended 30 April 2003 amounting to RM63,750 be and is hereby approved.”
4. “THAT Messrs Ernst & Young, who are eligible and have given their consent for re-appointment, be and are hereby re-appointed the Company’s Auditors for the period until the conclusion of the next AGM and that the remuneration to be paid to them be fixed by the Board.”

By Order of the Board

ELINA MOHAMED
NANJAPPAN A/L VENGEDASALAM
MUHAMMAD FIRDAUS ABDULLAH
SECRETARIES

Kuala Lumpur
24 September 2003

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. A proxy form is enclosed and to be valid must reach the Registrar’s Office at Pemas Charter Management Sendirian Berhad, 10th Floor, Block B, Wisma Semantan, No. 12, Jalan Gelenggang, Bukit Damansara, 50490 Kuala Lumpur not less than forty-eight (48) hours before the meeting.

APPENDIX 8A

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING OF THE COMPANY PURSUANT TO PARAGRAPH 8.28(2) OF THE LISTING REQUIREMENTS OF THE KUALA LUMPUR STOCK EXCHANGE

1. Number, Day, Date, Time and Place of General Meeting held during the financial year ended 30 April 2003

No.	Day and Date	Time	Place
1.	Tuesday, 29 October 2002 (Annual General Meeting)	10.00 a.m.	PNB Theatre, 2nd Floor Menara PNB, 201A, Jalan Tun Razak 50400 Kuala Lumpur

2. Director seeking re-appointment pursuant to Article 77 of the Articles of Association (retirement by rotation).

- Dato' Mohd. Hanafiah bin Omar

Director seeking re-election pursuant to Article 84 of the Articles of Association (appointed since the date of the last Annual General Meeting).

- Ahmad Kamal bin Abdullah Al-Yafii

3. Details of Director standing for re-election at the Annual General Meeting pursuant to Article 84 of the Company's Articles of Association.

Name	Ahmad Kamal bin Abdullah Al-Yafii
Age	65
Nationality	Malaysian
Qualification	Fellow of the Institute of Chartered Accountants in England and Wales and a member of the Malaysian Institute of Accountants
Position on the Board	Independent Non-executive Director
Date first appointed to the Board	16 April 2003
Membership of Board Committees	Audit Committee
Working experience	Partner, Hanafiah Raslan & Mohamad (1970 - 1999) Financial Controller, Malaywata Steel Berhad (1968 - 1970) Chief Accountant, Federal Agricultural Marketing Authority (1966 - 1967)
Occupation	Company Director
Any other directorships in public companies	* Chase Perdana Berhad * Kramat Tin Dredging Berhad * Malaysia Smelting Corporation Berhad
Securities holdings in the Company	Nil
Any family relationship with Directors and/or major shareholders of the Company	Nil
List of convictions for offences within the past 10 years other than traffic offences, if any	Nil
Number of Board meetings attended in the financial year	Nil (No meetings were held between the date of appointment to the end of the financial year)

CHAIRMAN'S STATEMENT

On behalf of the Board of Directors, it is my pleasure to present the Annual Report and Financial Statements of the Group and the Company for the financial year ended 30 April 2003.

For the year under review, the Group registered a loss before taxation of RM2.497 million compared to RM2.363 million in the previous year. The loss for the year was mainly attributed to an interest expense of RM1.643 million and consultancy fees for the restructuring scheme. The other contributing factors were administrative expenditure and reduced sundry income.

No interim dividend was paid during the year and the Directors are not recommending a final dividend for the year ended 30 April 2003.

OVERVIEW

The Company has been actively looking for viable business opportunities since the cessation of its tin mining operations. In my last report, I had mentioned a proposed restructuring scheme, which would transform the Company into a company involved in the supply and service of equipment and spare parts to the oil and gas industry and overcome the deficit in shareholders' funds. Approvals in principle were obtained from the Securities Commission and Foreign Investment Committee for the scheme.

However, in February 2003, whilst the Company was working towards obtaining other necessary approvals, the scheme had to be aborted as the vendors were not prepared to extend the completion date beyond the expiry date of the agreement.

RESTRUCTURING SCHEME

The Company finalised a new restructuring scheme and entered into a Share Sale Agreement with Chip Lam Seng Berhad to acquire 100% equity interest in Comfort Rubber Gloves Industries Sdn Bhd. The revised scheme is as follows:

- The proposed increase in the authorised share capital of RM35,000,000 comprising 35,000,000 shares of RM1.00 each to RM200,000,000 comprising 400,000,000 shares of RM0.50 each ("new BTD shares").
- The proposed capital reconstruction exercise to reduce the existing issued and paid-up share capital of the Company from RM30,526,200 comprising 30,526,200 ordinary shares of RM1.00 each to RM6,105,240 comprising 12,210,480 ordinary shares of RM0.50 each.
- The proposed conversion of RM22,000,000 debts owed by the Company to Malaysia Mining Corporation Berhad as at 19 May 2003 into 44,000,000 new BTD shares at RM0.50 per share.
- The proposed acquisition by the Company of the entire issued and paid-up capital of Comfort Rubber Gloves Industries Sdn Bhd from Chip Lam Seng Berhad for a total purchase consideration of RM90,300,000 to be satisfied by the issuance of 180,600,000 new BTD shares at an issue price of RM0.50 per share.

FUTURE OUTLOOK

With the successful implementation of the restructuring scheme, the Group would be transformed into a manufacturer of powdered and powder-free latex examination gloves and at the same time regularise its PN4 and PN10 conditions. Consequently, the Board expects the results of the Group to improve.

DIRECTORATE

Tuan Haji Mokty bin Dato' Mahmood and YBhg Datuk Haji Abu Bakar Lajim, who had both served as Board members since 15 February 1984, resigned from the Board on 29 October 2002 and 20 January 2003 respectively. On behalf of the Board, I wish to record our sincere gratitude and appreciation for the valuable services they rendered during their tenure of office.

I would also like to take this opportunity to welcome YBhg Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad and Encik Ahmad Kamal bin Abdullah Al-Yafii, who were appointed to the Board on 23 September 2002 and 16 April 2003 respectively. I am sure the Company would benefit from their experience and counsel.

ACKNOWLEDGEMENT

On behalf of the Board, I would like to express our appreciation to the General Managers and the employees for their services rendered during the year. I also wish to thank my colleagues on the Board for their continued support and valuable contribution.

DATO' MOHD. HANAFIAH BIN OMAR

CHAIRMAN

Kuala Lumpur
6 August 2003

FIVE YEARS' FINANCIAL HIGHLIGHTS

		1999	2000	2001	2002	2003
		RM'000	RM'000	RM'000	RM'000	RM'000
Loss before taxation and exceptional item		(2,182)	(1,741)	(1,330)	(2,363)	(2,497)
Exceptional items		—	—	(1,915)	—	—
Loss attributable to shareholders		(2,726)	(1,741)	(3,236)	(2,364)	(2,497)
Gross assets		7,312	5,409	3,647	3,626	2,280
Shareholders' funds		(10,254)	(11,995)	(15,231)	(17,595)	(20,092)
Loss per share	sen	(8.9)	(5.7)	(10.6)	(7.7)	(8.2)
Net liabilities per share	sen	(33.6)	(39.3)	(49.9)	(57.6)	(65.8)

PROFILE OF BOARD OF DIRECTORS

DATO' MOHD. HANAFIAH BIN OMAR

YBhg Dato' Mohd. Hanafiah bin Omar, aged 59, a Malaysian, was appointed as a non-independent, non-executive Director of the Company on 27 November 2000.

YBhg Dato' Mohd. Hanafiah bin Omar started his career with the Ministry of Finance as an officer in 1968 and had held several positions before his appointment as the first Director of the Bumiputra Coordination and Participation Unit, Prime Minister's Department in 1977. In 1983, he was appointed as the first General Manager of Penang Regional Development Authority and was subsequently appointed as the Head of Task Force on Privatisation of Economic Planning Unit in 1986. He became the Deputy Secretary General of the Ministry of Land and Regional Development, a position that he held until 1991. In 1991, he joined Arab Malaysian Development Berhad ("AMDB") as a Senior General Manager and was subsequently an Executive Director of AMDB. He was an Executive Director of Indah Water Konsortium Sdn Bhd from 1998 to 2000.

YBhg Dato' Mohd. Hanafiah bin Omar is a Malaysian citizen and holds a Bachelor of Arts (Honours) from the University of Malaya, Malaysia, a Diploma in Economics from the University of Boulder, United States of America ("USA") and a Masters in Business Administration (Finance) from the Michigan State University, USA.

DATO' ISMAIL SHAHUDIN

YBhg Dato' Ismail Shahudin, 52, a Malaysian, was appointed to the Board as a non-independent, non-executive Director and a member of the Audit Committee on 1 August 2002.

YBhg Dato' Ismail is presently the Group Chief Executive of Malaysia Mining Corporation Berhad ("MMC"). He holds a Bachelor of Economics (Hons.) degree from University of Malaya, Malaysia, majoring in Business Administration. Upon his graduation in 1974, he joined ESSO Malaysia Berhad and served for five (5) years within its Finance Division. Thereafter, he joined Citibank Malaysia in 1979 and served at the Bank's HQ in New York from 1984 as part of the team in the Asia Pacific Division. Upon his return to Malaysia in 1986, he was promoted to the position of Vice President & Group Head of Public Sector and Financial Institutions Group in Citibank Malaysia. In 1988 he served United Asian Bank Berhad ("UAB") as its Deputy General Manager until 1992 and subsequently, joined Maybank as its General Manager, Corporate Banking Division. In September 1997, he was appointed as the Executive Director of Maybank. He left Maybank in July 2002 to assume his current post as the Group Chief Executive of MMC.

YBhg Dato' Ismail is also a Board member of MMC, Kramat Tin Dredging Berhad, Malaysia Smelting Corporation Berhad and Malakoff Berhad.

DATO' (DR.) MEGAT ABDUL RAHMAN BIN MEGAT AHMAD

YBhg Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad, 63, a Malaysian, was appointed as an independent, non-executive Director on 23 September 2002. He is also the Chairman of the Audit Committee of the Board.

YBhg Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad holds a Bachelor of Commerce Degree from the University of Melbourne, Australia. He is a member of the Malaysian Institute of Certified Public Accountants, a member of the Malaysian Institute of Accountants and a fellow of the Institute of Chartered Accountants in Australia. He was awarded an Honorary Doctorate in Business Administration by Universiti Kebangsaan Malaysia.

He was a partner in KPMG, Managing Partner of KPMG Desa, Megat & Co. for over ten (10) years and an Executive Director of Kumpulan Guthrie Berhad for eleven (11) years. He is also a Board member of Tronoh Mines Malaysia Berhad, Press Metal Berhad, UAC Berhad and Boustead Holdings Berhad. He is a Board member of Universiti Kebangsaan Malaysia and Hospital Universiti Kebangsaan Malaysia.

AHMAD KAMAL BIN ABDULLAH AL-YAFII

Encik Ahmad Kamal bin Abdullah Al-Yafii, 65, a Malaysian, was appointed as an independent, non-executive Director on 16 April 2003. He is also a member of the Audit Committee of the Board.

Encik Ahmad Kamal is a fellow of the Institute of Chartered Accountants in England and Wales and a member of the Malaysian Institute of Accountants. From 1966 to 1967 he was the Chief Accountant of Federal Agricultural Marketing Authority. He then served as Financial Controller of Malayawata Steel Berhad from 1968 to 1970 before becoming a partner at Hanafiah Raslan & Mohamad where he served at various branches of the firm and the Head Office in Kuala Lumpur until his retirement in 1999. While pursuing his profession, Encik Ahmad Kamal also contributed his experience to many organisations, among others, for many years he was Malaysia's representative on Asean Federation of Accountants and from 1970 to 2002 was a council member of the Malaysian Institute of Certified Public Accountants. He is also an adjunct Professor at University Utara Malaysia.

Encik Ahmad Kamal is also a Board member of Chase Perdana Berhad, Kramat Tin Dredging Berhad and Malaysia Smelting Corporation Berhad.

STATEMENT ON CORPORATE GOVERNANCE

The Board of Directors is committed to ensure that the highest standards of corporate governance are practised in the Group. Good corporate governance is a fundamental part of the Board's responsibility to protect and enhance long term shareholders' value and the financial performance of the Group, whilst taking into account the interests of other stakeholders. The Board has taken steps to introduce various measures both prior to and since the issue of the Malaysian Code on Corporate Governance ("Code") in order to enhance its corporate governance practices.

This section of the Annual Report details the measures implemented by the Group to strengthen its compliance with the Principles and Best Practices of Corporate Governance as set out in Parts 1 and 2 of the Code respectively.

A. DIRECTORS

The Board

The Group is led and managed by an experienced Board of Directors with a wide and varied range of expertise. This broad spectrum of skills and experience gives added strength to the leadership, thus ensuring the Group is under the guidance of an accountable and competent Board of Directors. The Directors recognise the key role they play in charting the strategic direction, development and control of the Group and have adopted the six primary responsibilities as listed in the Code, which facilitate the discharge of the Board's stewardship responsibilities.

Board Balance

The Board currently has four (4) Directors comprising two (2) independent, non-executive and two (2) non-independent, non-executive members primarily responsible for the orderly conduct and working of the Board, whilst the Management team oversees the day-to-day running of the business, implementation of Board policies and making of operational decisions. As the Company does not have an Executive Director, the Management function is carried out by the General Managers, Pemas Charter Management Sendirian Berhad, a wholly-owned subsidiary of the Company's significant shareholder, Malaysia Mining Corporation Berhad ("MMC").

The presence of independent non-executive Directors brings an additional element of balance to the Board and these independent non-executive Directors must be of the calibre necessary to carry sufficient weight in the Board's decisions.

Although all Directors have an equal responsibility for the Group's operations, the role of the independent non-executive Directors are particularly important in ensuring that the strategies proposed by the Management are fully discussed and examined, and take account of the long term interests of the shareholders, employees, customers, suppliers and the many communities in which the Group conducts its business. No individual or group of individuals dominates the Board's decision-making and the number of Directors reflects fairly the investment of the shareholders. A brief description on the background of each Director is presented in the Profile of Directors in pages 7 and 8 of this Annual Report.

The Board has appointed YBhg Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad as the senior independent Director to whom concerns may be conveyed.

Directors' Training

All Directors of the Company have attended and successfully completed the Mandatory Accreditation Programme conducted by the Research Institute of Investment Analysts Malaysia ("RIIAM"), the training arm and affiliate company of KLSE. Subsequently, the Directors will continue to attend the Continuing Education Programme on an annual basis offered by RIIAM, in association with KLSE.

Regular training sessions are continuously held to ensure that the Directors are kept abreast of the latest development and changes in law and commercial practices and risks.

In addition, all new Directors are required to attend a half-day induction session to familiarise themselves on the Group's operations, policies and strategic plans.

Board Meetings

Board meetings are scheduled four (4) times per annum to review the Group's operations and to approve the quarterly and annual financial statements. Additional meetings are held as and when urgent issues and important decisions need to be taken between the scheduled meetings.

The Board has met seven (7) times during the financial year ended 30 April 2003. Details of each Director's attendance of the Board meetings are disclosed below:

<i>Name of Director</i>	<i>Total Meetings Attended</i>	<i>Percentage of Attendance</i>
Dato' Mohd. Hanafiah bin Omar	7/7	100
Dato' Ismail Shahudin (appointed on 1 August 2002)	5/5	100
Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad (appointed on 23 September 2002)	3/3	100
Ahmad Kamal bin Abdullah Al-Yafii (appointed on 16 April 2003)	—*	—*
Mohamed Jamal Dato' Mohd Ramli (resigned on 8 July 2002)	2/2	100
Haji Mokty bin Dato' Mahmood (resigned on 29 October 2002)	2/4	50
Datuk Haji Abu Bakar Lajim (resigned on 20 January 2003)	3/5	60

* No meetings were held between the date of appointment to the end of the financial year.

Access to and Supply of Information and Advice

The Directors have full and unrestricted access to all information pertaining to the Group's business and affairs, whether as a full Board or in their individual capacity, to enable them to discharge their duties effectively. There are matters specifically reserved for the Board's decision to ensure that the direction and control of the Group is firmly in its hands. Prior to the Board meetings, all Directors receive the agenda together with a full set of Board papers containing information relevant to the business of the meeting. This allows the Directors to obtain further explanations/clarifications, where necessary, in order to be properly briefed before the meetings.

All Directors have full access to the advice and services of the Company Secretaries who ensure that Board procedures are adhered to at all times during meetings and advise the Board on matters including corporate governance issues and Directors' responsibilities in complying with relevant legislation and regulations. The Directors may, if necessary, obtain independent professional advice from external consultants, at the Company's expense.

Appointment to the Board

The Code endorses as good practice, a formal procedure for appointment to the Board. The Code, however, states that this procedure may be formed by the Board as a whole, although, as a matter of best practice, it recommends that this responsibility be delegated to a Nomination Committee. In this respect, the Group utilises the significant shareholder's Nomination Committee to consider the appointment of new Directors as well as to assess the effectiveness of the Board and its Committees.

Re-election of Directors

In accordance with the Company's Articles of Association, one-third of the Directors shall retire from office at each Annual General Meeting ("AGM") and retiring Directors can offer themselves for re-election. Directors who are appointed by the Board during the financial year are subject to re-election by the shareholders at the next AGM held following their appointments.

Directors who are over seventy (70) years of age are required to submit themselves for re-appointment annually in accordance with Section 129 of the Companies Act, 1965.

Details of Directors seeking re-election at the forthcoming AGM are disclosed in the Statement accompanying the Notice of AGM in this Annual Report.

B. DIRECTORS' REMUNERATION

The Group has established a transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual Directors with the assistance of MMC's Remuneration Committee. The Group has adopted the objective recommended by the Code to determine the remuneration for a Director so as to attract and retain the Directors of calibre needed to run the Group successfully.

In general, the component parts of remuneration are structured so as to link rewards to corporate and individual performance, in the case of executive Directors. In the case of non-executive Directors, the level of remuneration reflects the experience and level of responsibilities undertaken by the particular non-executive Director concerned.

The aggregate remuneration of Directors categorised into appropriate component for the financial year is as follows:

	<i>Fees (RM)</i>	<i>Meeting Allowances (RM)</i>
Non-executive Directors	39,000	24,750

The number of Directors of the Company whose total remuneration falls within the following band for the financial year ended 30 April 2003 is as follows:

Range of Remuneration	No. of Directors	
	<i>Executive</i>	<i>Non-executive</i>
Below RM50,000	Nil	7

(for security and confidentiality reasons, the details of Directors' remuneration are not shown with reference to Directors individually)

C. SHAREHOLDERS

Dialogue between the Company and investors

The Group values dialogue with investors as a means of effective communication that enables the Board to convey information about the Group's performance, corporate strategy and other matters affecting shareholders' interests. The Board recognises the importance of timely dissemination of information to shareholders and accordingly ensures that they are well informed of any major developments of the Company. As the Group is presently inactive, it uses the services of MMC for this purpose when appropriate. Such information is communicated through the following channels:

- The Annual Report;
- The various disclosures and announcements to KLSE including quarterly and annual results; and
- A website developed by MMC known as www.mmc.com.my

Annual General Meeting

The Annual General Meeting ("AGM") is the principal forum for dialogue with shareholders. The Board provides opportunities for shareholders to raise questions pertaining to issues in the Annual Report, Audited Financial Statements, corporate developments in the Group, the resolutions being proposed and on the business of the Group at the AGM. The Chairman responds to shareholders' questions during the meeting. Each item of special business included in the notice of the meeting is accompanied by an explanatory statement for the proposed resolution to facilitate full understanding and evaluation of issues involved.

D. ACCOUNTABILITY AND AUDIT

Audit Committee

The Company has in place an Audit Committee which comprises two (2) independent Directors and one (1) non-independent Director. The Audit Committee holds quarterly meetings to review matters including the Group's financial reporting, the nature and scope of audit reviews and the effectiveness of systems of internal control and compliance, as well as to deliberate the findings of the external auditors.

The Audit Committee met four (4) times during the financial year ended 30 April 2003. Full details of the composition, terms of reference and the activities of the Audit Committee during the financial year are set out under the Audit Committee Report.

Financial Reporting

The Directors are responsible for ensuring that financial statements are drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia. In presenting the financial statements, the Group has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates. The Directors also strive to ensure that financial reporting presents a fair and understandable assessment of the Group's position and prospects. Quarterly financial statements are reviewed by the Audit Committee and approved by the Board of Directors prior to the release of the announcement to KLSE.

Internal Control

The Board is responsible for the adequacy and integrity of the Group's internal control system. Towards this end, the Board has appointed experts, both internal and external to ensure that the Group maintains a sound system of internal control to safeguard the Group's assets. A report on the Group's Statement of Internal Control is set out on pages 15 to 17 of this Annual Report.

Relationship with the Auditors

The Board has established a formal and transparent arrangement for maintaining an appropriate relationship with the Group's auditors. The Group's auditor's report to the members of the Company are included as part of the Group's financial reports with respect to each year's audit on the statutory financial statements. From time to time, the auditors highlight matters that require attention of the Audit Committee and Board of Directors and these are attended appropriately.

ADDITIONAL COMPLIANCE STATEMENT

Conflict of interest

None of the Directors has any family relationship with other Directors or major shareholders of the Company.

None of the Directors has any conflict of interest in the Group except for YBhg Dato' Ismail Shahudin, who is also a Director of the significant shareholder, Malaysia Mining Corporation Berhad ("MMC"). YBhg Dato' Ismail Shahudin, who was appointed a Director during the financial year, is the Group Chief Executive of MMC. In addition, YBhg Dato' Ismail Shahudin is deemed interested in 6,000 shares held indirectly in MMC.

Convictions for offences

None of the Directors has been convicted for offences within the past ten (10) years other than traffic offences, if any.

Utilisation of proceeds

No proceeds were raised by the Company from any corporate proposal.

Share buybacks

The Company has no share buyback programme.

Options, warrants or convertible securities

No options, warrants or convertible securities were issued by the Company during the financial year.

American Depository Receipt ("ADR") or Global Depository Receipt ("GDR") programme

During the financial year, the Company did not sponsor any ADR or GDR programme.

Imposition of sanctions/penalties

There were no sanctions and/or penalties imposed on the Group, Directors or Management by the relevant regulatory bodies.

Non-audit fees

During the year under review, non-audit fees in respect of due diligence work undertaken for the restructuring scheme, paid to the external auditors amounted to RM160,000.

Profit estimate, forecast or projection

There is no significant variance between the results for the financial year and the unaudited results previously announced. The Group did not make any release on the profit estimate, forecast or projection for the financial year.

Profit guarantee

During the year, there was no profit guarantee given by the Group.

Material contracts

There were no material contracts involving Directors' and major shareholders' interests except for amounts advanced by a significant shareholder who has agreed not to demand repayment during the next twelve (12) months except in so far as the funds of the Company, permit repayment and such repayment will not adversely affect the ability of the Company to meet its liabilities as and when they fall due, except repayment by way of allotment and issuance of the Company's shares. The said advance is secured by a debenture creating a fixed and floating charge over all the Company's present and future properties, assets and undertakings and bears interest at 1.5% per annum above bank's base lending rate. In relation to the new restructuring scheme, the vendors and the Company (with the consent of the significant shareholder) have agreed to a cessation of the interest charged by the significant shareholder on the advance of RM22,000,000 with effect from 19 May 2003. However, in the event the restructuring scheme is unsuccessful, the significant shareholder has recourse to the Company for the interest from 19 May 2003.

Contracts relating to loan

There were no contracts relating to loans by the Group except as disclosed above.

Revaluation of landed properties

The Group does not have a revaluation policy on landed properties.

STATEMENT ON INTERNAL CONTROL

Introduction

The Malaysian Code on Corporate Governance requires listed companies to maintain a sound system of internal control to safeguard shareholders' investments and the Group's assets. The Kuala Lumpur Stock Exchange's ("KLSE") Revamped Listing Requirements require directors of listed companies to include a statement in the annual reports on the state of their internal controls. The KLSE's Statement on Internal Control: Guidance for Directors of Public Companies ("Guidance") provides guidance for compliance with these requirements. Set out below is the Board's Internal Control Statement, which has been prepared in accordance with the Guidance.

Responsibility

The Board of Directors recognises the importance of sound internal controls and risk management practices to good corporate governance. The Board affirms its overall responsibility for the Group's system of internal controls and risk management and for reviewing the adequacy and integrity of those systems. It should be noted, however, that such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives. In addition, it should be noted that any system can only provide reasonable, and not absolute, assurance against material misstatement or loss.

Risk management framework and control self-assessment

The Group relies on Pernas Charter Management Sendirian Berhad ("General Managers"), a wholly-owned subsidiary of the significant shareholder, in the day-to-day management of the Group and other support functions. Major business risks and their financial implications are appraised by the General Managers and their recommendations submitted to the Company. These are subsequently reviewed by the Company's Audit Committee and decided upon by the Board of Directors of the Company.

Towards this end, the Board has reviewed the inventory of the internal control framework that currently exists within the Group and assessed the applicability of the existing controls with regards to their effectiveness and efficiency.

This assessment takes into account all significant aspects of internal control including:

- risk assessment;
- the control environment and control activities;
- information and communication; and
- monitoring.

Key business risks have been categorised to highlight the source of the risk and the likelihood of its occurrence.

The Board has a monitoring and reporting process to continuously evaluate and monitor significant risks and controls. Regular reviews are conducted with additional reviews as and when required.

These initial initiatives ensure that the Group has in place an ongoing process for identifying, evaluating, monitoring and managing the significant risks affecting the Group.

The Board also recognizes that once the proposed acquisition is completed, the present controls would need to be re-examined, evaluated and enhanced in the context of the new risks arising including the effect on the existing system, to ensure all risks are adequately addressed. These will be attended to in conjunction with post implementation measures together with the Management of the business to be acquired.

Other key elements of internal control

The other key elements of the Group's internal control systems now in place are:

- A detailed budgeting process where a budget is prepared for the coming year which is reviewed and approved by the Board.
- Performance reports, benchmarked against budgets and objectives are regularly provided to Directors and discussed at Board meetings.
- The review of the operations by the MMC Group's Internal Audit Department.

The assessment of the effectiveness of the individual Directors and the level and make up of the Directors' remuneration by the significant shareholder's Nomination Committee.

Control issues

A few other minor internal control weaknesses were identified during the period, all of which have been, or are being, addressed. These have not been specifically disclosed as they are not expected to result in any material loss, contingency or uncertainty that would require disclosure in the Group's annual report.

Risk Factors

Regulation

Since ceasing its mining operations in 1993, the Group has been without a core business, and with its deficit in shareholders' equity, BTD is affected by both KLSE's Practice Note 4 ("PN4") on Deficit in Shareholders' Equity and Practice Note 10/2001 ("PN10") on Level of Operations.

In order to address these issues and in line with the PN4 of KLSE's Listing Requirements (Revamped Listing Requirements), the Company had on 26 May 2003 made a Requisite Announcement to the KLSE on a new restructuring scheme. The Company has subsequently submitted its applications to the relevant authorities on its regularisation plan on 3 July 2003.

Under the restructuring scheme, the Company has proposed the following:

- Proposed amendments to the Memorandum and Articles of Association to enable the Company to revise the par value of the ordinary shares of BTD from RM1.00 to RM0.50 each pursuant to the Proposed Restructuring Scheme ("Proposed Amendments").
- Conversion of RM22,000,000 debt due to the significant shareholder, into 44,000,000 new BTD shares at RM0.50 per share.
- Acquisition of the entire issued and paid-up share capital of Comfort Rubber Gloves Industries Sdn Bhd for a purchase consideration of RM90,300,000 to be wholly satisfied by the issue of 180,600,000 new BTD shares at an issue price of RM0.50 per share.

The successful implementation of the restructuring scheme will ensure compliance with both PN4 and PN10 and would transform the Group into a manufacturer of powdered and powder free gloves and overcome the present deficit in shareholders' funds.

Strategic Plan/Investor relationship

BTD does not currently have a strategic plan or an investor relations programme. The strategic plan and an investor relations programme will be formulated once the necessary approvals have been obtained with regards to BTD's proposed restructuring scheme.

Acquisitions and divestments

The Group is in the process of restructuring its operations, and therefore acquisition decisions represent a significant risk factor that needed to be carefully considered. Management has assessed all its investment decisions, with the required investment analysis performed. Due diligence reviews were carried out by independent and expert consultants before finalising the investment proposal to minimise risks.

The performance of the business venture that is being acquired will be regularly reviewed and benchmarked against the budgets/forecasts.

Relationship with the Auditors

The Group's relationship with the external auditors is managed by the Audit Committee. Key features underlying the relationship are included in the Audit Committee's terms of reference as described on pages 18 to 20.

Audit Committee

The report by the Audit Committee for the year under review is set out on pages 18 to 20.

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

DATO' MOHD. HANAFIAH BIN OMAR
CHAIRMAN

DATO' (DR.) MEGAT ABDUL RAHMAN BIN MEGAT AHMAD
DIRECTOR

Kuala Lumpur
6 August 2003

AUDIT COMMITTEE REPORT

1. Membership and Meetings

The members are as follows:

- Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad, Chairman
(Independent, non-executive)
- Ahmad Kamal bin Abdullah Al-Yafii
(Independent, non-executive)
- Dato' Ismail Shahudin
(Non-independent, non-executive)

The term of office of each member is subject to review every three years.

Frequency of Meeting

At least four (4) times a year and as and when required.

During the financial year ended 30 April 2003, the Audit Committee held a total of four (4) meetings. The details of attendance of the Audit Committee members are as follows:

Name of Director	Attendance
Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad (appointed on 23 September 2002)	2/2
Dato' Ismail Shahudin (appointed on 1 August 2002)	4/4
Ahmad Kamal bin Abdullah Al-Yafii (appointed on 16 April 2003)	—*
Mohamed Jamal Dato' Mohd Ramli (resigned on 8 July 2002)	1/1
Haji Mokty bin Dato' Mahmood (resigned on 29 October 2002)	2/2
Datuk Haji Abu Bakar Lajim (resigned on 20 January 2003)	2/3

* No meetings were held between the date of appointment to the end of the financial year.

2. Terms of reference of the Audit Committee

2.1 Membership

The Audit Committee shall be appointed by the Board amongst the Directors and shall consist of not less than three (3) members, a majority of whom shall be independent Directors. The members of the Audit Committee shall elect a Chairman from among their members who shall be an independent Director. An alternate Director must not be appointed as a member of the Audit Committee.

All members of the Audit Committee shall be non-executive Directors. At least one (1) member of the Audit Committee:

- must be a member of the Malaysian Institute of Accountants; or
- if he is not a member of the Malaysian Institute of Accountants, he must have at least 3 years working experience and:

- he must have passed the examinations specified in Part 1 of the 1st Schedule of the Accountants Act 1967; or
- 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.

2.2 Meetings and minutes

Meetings shall be held not less than four (4) times a year, and will normally be attended by General Managers and the Group Internal Auditor. The presence of External Auditors will be requested, if required. Other Board members may attend meetings upon the invitation of the Audit Committee. At least once a year the Audit Committee shall meet with the External Auditors without any executive of the Company being present. The Auditors, both Internal and External, may request a meeting if they consider that one is necessary.

2.3 Quorum

A quorum shall be two (2) and shall comprise of independent Directors.

2.4 Secretary

The Secretary to the Audit Committee shall be one of the Company Secretaries as decided by the Chairman of the Audit Committee.

2.5 Authority

The Audit Committee shall have the following authority as empowered by the Board of Directors:

- Have authority to investigate any matters within its terms of reference;
- Have the resources which are required to perform its duties;
- Have full, free and unrestricted access to any information, records, properties and personnel of the Group;
- Have direct communication channels with the External Auditors and person(s) carrying out the internal audit function or activity (if any);
- Be able to obtain independent professional or any other advice; and
- Be able to convene meetings with the External Auditors, excluding the attendance of the Management, whenever deemed appropriate.

2.6 Duties

The duties of the Audit Committee shall be as follows:

- (i) Consider the appointment of the External Auditors, the audit fee and any questions of resignation or dismissal, and inquire into staffing and competence of the External Auditors in performing their work.
- (ii) Discuss the nature and scope of the audit in general terms and any significant problems that may be foreseen with the External Auditors before the audit commences and ensure that adequate tests to verify the financial statements and procedures of the Group are performed.
- (iii) Discuss the impact of any proposed changes in accounting principles on future financial statements.
- (iv) Review the results and findings of the audit and monitor the implementation of any recommendations made therein.

- (v) Review the quarterly, half-yearly and annual financial statements before submission to the Board, focusing particularly on:
 - Any changes in accounting policies and practices;
 - Major judgemental areas;
 - Significant adjustments resulting from the audit;
 - The going concern assumptions;
 - Compliance with accounting standards; and
 - Compliance with stock exchange and legal requirements.
- (vi) Discuss problems and reservations arising from the interim and final audits, and any matters the Auditor may wish to discuss (in the absence of Management where appropriate).
- (vii) Ensure that the Internal Audit is adequately resourced and has appropriate standing within the Group.
- (viii) Review the Internal Audit programme, consider the major findings of Internal Audit investigations and Management's response and ensure co-ordination between the Internal and External Auditors.
- (ix) Keep under review the effectiveness of internal control systems and, in particular, review the External Auditor's management letter and Management's response.
- (x) Consider any related party transactions that may arise within the Group.
- (xi) Carry out such other assignments as defined by the Board.
- (xii) To review all prospective financial information provided to the regulators and/or the public.
- (xiii) To report promptly to KLSE on any matter reported by it to the Board of Directors which has not been satisfactorily resolved resulting in a breach of the KLSE Listing Requirements.

3. Summary of Activities

During the period, the Audit Committee carried out its duties as set out in the terms of reference. Other issues discussed by the Audit Committee were as follows:

- (a) The new accounting standards applicable to the financial statements; and
- (b) The additional disclosure requirements in accordance with the KLSE's Revamped Listing Requirements.

4. Internal Audit Functions and Activities

A summary of activities of the Internal Audit function during the financial year is as follows:

- (a) Regularly examining the controls over all significant operations and systems to ascertain whether the system established provides reasonable assurance that the Group's objectives and goals will be met efficiently and economically;
- (b) Prepare the annual audit plan for deliberation by the Audit Committee;
- (c) Act on suggestions made by external examiners and/or Management on concerns over operations or control;
- (d) Issue audit reports which identify weaknesses and problems with recommendations for improvement, where applicable;
- (e) Issue audit reports to the appropriate level of Management capable of achieving satisfactory results; and
- (f) Determine whether corrective action was taken and is achieving the desired results.

SHAREHOLDINGS STATISTICS

As at 19 August 2003

	No. of	% of	No. of	% of
Size of Holdings	Shareholders	Shareholders	Shares Held	Issued Capital
Less than 100	63	0.89	1,940	0.01
100 to 1,000	3,564	50.58	3,457,016	11.32
1,001 to 10,000	3,134	44.48	10,925,394	35.79
10,001 to 100,000	277	3.93	6,431,965	21.07
100,001 to less than 5% of issued shares	7	0.10	967,000	3.17
5% and above of issued shares	1	0.02	8,742,885	28.64
TOTAL	7,046	100.00	30,526,200	100.00
GEOGRAPHICAL				
Malaysia	6,579	93.37	28,786,547	94.30
Singapore	430	6.10	1,622,780	5.32
United Kingdom and Other	37	0.53	116,873	0.38
TOTAL	7,046	100.00	30,526,200	100.00
CATEGORY				
Individuals	5,849	83.01	16,718,767	54.77
Banks	10	0.14	48,000	0.16
Nominee Companies	1,053	14.95	4,068,962	13.33
Insurance Companies				
Other Limited Companies	129	1.83	9,631,500	31.55
Pension Funds and Trustees				
Other	5	0.07	58,971	0.19
TOTAL	7,046	100.00	30,526,200	100.00

SUBSTANTIAL SHAREHOLDERS as at 19 August 2003

Name	Direct	Number of Shares Held		%
		%	Deem Interested	
Anglo-Oriental (Malaya) Sdn Bhd ("AOM")	8,742,885	28.64	—	—
Malaysia Mining Corporation Berhad ("MMC")	—	—	* 8,742,885	28.64
Seaport Terminal (Johor) Sdn Bhd ("Seaport")	—	—	(1) 8,742,885	28.64
Amanah Raya Nominees (Tempatan) Sdn Bhd (Skim Amanah Saham Bumiputra)	—	—	(1) 8,742,885	28.64
Indra Cita Sdn Bhd	—	—	(2) 8,742,885	28.64
Gugusan Melati Sdn Bhd	—	—	(3) 8,742,885	28.64
Embun Salju Sdn Bhd	—	—	(3) 8,742,885	28.64
Geliga Kekal Sdn Bhd	—	—	(3) 8,742,885	28.64
Golden Viewpoint Sdn Bhd	—	—	(3) 8,742,885	28.64
Sutera Bakti Sdn Bhd	—	—	(4) 8,742,885	28.64
Perkasa Sutera Sdn Bhd	—	—	(4) 8,742,885	28.64
Tegak Megah Sdn Bhd	—	—	(4) 8,742,885	28.64
Ultimate Quest Sdn Bhd	—	—	(4) 8,742,885	28.64
Muhammad bin Mohd Taib	—	—	(5) 8,742,885	28.64
Md Najib bin Md Nasir	—	—	(5) 8,742,885	28.64
Ahmad Zaed bin Saleh Hamdi	—	—	(5) 8,742,885	28.64
Abdullah bin Md. Sa'aban	—	—	(6) 8,742,885	28.64
Samsudin bin Ishak	—	—	(7) & (9) 8,742,885	28.64
Shaari bin Nasir	—	—	(7) & (10) 8,742,885	28.64
Sy Ahmad Bokharey bin Syed Omar	—	—	(8) 8,742,885	28.64
Ahmad Zaki bin Hawari	—	—	(8) 8,742,885	28.64
Dato' Mohamed Feisal bin Ibrahim	—	—	(9) 8,742,885	28.64
Zul Azri bin A. Aziz	—	—	(9) & (10) 8,742,885	28.64
Ismail Khan bin Lall Khan	—	—	(11) 8,742,885	28.64
Mohammad Shaker bin Ismail	—	—	(11) 8,742,885	28.64

Notes:

- * Deemed interested by virtue of its 100% interest in AOM
- (1) Deemed interested by virtue of its substantial shareholding in MMC
- (2) Deemed interested by virtue of its substantial shareholding in Seaport
- (3) Deemed interested by virtue of its substantial shareholdings in Indra Cita Sdn Bhd
- (4) Deemed interested by virtue of its substantial shareholdings in Gugusan Melati Sdn Bhd
- (5) Deemed interested by virtue of their substantial shareholdings in Embun Salju Sdn Bhd
- (6) Deemed interested by virtue of their substantial shareholdings in Geliga Kekal Sdn Bhd
- (7) Deemed interested by virtue of their substantial shareholdings in Golden Viewpoint Sdn Bhd
- (8) Deemed interested by virtue of their substantial shareholdings in Sutera Bakti Sdn Bhd
- (9) Deemed interested by virtue of their substantial shareholdings in Perkasa Sutera Sdn Bhd
- (10) Deemed interested by virtue of their substantial shareholdings in Ultimate Quest Sdn Bhd
- (11) Deemed interested by virtue of their substantial shareholdings in Tegak Megah Sdn Bhd

CLASS OF SHARES : Ordinary shares of RM1 each

VOTING RIGHTS : One (1) vote per share

THIRTY LARGEST SHAREHOLDERS as at 19 August 2003

	NO. OF SHARES	% OF ISSUED CAPITAL
1. Anglo-Oriental (Malaya) Sdn Bhd	8,742,885	28.64
2. Mayfin Nominees (Tempatan) Sdn Bhd - Growthfolio Sdn Bhd (MDTM)	201,000	0.66
3. Kenanga Nominees (Tempatan) Sdn Bhd - Chang Nyong Choo	150,000	0.49
4. Ng Yew Chin	136,000	0.45
5. Kweh Beng Hui	125,600	0.41
6. Lim Ho Peng	121,000	0.40
7. Lim Pow Toon	119,000	0.39
8. Southern Nominees (Tempatan) Sdn Bhd - Ewe Eng Kah	115,000	0.38
9. Othman Bin Merican	90,000	0.29
10. Chen Lai Fun	89,000	0.29
11. Yee Hang @ See Fann	87,000	0.29
12. Liew Chiap Hong	85,000	0.28
13. Kwong Wah Rattan Industries (Private) Limited	80,000	0.26
14. Mayban Nominees (Tempatan) Sdn Bhd - Leong Chee Wah	80,000	0.26
15. Abas Bin Mohamad	79,000	0.26
16. Ong Soo He	76,000	0.25
17. Yuen Ching Eng	72,000	0.23
18. Syed Javaid Iqbal	71,000	0.23
19. Ewe Eng Kah	68,000	0.22
20. Ong Soon Ho	68,000	0.22
21. Alliancegroup Nominees (Tempatan) Sdn Bhd - Lee Nyuk Yin	66,000	0.22
22. Ng Sai Guoid	66,000	0.22
23. Beh Swee Hong	63,000	0.21
24. Citicorp Nominees (Tempatan) Sdn Bhd - Pheng Yin Huah	60,000	0.20
25. Sim Chong Wan @ Sim Tan Beg	60,000	0.20
26. Ooi Tian Su	57,700	1.09
27. Goh Leong Chuan	55,000	0.18
28. Lim Chai Kee @ Lim Gaik Kee	53,000	0.17
29. Eng Nominees (Asing) Sdn Bhd - OCBC Securities Private Limited	50,000	0.16
30. Kim Poh Holdings Sdn Bhd	50,000	0.16
Total	11,235,585	36.81

LIST OF PROPERTIES HELD

As at 30 April 2003

Location	Tenure	Area (Hectares)	Net	Description/ Existing use	Book Value (RM)	Age of Building (Years)	Year of Acquisition
			Year of Expiry				
Selangor Darul Ehsan							
Lot No. 2241 Batang Berjuntai Kuala Selangor	Leasehold	4.82	2004	Mining land	1	—	1983
PT 823 Ulu Tinggi Kuala Selangor	Leasehold	36.42	2004	Mining land	1	—	2001
Lot Nos. 514 and 682 Batang Berjuntai Kuala Selangor	Freehold	13.86	—	Camp site	234,946	22 - 36	1957 & 1960
Lot No. 4162 Batu Caves Gombak	Freehold	0.47	—	Laboratory	84,318	22 - 29	1970

DIRECTORS' REPORT

The Directors present their report together with the audited financial statements of the Company and of the Group for the year ended 30 April 2003.

PRINCIPAL ACTIVITIES

The principal activity of the Company is that of investment holding. With the curtailment of tin dredging operations, the Company is seeking new business opportunities, in particular, in the manufacture and sale of powdered and powder free latex examination gloves.

The Company's subsidiary, PBT Sdn. Bhd., was dormant during the current financial year.

FINANCIAL RESULTS

	Group RM'000	Company RM'000
Loss for the year	(2,496,547)	(2,461,079)
Accumulated losses brought forward	(48,241,358)	(48,275,253)
<hr/>		
Accumulated losses carried forward	(50,737,905)	(50,736,332)

There were no material transfers to or from reserves or provisions during the year.

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

DIRECTORS

The names of the Directors of the Company in office since the date of the last report and at the date of this report are:

Dato' Mohd. Hanafiah bin Omar, Chairman	
Dato' Ismail Shahudin	(Appointed on 1.8.2002)
Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad	(Appointed on 23.9.2002)
Ahmad Kamal bin Abdullah Al-Yafii	(Appointed on 16.4.2003)
Datuk Haji Abu Bakar Lajim	(Resigned on 20.1.2003)
Haji Mokty bin Dato' Mahmood	(Resigned on 29.10.2002)
Mohamed Jamal Dato' Mohd Ramli	(Resigned on 8.7.2002)

In accordance with the Articles of Association of the Company, YBhg Dato' Mohd. Hanafiah bin Omar retires by rotation. Encik Ahmad Kamal bin Abdullah Al-Yafii who was appointed during the year, also retires at the forthcoming Annual General Meeting. These gentlemen, being eligible, offer themselves for re-election.

DIRECTORS' INTERESTS

According to the register of Directors' shareholdings, the following Director who held office at the end of the financial year held shares in a substantial shareholder as follows:

	Number of ordinary shares of RM0.10 each			At 30.04.2003
	At date of appointment	Bought	Sold	
Malaysia Mining Corporation Berhad				
Dato' Ismail Shahudin				
– Deemed interest	6,000	—	—	6,000

None of the other Directors held any beneficial interest in the shares of the Company or its related corporations during the financial year.

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby Directors might acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive any benefits (other than a benefit included in the aggregate amount of fees received or due and receivable by the Directors as shown in the Group financial statements) by reason of a contract made by the Company or a related corporation with any Director or with a firm of which the Director is a member or with a company in which the Director has a substantial financial interest required to be disclosed by Section 169(8) of the Companies Act, 1965.

SUBSTANTIAL INTEREST IN THE CAPITAL OF THE COMPANY

As at the date of this report, Malaysia Mining Corporation Berhad has beneficial interest in 8,742,885 shares representing 28.64% of the issued share capital of the Company.

SIGNIFICANT EVENTS DURING THE YEAR

On 30 April 2002, the Board of Directors had announced to the Kuala Lumpur Stock Exchange (“KLSE”) that it had embarked on a revised restructuring scheme, which upon completion would transform the Company's principal activity into a Company involved in the supply and service of equipment and spare parts to the oil and gas industry.

However, pursuant to a letter dated 10 February 2003, the Vendors declined the Company's request to extend the Sale and Purchase Agreement which expired on 30 January 2003. As a result, the revised restructuring scheme was terminated.

SIGNIFICANT EVENTS SUBSEQUENT TO THE FINANCIAL YEAR

On 26 May 2003, the company had entered into a Shares Sale Agreement with Chip Lam Seng Berhad, to acquire 100% equity interest in Comfort Rubber Gloves Industries Sdn. Bhd. This scheme would enable the Company to regularise its financial condition pursuant to PN4/2001 and PN10/2001. The scheme would transform the Company's principal activity into a Company involved in manufacturing and trading of powdered and powder-free latex examination gloves. The revised scheme involves:

- (i) the proposed capital reconstruction exercise pursuant to Section 64 of the Companies Act, 1965 to reduce the existing issued and paid-up share capital of the Company from RM30,526,200 comprising 30,526,200 of the Company shares to RM6,105,240 comprising 30,526,200 Ordinary Shares of 20 sen each by the cancellation of RM0.80 of the par value of the Company's shares and thereafter, the consolidation of 5 Ordinary Shares of RM0.20 each in the Company into 1 ordinary share of RM1.00 each ("new LTD share"), resulting in an issued and paid-up share capital of RM6,105,240 comprising 6,105,240 LTD shares;
- (ii) the proposed conversion of RM22,000,000 debts owed by the Company to Malaysia Mining Corporation Berhad ("MMC") as at 30 April 2003 into 22,000,000 new LTD shares at RM1.00 per share; and
- (iii) the proposed acquisition by the Company of the entire issued and paid-up capital of Comfort Rubber Gloves Industries Sdn. Bhd. from Chip Lam Seng Berhad for a total purchase consideration of RM90,300,000 to be wholly satisfied by the issuance of 90,300,000 new LTD shares at an issue price of RM1.00 per share.

OTHER STATUTORY INFORMATION

- (a) Before the income statements and balance sheets of the Company and of the Group were made out, the Directors took reasonable steps:
 - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no known bad debts and that adequate provision for doubtful debts had been made; and
 - (ii) to ensure that any current assets which were unlikely to realise their value as shown in the accounting records in the ordinary course of business have been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the Directors are not aware of any circumstances which would render:
 - (i) it necessary to write off any debts or the amount of the provision for doubtful debts in the Company and the Group inadequate to any extent; and
 - (ii) the values attributed to current assets in the financial statements of the Company and of the Group misleading.
- (c) At the date of this report, the Directors are not aware of any circumstances which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Company and of the Group misleading or inappropriate.

OTHER STATUTORY INFORMATION (CONT'D.)

- (d) At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Company and of the Group which would render any amount stated in the financial statements and consolidated financial statements misleading.
- (e) As at the date of this report, there does not exist:
 - (i) any charge on the assets of the Company or of the Group which has arisen since the end of the financial year which secures the liabilities of any other person; or
 - (ii) any contingent liabilities in respect of the Company or of the Group which have arisen since the end of the financial year.
- (f) In the opinion of the Directors:
 - (i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Company or of the Group to meet its obligations as and when they fall due; and
 - (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Company or of the Group for the financial year in which this report is made.

AUDITORS

The auditors, Ernst & Young, have expressed their willingness to continue in office.

On behalf of the Board,

DATO' MOHD. HANAFIAH BIN OMAR
Director

DATO' ISMAIL SHAHUDIN
Director

Kuala Lumpur, Malaysia
23 June 2003

STATEMENT BY DIRECTORS

Pursuant to Section 169(15) of the Companies Act, 1965

We, DATO' MOHD. HANAFIAH BIN OMAR and DATO' ISMAIL SHAHUDIN, being two of the Directors of BERJUNTAI TIN DREDGING BERHAD, do hereby state that in the opinion of the Directors, the financial statements set out on pages 31 to 50 are drawn up in accordance with the Companies Act, 1965 and applicable Approved Accounting Standards in Malaysia so as to give a true and fair view of:

- (i) the financial position of the Company and of the Group as at 30 April 2003 and of the results of the business of the Company and of the Group for the year then ended; and
- (ii) the cash flows of the Group for the year ended 30 April 2003.

On behalf of the Board,

DATO' MOHD. HANAFIAH BIN OMAR
Director

DATO' ISMAIL SHAHUDIN
Director

Kuala Lumpur, Malaysia
23 June 2003

STATUTORY DECLARATION

Pursuant to Section 169(16) of the Companies Act, 1965

I, THIRUVALLUVAR SUBRAMANIAM, being the Officer primarily responsible for the financial management of BERJUNTAI TIN DREDGING BERHAD, do solemnly and sincerely declare that the financial statements set out on pages 31 to 50 are in my opinion 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.

THIRUVALLUVAR SUBRAMANIAM

Subscribed and solemnly declared by the abovenamed THIRUVALLUVAR SUBRAMANIAM at Kuala Lumpur in the Federal Territory on 23 June 2003

Before me:

ABAS BIN HASAN (No. W 178)
1st Floor Putra Flatlet,
101, Jalan Putra,
50350 Kuala Lumpur

REPORT OF THE AUDITORS

to the Members of Berjantai Tin Dredging Berhad

We have audited the financial statements set out on pages 31 to 50. 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 applicable Approved Standards on Auditing in Malaysia. Those standards require that we plan and perform the audit to obtain reasonable assurance that the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Directors, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion:

- (a) the financial statements and consolidated financial statements 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 financial position of the Company and of the Group as at 30 April 2003 and of the results and the cash flows of the Company and of the Group for the year then ended; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements and consolidated financial statements.
- (b) the accounting and other records and the registers required by the Act to be kept by the Company and by the subsidiary company of which we are auditors have been properly kept in accordance with the provisions of the Act.

We are satisfied that the financial statements of the subsidiary which 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 was not subject to any qualification and did not include any comment required to be made under Section 174(3) of the Companies Act, 1965.

ERNST & YOUNG AF: 0039

Chartered Accountants

KUA CHOO KAI 2030/03/04(J)

Partner

Kuala Lumpur, Malaysia

23 June 2003

INCOME STATEMENTS

for the year ended 30 April 2003

	Note	Group		Company	
		2003 RM	2002 RM	2003 RM	2002 RM
REVENUE		—	—	—	—
OTHER OPERATING INCOME	4	675,223	950,289	675,223	950,289
ADMINISTRATIVE EXPENSES	5	(1,150,108)	(1,662,644)	(1,119,366)	(1,437,478)
OTHER OPERATING EXPENSES	6	(399,935)	(246,988)	(395,209)	(216,877)
LOSS FROM OPERATIONS		(874,820)	(959,343)	(839,352)	(704,066)
FINANCE COSTS	7	(1,642,686)	(1,467,103)	(1,642,686)	(1,467,103)
INVESTMENT INCOME	8	21,000	63,000	21,000	63,000
LOSS BEFORE TAXATION AND EXCEPTIONAL ITEMS		(2,496,506)	(2,363,446)	(2,461,038)	(2,108,169)
EXCEPTIONAL ITEM	9	—	—	—	151,927
LOSS BEFORE TAXATION TAXATION	10	(2,496,506) (41)	(2,363,446) (586)	(2,461,038) (41)	(1,956,242) (586)
LOSS ATTRIBUTABLE TO SHAREHOLDERS		(2,496,547)	(2,364,032)	(2,461,079)	(1,956,828)
LOSS PER SHARE (SEN)	11	(8)	(8)		

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

BALANCE SHEETS

as at 30 April 2003

	Note	Group		Company	
		2003 RM	2002 RM	2003 RM	2002 RM
PROPERTY, PLANT AND EQUIPMENT	12	436,225	526,099	436,225	485,629
SUBSIDIARY COMPANY	13	—	—	1	1
ASSOCIATED COMPANY	14	49	49	49	49
INVESTMENTS	15	1,245,000	1,245,000	1,245,000	1,245,000
CURRENT ASSETS					
Debtors	16	175,778	696,847	175,778	696,847
Tax Recoverable		5,880	—	5,880	—
Fixed deposits with a licensed financial institution	17	374,962	965,433	374,962	965,433
Cash and bank balances		42,512	192,723	42,512	192,723
		599,132	1,855,003	599,132	1,855,003
CURRENT LIABILITIES					
Creditors	18	22,372,111	21,221,309	22,370,539	21,214,735
NET CURRENT LIABILITIES		(21,772,979)	(19,366,306)	(21,771,407)	(19,359,732)
		(20,091,705)	(17,595,158)	(20,090,132)	(17,629,053)
FINANCED BY:					
SHARE CAPITAL	19	30,526,200	30,526,200	30,526,200	30,526,200
CAPITAL RESERVE (NON-DISTRIBUTABLE)	20	120,000	120,000	120,000	120,000
ACCUMULATED LOSSES		(50,737,905)	(48,241,358)	(50,736,332)	(48,275,253)
		(20,091,705)	(17,595,158)	(20,090,132)	(17,629,053)

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

STATEMENT OF CHANGES IN EQUITY

for the year ended 30 April 2003

	Share Capital RM	Non Distributable Capital Reserve RM	Accumulated Loss RM	Total RM
GROUP				
At 1 May 2001	30,526,200	120,000	(45,877,326)	(15,231,126)
Loss for the year	—	—	(2,364,032)	(2,364,032)
At 30 April 2002	30,526,200	120,000	(48,241,358)	(17,595,158)
Loss for the year	—	—	(2,496,547)	(2,496,547)
At 30 April 2003	30,526,200	120,000	(50,737,905)	(20,091,705)
COMPANY				
At 1 May 2001	30,526,200	120,000	(46,318,425)	(15,672,225)
Loss for the year	—	—	(1,956,828)	(1,956,828)
At 30 April 2002	30,526,200	120,000	(48,275,253)	(17,629,053)
Loss for the year	—	—	(2,461,079)	(2,461,079)
At 30 April 2003	30,526,200	120,000	(50,736,332)	(20,090,132)

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

CASH FLOW STATEMENTS

for the year ended 30 April 2003

	Note	Group		Company	
		2003 RM	2002 RM	2003 RM	2002 RM
CASH FLOWS FROM OPERATING ACTIVITIES					
Loss before taxation		(2,496,506)	(2,363,446)	(2,461,038)	(1,956,242)
Adjustments for:					
Provision for retirement benefits		—	2,429	—	2,429
Provision for retrenchment benefits		—	2,211	—	2,211
(Gain)/Loss on disposal of property, plant and equipment		(37,892)	254,464	(37,892)	52,344
Write off of property, plant and equipment		46,983	—	46,983	—
Dividend income		(21,000)	(63,000)	(21,000)	(63,000)
Depreciation of property, plant and equipment		53,861	98,753	49,135	68,642
Interest income		(19,184)	(2,395)	(19,184)	(2,395)
Interest expense		1,642,686	1,467,103	1,642,686	1,467,103
Provision for doubtful debts		—	136,299	—	136,299
Write-back of provision for doubtful debts		(19,552)	(84,853)	(19,552)	(84,853)
Write-back of provision for retirement benefit		—	(92,902)	—	(92,902)
Write-back of provision for quit rent		—	(177,056)	—	(177,056)
Write-back of provision for amount due from subsidiary		—	—	(25,982)	(151,927)
Operating loss before working capital changes		(850,604)	(822,393)	(845,844)	(799,347)
Changes in working capital:					
Debtors		534,740	(20,272)	534,740	(20,272)
Creditors		(163,020)	83,977	(157,983)	79,004
Cash used in operations		(478,884)	(758,688)	(469,087)	(740,615)
Retrenchment benefits paid		—	(3,004)	—	(3,004)
Tax paid		(41)	(586)	(41)	(586)
Net cash used in operating activities		(478,925)	(762,278)	(469,128)	(744,205)
Balance carried forward		(478,925)	(762,278)	(469,128)	(744,205)

CASH FLOW STATEMENTS

for the year ended 30 April 2003 (CONT'D.)

	Note	Group		Company	
		2003 RM	2002 RM	2003 RM	2002 RM
Balance brought forward		(478,925)	(762,278)	(469,128)	(744,205)
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of property, plant and equipment	(a)	(10,970)	(13,105)	(46,714)	(13,105)
Proceeds from sale of property, plant and equipment		37,893	491,000	37,893	321,000
Dividend received		21,000	63,000	21,000	63,000
Interest income		19,184	2,395	19,184	2,395
Fixed deposit pledged		(2,172)	(2,137)	(2,172)	(2,137)
Net cash generated from investing activities		64,935	541,153	29,191	371,153
CASH FLOWS FROM FINANCING ACTIVITIES					
Interest paid		(820,388)	—	(820,388)	—
Repayment from subsidiary company		—	—	25,947	151,927
Advance from a shareholder		491,524	1,035,182	491,524	1,035,182
Net cash (used in)/generated from financing activities		(328,864)	1,035,182	(302,917)	1,187,109
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS BROUGHT FORWARD		(742,854)	814,057	(742,854)	814,057
CASH AND CASH EQUIVALENTS CARRIED FORWARD	(b)	349,869	1,092,723	349,869	1,092,723
Notes:					
(a) Purchase of property, plant and equipment by way of:					
Cash		10,970	13,105	10,970	13,105
Transfer from subsidiary		—	—	35,744	—
		10,970	13,105	46,714	13,105
(b) Cash and cash equivalents consist of:					
Cash and bank balances		42,512	192,723	42,512	192,723
Fixed deposits with licensed financial institutions (Note 17)		307,357	900,000	307,357	900,000
		349,869	1,092,723	349,869	1,092,723

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

NOTES TO THE FINANCIAL STATEMENTS

– 30 April 2003

1. FUNDAMENTAL ACCOUNTING CONCEPT

The financial statements have been prepared under the going concern concept as the significant shareholder has agreed not to demand repayment of the amount owing by the Company during the next twelve months or until the completion of the restructuring exercise (referred to in Note 25), which ever is earlier, except in so far as the funds of the Company permit repayment and such repayment will not adversely affect the ability of the Company to meet its liabilities as and when they fall due and excepting further any repayment by way of allotment and issuance of the Company's shares.

2. GENERAL

The registered office is located at Level 10, Block B, Wisma Semantan, 12, Jalan Gelenggang, Bukit Damansara, 50490 Kuala Lumpur.

The principal place of business is located at Batang Berjuntai, 46500, Batang Berjuntai, Selangor Darul Ehsan.

The principal activity of the Company is that of investment holding. With the curtailment of tin dredging operations, the Company is seeking new business opportunities in the manufacture and sale of powdered and powder free latex examination gloves.

The Company's subsidiary, PBT Sdn. Bhd., remains dormant.

The financial statements of the Company and consolidated financial statements of the Group are expressed in Ringgit Malaysia.

The number of employees of the Company as at 30 April 2003 is 10 (2002: 11).

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 23 June 2003.

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Accounting

The financial statements of the Group and of the Company are prepared under the historical cost convention modified to include the revaluation of investments and comply with applicable Approved Accounting Standards issued by the Malaysian Accounting Standards Board.

(b) Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiary for the year ended 30 April 2003.

Where subsidiary companies are acquired or sold during the year, their results are included from the date of acquisition or excluded from the date of sale.

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

The difference between the consideration paid for the shares in the subsidiary companies and the fair value of attributable net assets acquired, at the date of acquisition, represents goodwill or reserve arising on consolidation. Goodwill arising on consolidation was amortised over a period which the Directors estimate to be the useful life.

From this year, goodwill is stated at cost as the Directors consider that the policy will more fairly reflect the continuing value of the companies acquired. There is no impact on the financial statements for the year arising from the change in policy.

(c) Subsidiary Company

A subsidiary company is a company in which long term equity interest of more than 50% is held and where the Group is in a position to exercise significant influence through management participation.

The investment in the subsidiary company is stated at cost, and provision is made in the event of any permanent diminution in value.

(d) Associated Company

An associated company is one in which the Company has a long term equity interest of between 20% and 50% and participates in its management through board representation. Share of the post-acquisition results and reserves of an associated company (if any) is equity accounted based on the latest audited or management accounts of the Company concerned.

(e) Property, Plant and Equipment

Freehold property is not depreciated. All other property, plant and equipment are included at cost less accumulated depreciation and impairment. These are depreciated over their estimated useful lives (after making due allowance for estimated residual value) using the straight line method as follows:

Buildings	10%
Office equipment	10% – 50%
Plant and machinery	10%
Motor vehicles	10% – 25%

(f) Investments

Quoted investments held on a long term basis are shown at Directors' valuation. Any surplus on revaluation, net of previous deficits, is credited to a capital reserve while any deficit on revaluation, net of previous surpluses, is taken to the income statement.

Income arising on these investments is taken to the income statement when the right to receive the dividend is established.

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

(g) Debtors

Debtors are recognised and carried at original invoice amounts less an allowance for any uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is subject to uncertainty. Bad debts are written off when so determined.

(h) Retirement benefits

The Company provides benefits to an approved retirement trust fund to finance retirement benefits payable to employees in accordance with contribution plans as set out in the previous union agreements.

(i) Retrenchment Benefits

Provision is made in the financial statements for retrenchment benefits in accordance with contribution plans set out in the previous union agreements.

(j) Deferred Taxation

Deferred taxation is provided on the liability method for all timing differences except where no liability is expected to arise in the foreseeable future. Deferred tax benefits are only recognised when there is a reasonable expectation of realisation in the near future.

(k) Cash and Cash Equivalents

Cash and cash equivalents as stated in the cash flow statement comprise cash and bank balances including fixed deposits with licensed financial institutions available on demand against which overdraft balances, if any, are deducted. Pledged fixed deposits are excluded.

(l) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. When the significant risks and rewards of ownership of the goods have passed to the buyer, revenue is recognised.

Dividend income from investment in the subsidiary company is accrued when the shareholders' right to receive the dividend is established. Interest income is recognised as the interest accrues (taking into account the effective yield on the asset) unless collectibility is in doubt.

(m) Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations and a realisable estimate can be made of the amount of the obligation.

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D.)

(n) Impairment of Assets

At each balance sheet date, the Company reviews the carrying amounts of its assets, other than inventories, assets arising from construction contracts, deferred tax assets, assets arising from employee benefits and financial assets, to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, impairment is measured by comparing the carrying values of the assets with their recoverable amounts. Recoverable amount is the higher of net selling price and value in use, which is measured by reference to discounted future cash flows. Recoverable amounts are estimated for individual assets or, if it is not possible, for the cash-generating unit to which the asset belongs.

An impairment loss is charged to the income statement immediately, unless the asset is carried at revalued amount. Any impairment loss of a revalued asset is treated as a revaluation decrease to the extent of any available previously recognised revaluation surplus for the same asset.

Reversal of impairment losses recognised in prior years is recorded when there is an indication that the impairment losses recognised for the asset no longer exist or have decreased. The reversal is recognised to the extent of the carrying amount of the asset that would have been determined (net of amortisation and depreciation) had no impairment loss been recognised. The reversal is recognised in the income statement immediately, unless the asset is carried at revalued amount. A reversal of an impairment loss on a revalued asset is credited directly to revaluation surplus. However, to the extent that an impairment loss on the same revalued asset was previously recognised as an expense in the income statement, a reversal of that impairment loss is recognised as income in the income statement.

(o) Financial Instruments

Financial instruments are recognised in the balance sheet when the Company has become a party to the contractual provisions of the instrument.

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument classified as a liability, are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity.

Financial instruments are offset when the Company has a legally enforceable right to offset and intends to settle either on a net basis or to realise the asset and settle the liability simultaneously.

(i) *Interest Bearing Amount Due To Significant Shareholder*

Interest-bearing amount due to significant shareholder is charged to the income statement as an expense in the period in which they are incurred.

(ii) *Equity Instruments*

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared and approved by the shareholders.

(iii) *Other Debtors*

Other debtors are carried at anticipated realisable values. Bad debts are written off when identified. An estimate is made for doubtful debts based on a review of all outstanding amounts as at the balance sheet date.

4. OTHER OPERATING INCOME

	Group		Company	
	2003 RM	2002 RM	2003 RM	2002 RM
Tribute income	—	253,344	—	253,344
Rental income	30,000	110,000	30,000	110,000
Interest income	19,184	2,395	19,184	2,395
Gain on disposal of property, plant and equipment	37,892	—	37,892	—
Others	588,147	584,550	588,147	584,550
	675,223	950,289	675,223	950,289

5. ADMINISTRATIVE EXPENSES

	Group		Company	
	2003 RM	2002 RM	2003 RM	2002 RM
Directors' fees	39,000	41,318	39,000	41,318
Auditors' remuneration				
– statutory audit	17,500	17,500	16,000	16,000
– non audit	160,000	260,000	160,000	260,000
Staff costs	337,852	302,393	337,852	302,393
Rental expense	19,490	3,356	19,490	3,356
Provision for doubtful debts	—	136,299	—	136,299
Provision for retirement benefits	—	2,429	—	2,429
Provision for retrenchment benefits	—	2,211	—	2,211
Loss on sale of property, plant and equipment	—	254,464	—	52,344
Restructuring exercise costs	350,063	797,629	350,063	797,629
Write-back of provision for doubtful debts	(19,552)	(84,853)	(19,552)	(84,853)
Write-back of provision for retrenchment benefit	—	(92,902)	—	(92,902)
Write-back of provision for quit rent	—	(177,056)	—	(177,056)
Write off of property, plant and equipment	46,983	—	46,983	—
Others	198,772	199,856	169,530	178,310
	1,150,108	1,662,644	1,119,366	1,437,478

6. OTHER OPERATING EXPENSES

	Group		Company	
	2003	2002	2003	2002
	RM	RM	RM	RM
Depreciation of property, plant and equipment	53,861	98,753	49,135	68,642
Management fee	60,000	60,000	60,000	60,000
Others	286,074	88,235	286,074	88,235
	399,935	246,988	395,209	216,877

7. FINANCE COSTS

	Group		Company	
	2003	2002	2003	2002
	RM	RM	RM	RM
Interest expense on loan from a significant shareholder	1,642,686	1,467,103	1,642,686	1,467,103

8. INVESTMENT INCOME

	Group/Company	
	2003	2002
	RM	RM
Gross dividend from investment quoted in Malaysia	21,000	63,000

9. EXCEPTIONAL ITEM

	Group		Company	
	2003	2002	2003	2002
	RM	RM	RM	RM
Write-back of provision for amount due from subsidiary company	—	—	—	151,927

10. TAXATION

	Group/Company	
	2003 RM	2002 RM
Malaysian taxation based on results for the year:		
– under/(over) provision in prior year	41	586
	41	586

Subject to agreement by the Inland Revenue, the deferred taxation benefit on estimated unutilised tax losses and other provisions of the Group and the Company not dealt with in the financial statements are RM43,593,000 (2002: RM41,233,000) and RM43,022,000 (2002: RM40,662,000) respectively.

11. LOSS PER SHARE

The calculation of loss per share is based on the loss for the year of RM2,496,547 (2002: RM2,364,032) for the Group and on 30,526,200 shares of RM1.00 each in issue throughout the two years ended 30 April 2003.

12. PROPERTY, PLANT AND EQUIPMENT

	Freehold property RM	Short term leasehold property RM	Buildings, office equipment and others RM	Plant and machinery RM	Motor vehicles RM	Total	
						2003 RM	2002 RM
GROUP							
Net book value							
At 1 May, net of accumulated depreciation	121,941	—	320,142	46,159	37,857	526,099	1,332,826
Additions	—	—	10,970	—	—	10,970	257,182
Disposals	—	—	(43,137)	(3,845)	(1)	(46,983)	(965,156)
Depreciation	—	—	(44,924)	(364)	(8,573)	(53,861)	(98,753)
At 30 April, net of accumulated depreciation	121,941	—	243,051	41,950	29,283	436,225	526,099

12. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

	Freehold property RM	Short term leasehold property RM	Buildings, office equipment and others RM	Plant and machinery RM	Motor vehicles RM	Total 2003 RM	Total 2002 RM
GROUP							
At 30 April 2003							
At cost	121,941	167,669	2,804,294	534,706	159,067	3,787,677	—
Accumulated depreciation	—	(167,669)	(2,561,243)	(492,756)	(129,784)	(3,351,452)	—
	121,941	—	243,051	41,950	29,283	436,225	—
At 30 April 2002							
At cost	121,941	167,669	3,306,868	585,105	333,188	—	4,514,771
Accumulated depreciation	—	(167,669)	(2,986,726)	(538,946)	(295,331)	—	(3,988,672)
	121,941	—	320,142	46,159	37,857	—	526,099
COMPANY							
Net book value							
At 1 May, net of accumulated depreciation							
	121,941	—	316,685	46,155	848	485,629	890,126
Additions	—	—	10,970	—	—	10,970	257,182
Transfer from subsidiary	—	—	3,057	—	32,687	35,744	—
Disposals	—	—	(43,137)	(3,845)	(1)	(46,983)	(593,037)
Depreciation	—	—	(44,524)	(360)	(4,251)	(49,135)	(68,642)
At 30 April, net of accumulated depreciation							
	121,941	—	243,051	41,950	29,283	436,225	485,629

12. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

	Freehold property RM	Short term leasehold property RM	Buildings, office equipment and others RM	Plant and machinery RM	Motor vehicles RM	Total 2003 RM	Total 2002 RM
COMPANY							
At 30 April 2003							
At cost	121,941	167,669	2,804,294	534,706	159,067	3,787,677	—
Accumulated depreciation	—	(167,669)	(2,561,243)	(492,756)	(129,784)	(3,351,452)	—
	121,941	—	243,051	41,950	29,283	436,225	—
At 30 April 2002							
At cost	121,941	167,669	3,299,936	585,103	259,166	—	4,433,815
Accumulated depreciation	—	(167,669)	(2,983,251)	(538,948)	(258,318)	—	(3,948,186)
	121,941	—	316,685	46,155	848	—	485,629

13. SUBSIDIARY COMPANY

	Company	
	2003 RM	2002 RM
Unquoted shares, at cost	8,300,003	8,300,003
Amount written off	(8,300,002)	(8,300,002)
	1	1
Amount due from subsidiary company	1,338,928	1,364,911
	1,338,929	1,364,912
Amount provided for	(1,338,928)	(1,364,911)
	1	1

13. SUBSIDIARY COMPANY (CONT'D.)

COMPANY	Percentage held		Country of incorporation	Principal activity
	2003	2002		
	%	%		
PBT Sdn. Bhd.	100.00	100.00	Malaysia	Dormant

14. ASSOCIATED COMPANY

	Group/Company	
	2003	2002
	RM	RM
Unquoted shares, at cost	49	49

COMPANY	Percentage held		Country of incorporation	Principal activity
	2003	2002		
	%	%		
* Wangsa Struktur Sdn. Bhd.	49.00	49.00	Malaysia	Dormant

As the company is dormant, the results of this Company have not been equity accounted for during the financial year.

** Not audited by Ernst & Young*

15. INVESTMENTS

	Group/Company	
	2003	2002
	RM	RM
Quoted in Malaysia, as revalued	1,245,000	1,245,000
Market value of quoted shares	1,435,000	2,226,000

Quoted shares stated at Directors' valuation continues to be stated on the basis of the 1993 revaluation.

16. DEBTORS

	Group/Company	
	2003	2002
	RM	RM
Other debtors	315,126	855,747
Provision for doubtful debts	(139,348)	(158,900)
	175,778	696,847

Provision for doubtful debts is analysed as follows:

Balance @ 1 May 2002	158,900	129,022
Net (writeback)/Provision for the year	(19,552)	29,878
Balance @ 30 April 2003	139,348	158,900

17. FIXED DEPOSIT

Included in the balance is a fixed deposit amounting to RM67,605 (2002: RM65,433) placed with a licensed bank as security for bank guarantee facilities granted to the Company.

18. CREDITORS

	Group		Company	
	2003	2002	2003	2002
	RM	RM	RM	RM
Other creditors	22,222,111	21,071,309	22,220,539	21,064,735
Provision for retrenchment benefits	150,000	150,000	150,000	150,000
	22,372,111	21,221,309	22,370,539	21,214,735

Included in other creditors is an amount of RM21,948,920 (2002: RM20,600,000) advanced from a significant shareholder who has agreed not to demand repayment during the next twelve months or until the completion of the restructuring exercise (referred to in Note 25), which ever is earlier, except in so far as the funds of the Company permit repayment and such repayment will not adversely affect the ability of the Company to meet its liabilities as and when they fall due and excepting further any repayment by way of allotment and issuance of the Company's shares.

The said advance is secured by a debenture creating a fixed and floating charge over all the Company's present and future properties, assets and undertakings and bears interest at 1.5% above the prevailing bank lending rate, which averages at 7.9% (2002: 7.9%) per annum.

19. SHARE CAPITAL

	Group/Company	
	2003	2002
	RM	RM
Authorised:		
35,000,000 ordinary shares of RM1 each	35,000,000	35,000,000
Issued and fully paid:		
30,526,200 ordinary shares of RM1 each	30,526,200	30,526,200

20. CAPITAL RESERVE – non-distributable

Capital reserve relates to a revaluation carried out in 1993 of the Group's quoted investments based on the prevailing market prices.

21. CONTINGENT LIABILITIES

The Group have contingent liabilities which are not readily ascertainable in respect of filling and levelling conditions on the Group's mining leases.

22. SIGNIFICANT RELATED PARTY TRANSACTIONS

	Company			
	Amount outstanding as at		Amount outstanding as at	
	2003	2003	2002	2002
	RM	RM	RM	RM
With a wholly-owned subsidiary				
– Transfer of property, plant and equipment from subsidiary	35,744	—	—	—
With the significant shareholder:				
– Malaysia Mining Corporation Berhad				
– Reimbursable expenses payable	695,744	10,266,555	1,035,183	9,739,933
– Interest charged on loan	1,642,686	11,682,365	1,467,103	10,860,067
With a subsidiary of the significant shareholder:				
– Seginiaga Rubber Industries Sdn. Bhd.				
– Supply of utilities	(1,076,654)	(97,171)	(1,032,216)	(328,664)

22. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONT'D.)

	Company			
	Amount		Amount	
	outstanding		outstanding	
	as at		as at	
	2003	2003	2002	2002
	RM	RM	RM	RM
With wholly-owned subsidiaries of the significant shareholder:				
– Pernas Charter Management Sdn. Bhd.				
– Professional services rendered	60,000	—	60,000	—
– Rental receivable	(30,000)	—	(30,000)	—
– Reimbursable expenses payable	144,864	42,116	31,746	41,405
– MMC Marketing Sdn. Bhd.				
– Rental expense	18,000	18,000	—	—

The Directors of the Company are of the opinion that the above transactions were conducted in the normal course of business and are under terms that are no less favourable than those arranged with third parties.

23. FUTURE CAPITAL COMMITMENTS

	Group		Company	
	2003	2002	2003	2002
	RM	RM	RM	RM
Consultancy fees in respect of restructuring scheme	2,000,000	500,000	2,000,000	500,000

24. SIGNIFICANT EVENTS DURING THE YEAR

On 30 April 2002, the Board of Directors had announced to the Kuala Lumpur Stock Exchange (“KLSE”) that it had embarked on a revised restructuring scheme, which upon completion would transform the Company’s principal activity into a Company involved in the supply and service of equipment and spare parts to the oil and gas industry.

However, pursuant to a letter dated 10 February 2003, the Vendors declined the Company’s request to extend the Sale and Purchase Agreement which expired on 30 January 2003. As a result, the revised restructuring scheme was terminated.

25. SIGNIFICANT EVENTS SUBSEQUENT TO THE FINANCIAL YEAR

On 26 May 2003, the company had entered into a Shares Sale Agreement with Chip Lam Seng Berhad, to acquire 100% equity interest in Comfort Rubber Gloves Industries Sdn. Bhd. This scheme would enable the Company to regularise its financial condition pursuant to PN4/2001 and PN10/2001. The scheme would transform the Company's principal activity into a Company involved in manufacturing and trading of powdered and powder-free latex examination gloves. The revised scheme involves:

- (i) the proposed capital reconstruction exercise pursuant to Section 64 of the Companies Act, 1965 to reduce the existing issued and paid-up share capital of the Company from RM30,526,200 comprising 30,526,200 of the Company shares to RM6,105,240 comprising 30,526,200 Ordinary Shares of 20 sen each by the cancellation of RM0.80 of the par value of the Company's shares and thereafter, the consolidation of 5 Ordinary Shares of RM0.20 each in the Company into 1 ordinary share of RM1.00 each ("new BTD share"), resulting in an issued and paid-up share capital of RM6,105,240 comprising 6,105,240 BTD shares;
- (ii) the proposed conversion of RM22,000,000 debts owed by the Company to Malaysia Mining Corporation Berhad ("MMC") as at 30 April 2003 into 22,000,000 new BTD shares at RM1.00 per share; and
- (iii) the proposed acquisition by the Company of the entire issued and paid-up capital of Comfort Rubber Gloves Industries Sdn. Bhd. from Chip Lam Seng Berhad for a total purchase consideration of RM90,300,000 to be wholly satisfied by the issuance of 90,300,000 new BTD shares at an issue price of RM1.00 per share.

26. FINANCIAL INSTRUMENTS

(a) Financial Risk Management Objectives and Policies

The Company's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Company's businesses whilst managing its interest rate, foreign exchange, liquidity and credit risks. The Company operates within clearly defined guidelines and the Company's policy is not to engage in speculative transactions.

(b) Interest Rate Risk

The Company's primary interest rate risk relates to interest on amount due to significant shareholder, as the Company had no long-term loans as at 30 April 2003. Investment in financial assets are mainly short term in nature, placed in short-term deposits and they are not held for speculative purposes.

(c) Liquidity Risk

The Company maintains sufficient levels of cash or cash convertible investments to meet its working capital requirements. In addition, the Company strives to maintain available banking facilities of a reasonable level to its overall working capital liabilities. The Company raises committed funding from a significant shareholder and prudently balances its portfolio with some short term funding so as to achieve overall cost effectiveness.

26. FINANCIAL INSTRUMENTS (CONT'D.)**(d) Credit Risk**

Credit risks, or the risk of counterparties defaulting, is managed by the application of credit approvals, limits and monitoring procedures. Other receivables are monitored on an ongoing basis via Company management reporting procedures. The Company does not have any major concentration of credit risk related to any financial instruments.

(e) Fair Values

The net fair values of financial liabilities approximate the carrying values on the balance sheet of the Company.

The following methods and assumptions are used to estimate the fair values of the respective classes of financial instruments:

(i) Other receivables and payables

The carrying amounts of other receivables and payables are reasonable estimates of fair values because of their short maturities.

(ii) Amount due to significant shareholder

In the opinion of the Directors, it is not practicable to determine the fair value of the amount due to holding company as there is no fixed term of repayment of the amount, except for the conversion of the debt into ordinary shares upon the successful completion of the restructuring scheme, as detailed in Note 24, to which the fair value equates the carrying value.

(iii) Provision for liabilities

Provision for employee benefits and retrenchment benefits are deemed to approximate the fair values as these provisions are made in respect of employees' entitlements.

27. SEGMENTAL INFORMATION

There is no disclosure of segmental information as required by MASB Standard No. 22, Segment Reporting, as the Company has no operations.

PROXY FORM

I/We, _____

(BLOCK LETTERS)

of _____

being a member/members of **BERJUNTAI TIN DREDGING BERHAD** hereby appoint _____

of _____

or failing him, the Chairman of the meeting as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 22 October 2003 and at any adjournments thereof, on the following resolutions referred to in the notice of the Annual General Meeting:

NO.	RESOLUTION	FOR	AGAINST
1.	Adoption of Report and Income Statements		
2.	Re-election of Directors		
	a. Dato' Mohd. Hanafiah bin Omar		
	b. Ahmad Kamal bin Abdullah Al-Yafii		
3.	Directors' fees and meeting allowances		
4.	Re-election of Auditors		

Number of shares held	
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Dated: _____ Signature: _____

NOTES:

1. This proxy form must be deposited at the Registrar's office at Pernas Charter Management Sendirian Berhad, 10th Floor, Block B, Wisma Semantan, No. 12 Jalan Gelenggang, Bukit Damansara, 50490 Kuala Lumpur, Malaysia not less than forty eight (48) hours before meeting.
2. In the case of a corporation, this proxy form should be under its common seal or under the hand of an officer or attorney duly authorised on its behalf. A proxy need not be a member of the Company and a member may appoint any person to be his proxy. The 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 representative and a person so authorised shall be entitled to exercise the same powers on behalf of the corporation as the corporation could exercise if it were an individual member of the Company.
4. In case of joint holders, the signature of any of them will suffice.
5. Unless voting instructions are indicated in the spaces provided above, the proxy may vote as he/she thinks fit.

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STAMP

TO: THE REGISTRARS
BERJUNTAI TIN DREDGING BERHAD (852-D)
10th Floor, Block B, Wisma Semantan,
No. 12, Jalan Gelenggang,
Bukit Damansara, 50490 Kuala Lumpur.

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