KEN HOLDINGS BHD

6, Jalan Datuk Sulaiman,
Taman Tun Dr. Ismail,
60000 Kuala Lumpur, Malaysia.
Tel : 03 7727 9933
Fax : 03 7728 8246
Website : www.kenholdings.com.my

KEN HOLDINGS BHD

Annual Report | Laporan Tahunan 2004

KEN HOLDINGS BHD

Incorporated in Malaysia (Company No. 106173-M)

25 years 1980 - 2005
Developing Your Future

Annual Report | Laporan Tahunan 2004

Contents

Kandungan

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Twenty-First Annual General Meeting of the Company will be held at the Tournament Room, Kuala Lumpur Golf & Country Club, 10, Jalan 1/70D, off Jalan Bukit Kiara, 60000 Kuala Lumpur on Thursday, 19 May 2005, at 10.00 a.m. for the transaction of the following business:

1. To receive and adopt the Audited Financial Statements for the year ended 31 December 2004 together with the Reports of the Directors and the Auditors thereon. **(Resolution 1)**

2. To declare a first and final dividend of 5% less tax in respect of the year ended 31 December 2004. **(Resolution 2)**

3. To approve the Directors' fees of RM80,000 (2003 : RM80,000) in respect of the year ended 31 December 2004. **(Resolution 3)**

4. To re-elect the following Directors who retire pursuant to Article 101 of the Company's Articles of Association and, being eligible, offer themselves for re-election:-

   (a) Mr. Tan Boon Kang **(Resolution 4)**
   (b) Mr. Tan Moon Hwa **(Resolution 5)**

5. To consider and, if thought fit, pass the following resolution pursuant to Section 129(6) of the Companies Act, 1965:-

   "THAT, pursuant to Section 129(6) of the Companies Act, 1965, Dato' Ahmad Badri bin Mohamed Basir be re-appointed as a Director of the Company to hold office until the conclusion of next Annual General Meeting." **(Resolution 6)**

6. To re-appoint Messrs. KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 7)**

7. As Special Business:-
   To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:-

   (a) Ordinary Resolution 1 **(Resolution 8)**
   Authority to issue shares pursuant to Section 132D of the Companies Act, 1965

   "THAT subject always to the Companies Act, 1965, Articles of Association of the Company and approvals of the relevant governmental/regulatory bodies where such approvals shall be necessary, the Directors be and are hereby authorised and empowered pursuant to Section 132D of the Companies Act, 1965 to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten percent (10%) of the issued capital for the time being of the Company and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad."

   (b) Ordinary Resolution 2 **(Resolution 9)**
   Authority to issue shares pursuant to the Employees' Share Option Scheme

   "THAT pursuant to Section 132D of the Companies Act, 1965, the Directors be and are hereby authorised to issue shares in the Company from time to time under the Employees' Share Option Scheme as approved by an ordinary resolution passed at the Extraordinary General Meeting of the Company held on 30 June 2000 provided that the aggregate number of shares to be issued does not exceed ten percent (10%) of the issued share capital of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."

8. To transact any other business for which due notice shall have been given.

Notice of Annual General Meeting (cont'd)

Notice of Dividend Entitlement

NOTICE IS HEREBY GIVEN that, subject to the approval of the shareholders at the Twenty-First Annual General Meeting, the first and final dividend of 5% less tax in respect of the year ended 31 December 2004 will be payable on 1 June 2005 to depositors registered in the Record of Depositors on 24 May 2005.

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

(a) Shares transferred to the Depositor's Securities Account before 4.00 p.m. on 24 May 2005 in respect of transfers; and

(b) Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD,

CHOW CHOOI YOONG
HAZLINA BT HARUN
Company Secretaries

Kuala Lumpur
27 April 2005

Notes:

1. A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote instead of him/her. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.

2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.

3. In the case of a corporate body, the proxy appointed must be in accordance with the Memorandum and Articles of Association, and the instrument appointing a proxy shall be given under the Company's Common Seal or under the hand of an officer or attorney duly authorised.

4. The Form of Proxy must be deposited at the Company's Registered Office at No. 6, Jalan Datuk Sulaiman, Taman Tun Dr. Ismail, 60000 Kuala Lumpur not less than 48 hours before the time set for the meeting or any adjournment thereof.

5. **Explanatory Notes on Special Business**
   Resolution pursuant to Section 132D of the Companies Act, 1965
   Resolution No. 8 proposed under item 7(a), if passed, will give the Directors of the Company from the date of the above General Meeting, authority to allot and issue ordinary shares from the unissued capital of the Company being for such purposes as the Directors consider would be in the interest of the Company. This would avoid any delay and costs in convening a General Meeting to specifically approve such an issue of shares. This authority will, unless revoked or varied by the Company in General Meeting, expire at the next Annual General Meeting.

   Resolution pursuant to Employees' Share Option Scheme
   Resolution No. 9 proposed under item 7(b), if passed, will empower the Directors of the Company to allot and issue shares to those employees who have exercised their options under the Employees' Share Option Scheme.

Statement Accompanying The Notice Of Annual General Meeting

(Pursuant to Paragraph 8.28(2) of the Listing Requirements of Bursa Malaysia Securities Berhad)

1. Directors who are standing for re-election at the Twenty-First Annual General Meeting of the Company

(a) Pursuant to Article 101 of the Company's Articles of Association

(i) Mr. Tan Boon Kang
(ii) Mr. Tan Moon Hwa

(b) Pursuant to Section 129(6) of the Companies Act, 1965

Dato' Ahmad Badri bin Mohamed Basir

2. Details of attendance of Directors at Board Meetings

Details of attendance of Directors at Board Meetings held during the financial year ended 31 December 2004 are set out on page 18 of this Annual Report.

3. Place, Date and Time of the Twenty-First Annual General Meeting

The Twenty-First Annual General Meeting of the Company will be held at the Tournament Room, Kuala Lumpur Golf & Country Club, 10, Jalan 1/70D, off Jalan Bukit Kiara, 60000 Kuala Lumpur on Thursday, 19 May 2005, at 10.00 a.m.

4. Further details of Directors who are standing for re-election

Further details of Directors who are standing for re-election are as follows:-

Details	Tan Boon Kang	Tan Moon Hwa	Dato' Anmad Badri bin Mohamed Basir
Age:	47	42	70
Nationality/Race:	Malaysian/Chinese	Malaysian/Chinese	Malaysian/Malay
Directorship:	Managing Director	Executive Director	Independent Non-Executive Chairman
Qualification:	Refer to page 9	Refer to page 13	Refer to page 8
Working experience and occupation:	Refer to page 9	Refer to page 13	Refer to page 8
Other directorship of public companies:	Nil	Nil	MNI Holdings Berhad Malaysia Packaging Industry Berhad Aseamlease Berhad
Securities holdings in the Company and its subsidiaries:	Refer to page 42	Refer to page 42	Nil
Family relationship with any director and/or Major shareholder of the Company:	Spouse of Mdm. Lau Pek Kuan and brother of Mr. Tan Moon Hwa who are both Executive Directors	Brother of Mr. Tan Boon Kang who is the Managing Director	Nil
Any conflict of interest:	Nil	Nil	Nil
List of convictions for offences within the past 10 years other than traffic offences:	Nil	Nil	Nil

Corporate Information / *Maklumat Korporat*

Board of Directors / *Lembaga Pengarah*

Dato' Ahmad Badri bin Mohamed Basir
Independent Non-Executive Chairman
Pengerusi Bebas Bukan Eksekutif

Lau Pek Kuan
Executive Director
Pengarah Eksekutif

Tang Kam Chee
Executive Director
Pengarah Eksekutif

Dato' Raja Haji Ahmad Zainuddin bin Raja Haji Omar
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

Tan Boon Kang
Managing Director
Pengarah Urusan

Tan Moon Hwa
Executive Director
Pengarah Eksekutif

Sha Thiam Fook
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

Loo Pak Soon
Non-Executive Director
Pengarah Bukan Eksekutif

Audit Committee / *Jawatankuasa Audit*

Chairman / *Pengerusi*

Sha Thiam Fook
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

Members / *Ahli*

Dato' Ahmad Badri bin Mohamed Basir
Independent Non-Executive Chairman
Pengerusi Bebas Bukan Eksekutif

Tan Boon Kang
Managing Director
Pengarah Urusan

Remuneration Committee / *Jawantankuasa Ganjaran*

Chairman / *Pengerusi*

Sha Thiam Fook
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

Members / *Ahli*

Tan Boon Kang
Managing Director
Pengarah Urusan

Dato' Ahmad Badri bin Mohamed Basir
Independent Non-Executive Chairman
Pengerusi Bebas Bukan Eksekutif

Nomination Committee / *Jawantakuasa Pencalonan*

Chairman / *Pengerusi*

Dato' Ahmad Badri bin Mohamed Basir
Independent Non-Executive Chairman
Pengerusi Bebas Bukan Eksekutif

Members / *Ahli*

Sha Thiam Fook
Independent Non-Executive Director
Pengarah Bebas Bukan Eksekutif

Loo Pak Soon
Non-Executive Director
Pengarah Bukan Eksekutif

Company Secretaries / *Setiausaha Syarikat*

Chow Chooi Yoong (MAICSA 0772574)
Hazlina bt Harun (LS03078)

Registered Office / *Pejabat Berdaftar*

6 Jalan Datuk Sulaiman
Taman Tun Dr. Ismail
60000 Kuala Lumpur
Tel: 03 7727-9933
Fax: 03 7728-8246
e-mail : khb@kenholdings.com.my

Shares Registrar / *Pendaftar*

Tenaga Koperat Sdn Bhd
20th Floor, Plaza Permata
Jalan Kampar, Off Jalan Tun Razak
50400 Kuala Lumpur
Tel: 03 4041-2188
Fax: 03 4043-9233

Auditors / *Juruaudit*

KPMG
Chartered Accountants
Wisma KPMG
Jalan Dungun, Damansara Heights
50490 Kuala Lumpur

Principal Bankers / *Bank-Bank Utama*

Malayan Banking Berhad (Maybank)
United Overseas Bank (Malaysia) Berhad

Stock Exchange / *Bursa Saham Disenaraikan*

Main Board of the Bursa Malaysia Securities Berhad

Corporate Structure / Struktur Korporat

KEN HOLDINGS BHD

100%
KEN GROUTING SDN BHD
Specialist Engineering Services, Turnkey Contract, Building and Civil Engineering Works

100%
KEN-CHEC SDN BHD
Land Reclamation, Dredging, Civil and Marine Engineering

90%
SUCCESS GOAL ASIA LIMITED
Engineering Services and Lease of Specialist Equipment

10%

100%
SUPPORT CAPITAL SDN BHD
Invesment Holding

57.6%
KENLY (HK) LIMITED
Construction, Civil Engineering, Specialist Engineering Service, and Micro-tunneling

100%
KENLY ENGINEERING LIMITED
Construction, Civil Engineering and Specialist Engineering Services

100%
KHIDMAT TULIN SDN BHD
Housing Developer and Contractor

100%
KEN PROJECTS SDN BHD
Invesment Holding

100%
T.B.S. MANAGEMENT SDN BHD
Property Management Services

100%
KEN RIMBA JAYA SDN BHD
Housing Development and Investment Holding

100%
KD MANAGEMENT SDN BHD
(Formerly known as Ken Damansara Management Sdn Bhd)
Property Management Services

100%
KEN PROPERTY SDN BHD
Property Holding, Investment and Housing Developer

100%
KEN LINK SDN BHD
Property Holding and Investment

100%
AUNYANG HOLDINGS SDN BHD
Investment Holding

Board of Directors / Lembaga Pengarah

1. **Dato' Ahmad Badri bin Mohamed Basir**
   Independent Non-Executive Chairman
   Pengerusi Bebas dan Bukan Eksekutif

2. **Tan Boon Kang**
   Managing Director
   Pengarah Urusan

3. **Lau Pek Kuan**
   Executive Director
   Pengarah Eksekutif

4. **Tan Moon Hwa**
   Executive Director
   Pengarah Eksekutif

5. **Tang Kam Chee**
   Executive Director
   Pengarah Eksekutif

6. **Sha Thiam Fook**
   Independent Non-Executive Director
   Pengarah Bebas dan Bukan Eksekutif

7. **Loo Pak Soon**
   Non-Executive Director
   Pengarah Bukan Eksekutif

8. **Dato' Raja Haji Ahmad Zainuddin bin Raja Haji Omar**
   Independent Non-Executive Director
   Pengarah Bebas dan Bukan Eksekutif

Directors' Profile / Profil Para Pengarah

Dato' Ahmad Badri bin Mohamed Basir

70 years of age / *70 tahun*
Malaysian / *Warganegara Malaysia*
Independent Non-Executive Chairman
Pengerusi Bebas Bukan Eksekutif

He was appointed to the Board as Independent Non-Executive Chairman of the Group on 20 March 2001. He is the Chairman of the Nomination Committee and also a member of the Audit and Remuneration Committees.

He holds a Bachelor of Arts Degree from University Malaya and a Master Degree in Public Administration from the University of Pittsburgh, USA. He is also a fellow member of the Chartered Institute of Transport (London) and had also attended the Advance Management Programme at Harvard University, USA. He joined the Malaysian civil service after graduation and held various key positions including Secretary General of Ministry of Agriculture during the period 1987 to 1990. He also served as the Chairman of Bank Pertanian Malaysia from 1994 to 1997.

He is actively involved in the business community and currently sits on the board of a number of public companies such as MNI Holdings Berhad, Malaysia Packaging Industry Berhad and Aseamlease Berhad.

Beliau dilantik menganggotai Lembaga Pengarah Kumpulan sebagai Pengerusi Bebas Bukan Eksekutif pada 20 Mac 2001. Beliau adalah Pengerusi Jawatankuasa Pencalonan dan juga seorang ahli Jawatankuasa Audit dan Ganjaran.

Beliau memperolehi Ijazah Sarjana Muda Sastera dari Universiti Malaya dan Ijazah Sarjana Pentadbiran Awam dari Universiti Pittsburgh, USA. Beliau juga merupakan ahli badan ilmiah Chartered Institute of Transport (London) dan pernah mengikuti Program Lanjutan Pengurusan di Universiti Harvard, USA. Setelah menamatkan pengajiannya, beliau mula berkhidmat dalam sektor perkhidmatan awam dan pernah memegang beberapa jawatan penting termasuk Ketua Setiausaha Kementerian Pertanian dari tahun 1987 hingga 1990. Beliau juga menjadi Pengerusi Bank Pertanian Malaysia dari tahun 1994 hingga 1997.

Beliau aktif dalam komuniti perniagaan dan pada masa ini menjadi pengarah kepada beberapa syarikat awam seperti MNI Holdings Berhad, Malaysia Packaging Industry Berhad dan Aseamlease Berhad.

Directors' Profile (cont'd) / Profil Para Pengarah (samb.)

He was the founder of the Group and has been the driving force behind the growth of the Group in all its activities in the past 25 years. He was appointed to the Board on 18 March 1996. He has vast experience in the specialist engineering business and was the pioneer in Malaysia for the infamous soil-nailing system which is now the most widely used method of slope protection. He has contributed significantly in elevating the Group to become one of the more established specialist engineering companies in Malaysia and now Hong Kong.

He was instrumental in diversifying the Group's business into property development and has created a very eminent brand name whilst developing a loyal following amongst property buyers in the Klang Valley.

Currently he is also the Managing Director of Ken Grouting Sdn Bhd, Ken-Chec Sdn Bhd, Ken Property Sdn Bhd and Khidmat Tulin Sdn Bhd and Ken Rimba Jaya Sdn Bhd. He is also a director of Ken Projects Sdn Bhd, Ken Link Sdn Bhd, Support Capital Sdn Bhd, Aunyang Holdings Sdn Bhd, Kenly (HK) Limited, Kenly Engineering Ltd and Success Goal Asia Limited.

His spouse, Mdm Lau Pek Kuan and brother, Mr Tan Moon Hwa are also members of the board.

Beliau ialah pengasas Kumpulan dan tokoh yang menjana pertumbuhan Kumpulan sejak 25 tahun yang lepas. Beliau dilantik menjadi ahli Lembaga pada 18 Mac 1996. Beliau mempunyai pengalaman yang mendalam dalam industri kejuruteraan pakar dan merupakan perintis di Malaysia untuk sistem pemakuan tanah yang terkenal yang kini digunakan secara meluas untuk melindungi lereng. Beliau banyak menyumbang kepada meningkatkan taraf Kumpulan sebagai kumpulan syarikat kejuruteraan pakar yang ternama di Malaysia dan kini di Hong Kong.

Beliau berperanan penting dalam mempelbagaikan perniagaan Kumpulan ke dalam pembangunan hartanah dan berjaya mencipta jenama yang ulung dan mendapat sambutan baik daripada pembeli-pembeli hartanah di Lembah Klang.

Pada masa ini, beliau juga merupakan Pengarah Urusan Syarikat Ken Grouting Sdn Bhd, Ken-Chec Sdn Bhd, Ken Property Sdn Bhd, Khidmat Tulin Sdn Bhd dan Ken Rimba Jaya Bhd. Beliau juga merupakan Pengarah Ken Projects Sdn Bhd, Ken Link Sdn Bhd, Support Capital Sdn Bhd, Ken Rimba Jaya Sdn Bhd, Aunyang Holdings Sdn Bhd, Kenly (HK) Limited, Kenly Engineering Ltd dan Success Goal Asia Limited.

Isteri beliau iaitu Puan Lau Pek Kuan dan adiknya Encik Tan Moon Hwa juga adalah ahli-ahli Lembaga.

Tan Boon Kang
47 years of age / *47 tahun*
Malaysian / *Warganegara Malaysia*
Managing Director / *Pengarah Urusan*

Lau Pek Kuan

48 years of age / *48 tahun*
Malaysian / *Warganegara Malaysia*
Executive Director / *Pengarah Eksekutif*

She was the co-founder of the Group and was instrumental in developing and implementing the accounting and human resource policies for the Group and its subsidiaries. She was appointed to the Board on 18 March 1996. She has extensive knowledge and experience for procunement of materials in specialist engineering and building construction and currently heads the Group's procurement and operational division. She has been responsible for integrating the Group's operations for effective cost containment measures and maintaining a high level of efficiency for the Group.

She is also a Director of Ken Grouting Sdn Bhd, Ken-Chec Sdn Bhd, Ken Property Sdn Bhd, Ken Projects Sdn Bhd, Khidmat Tulin Sdn Bhd, Support Capital Sdn Bhd, Ken Rimba Jaya Sdn Bhd and Ken Link Sdn Bhd.

She is the spouse of Mr Tan Boon Kang who is the Managing Director of the Company. Her brother-in-law, Mr Loo Pak Soon also sits on the board.

Beliau ialah pengasas bersama Kumpulan dan berperanan penting dalam pembangunan dan pelaksanaan polisi perakaunan dan sumber manusia untuk Kumpulan dan anak-anak syarikatnya. Beliau dilantik ke Lembaga pada 18 Mac 1996. Beliau mempunyai pengetahuan dan pengalaman yang luas dalam perolehan untuk bahan kejuruteraan pakar dan bahan binaan dan kini mengetuai bahagian perolehan dan operasi. Beliau bertanggungjawab mengintegrasikan operasi Kumpulan dengan memastikan penggunaan kos secara berkesan serta mengekalkan prestasi kualiti Kumpulan yang cemerlang.

Beliau juga merupakan salah seorang pengarah Ken Grouting Sdn Bhd, Ken-Chec Sdn Bhd, Ken Property Sdn Bhd, Ken Projects Sdn Bhd, Khidmat Tulin Sdn Bhd, Support Capital Sdn Bhd, Ken Rimba Jaya Sdn Bhd dan Ken Link Sdn Bhd.

Beliau merupakan isteri kepada En.Tan Boon Kang, Pengarah Urusan Syarikat. Adik iparnya, En. Loo Pak Soon juga adalah ahli Lembaga.

He was appointed an Independent Non-Executive Director of the Company on 3 May 1995 and is the Chairman of the Audit and Remuneration Committees. He is also a member of the Nomination Committee.

He graduated with a Bachelor of Commerce from Nanyang University, Singapore in 1974. He furthered his studies in Australia where he was admitted to the Australian Society of Certified Practising Accountants as an associate member since 1976. He was admitted to the Malaysian Institute of Accountants as a Public Accountant (now known as Chartered Accountant) in July 1980. He started his own public accountants firm, Sha & Co (now known as Sha, Tan & Co) in 1981.

He is an Independent Non-Executive Director of Maxbiz Corporation Berhad (Maxbiz). He is also the Chairman of the Audit Committee and a member of the Nomination and Remuneration Committee's of Maxbiz.

Beliau dilantik sebagai Pengarah Bebas dan Bukan Eksekutif pada 3 Mei 1995 dan merupakan Pengerusi Jawatankuasa Audit dan Jawatankuasa Ganjaran. Beliau juga adalah ahli Jawatankuasa Pencalonan.

Beliau memperolehi Ijazah Sarjana Muda dalam Perdagangan dari Universiti Nanyang, Singapura pada tahun 1974. Beliau melanjutkan pelajaran ke Australia dan telah diterima sebagai ahli bersekutu Persatuan Pengamal Akauntan Bertauliah Australia pada tahun 1976. Beliau juga diterima sebagai Akauntan Awam (kini dikenali sebagai Akauntan Bertauliah) Institut Akauntan Malaysia pada Julai 1980.

Beliau menubuhkan firma akauntan awam sendiri, Sha & Co (kini dikenali sebagai Sha, Tan & Co) pada tahun 1981.

Beliau adalah seorang Pengarah Bukan Esekutif Bebas Maxbiz Corporation Berhad (Maxbiz). Beliau juga merupakan Pengerusi Jawatankuasa Audit dan ahli Jawatankuasa Pencalonan dan Jawatankuasa Ganjaran bagi Maxbiz.

Sha Thiam Fook

54 years of age / *54 tahun*
Malaysian / *Warganegara Malaysia*
Independent Non-Executive Director
Pengarah Bebas dan Bukan Eksekutif

Tang Kam Chee

50 years of age / *50 tahun*
Malaysian / *Warganegara Malaysia*
Executive Director / *Pengarah Eksekutif*

He was appointed to the Board on 20 February 1998. He graduated from Kolej Tunku Abdul Rahman with a Diploma in Business Studies in 1977 and is also a member of the Association of Chartered Certified Accountants and the Institute of Chartered Secretaries and Administrators (UK) . He started his audit career with Hanafiah Raslan Mohamad (now known as Ernst & Young) a public accounting firm in 1977. He had previously work with Fraser & Neave Berhad, Cycle & Carriage Bintang Berhad, MBf Holdings Berhad and prior to joining the Group he was involved in property development with Metroplex Berhad.

He is also a director of Khidmat Tulin Sdn Bhd, Support Capital Sdn Bhd, KD Management Sdn Bhd, Aunyang Holdings Sdn Bhd, Ken Property Sdn Bhd, Ken Projects Sdn Bhd, TBS Management Sdn Bhd, Ken Link Sdn Bhd, Ken Rimba Jaya Sdn Bhd, Kenly (HK) Limited, Kenly Engineering Ltd, Success Goal Asia Limited and Classic Scenic Berhad.

Beliau dilantik menganggotai Lembaga Pengarah pada 20 Februari 1998. Beliau memperolehi Diploma Pengajian Perniagaan pada tahun 1977 dari Kolej Tunku Abdul Rahman dan juga adalah ahli Persatuan Akauntan Bertauliah serta Institute of Chartered Secretaries and Administrators (UK). Beliau memulakan kerjayanya dalam bidang audit di Hanafiah Raslan Mohamad (kini dikenali sebagai Ernst & Young), sebuah firma akauntan awam pada tahun 1977. Beliau pernah berkhidmat dengan Fraser & Neave Berhad, Cycle & Carriage Bintang Berhad, MBf Holdings Berhad dan sebelum berkhidmat dengan Kumpulan, beliau terlibat dalam bidang pembangunan hartanah di Metroplex Berhad .

Beliau juga memegang jawatan sebagai pengarah Khidmat Tulin Sdn Bhd, Support Capital Sdn Bhd, KD Management Sdn Bhd, Aunyang Holdings Sdn Bhd, Ken Rimba Jaya Sdn Bhd, Ken Property Sdn Bhd, Ken Projects Sdn Bhd, TBS Management Sdn Bhd, Ken Link Sdn Bhd, Kenly (HK) Limited, Kenly Engineering Ltd, Success Goal Asia Limited dan Classic Scenic Berhad.

Directors' Profile (cont'd) / Profil Para Pengarah (samb.)

He was appointed to the Board on 18 March 1996. He has been with the Group since 1980 and has extensive experience, with more than 15 years in the specialist engineering business, particularly in the geo-technical sector and structural repair and rehabilitation works. He currently heads the specialist engineering section and has improvised techniques to expedite and improve efficiency.

He is also a director of Ken Grouting Sdn Bhd, Ken-Chec Sdn Bhd, Ken Projects Sdn Bhd, Ken Property Sdn Bhd, Ken Link Sdn Bhd, TBS Management Sdn Bhd and KD Management Sdn Bhd.

His brother, Mr Tan Boon Kang is the Managing Director of the Company.

Beliau dilantik menganggotai Lembaga Pengarah pada 18 Mac 1996. Beliau mula berkhidmat dengan Kumpulan semenjak 1980 dan berpengalaman luas melebihi 15 tahun dalam industri kejuruteraan, terutamanya dalam sektor geo-teknikal dan kerja-kerja pembaikan serta pemulihan struktur. Beliau kini mengetuai bahagian kejuruteraan pakar dan telah berupaya memperbaiki teknik untuk mempercepatkan serta mempertingkatkan kecekapan.

Beliau juga merupakan salah seorang Pengarah Ken Grouting Sdn Bhd, Ken-Chec Sdn Bhd, Ken Projects Sdn Bhd, Ken Property Sdn Bhd, Ken Link Sdn Bhd, TBS Management Sdn Bhd dan KD Management Sdn Bhd.

Abang beliau, En Tan Boon Kang, adalah Pengarah Urusan Syarikat.

Tan Moon Hwa

42 years of age / *42 tahun*
Malaysian / *Warganegara Malaysia*
Executive Director / *Pengarah Eksekutif*

Dato' Raja Haji Ahmad Zainuddin bin Raja Haji Omar

49 years of age / *49 tahun*
Malaysian / *Warganegara Malaysia*
Independent Non-Executive Director
Pengarah Bebas dan Bukan Eksekutif

Dato' Raja Haji Ahmad Zainuddin bin Raja Haji Omar was appointed to the Board on 29 January 2003. He has been actively involved in the political scene in Malaysia since 1982. He was the Press Secretary to the Menteri Besar of Perak in 1982 and moved on to be the Political Secretary in 1986 until 1999. He has been the Member of Parliament for the constituency of Larut since 1999. He was also the Perak State Assemblyman for Batu Kurau from 1990 to 1999. He is the current Chairman of the Commercial Vehicles Licencing Board of Malaysia.

He is also a director of Muhibbah Engineering (M) Berhad.

Beliau dilantik menganggotai Lembaga Pengarah pada 29 Januari 2003. Beliau sangat aktif melibatkan dirinya dalam bidang politik negara semenjak tahun 1982. Beliau pernah berkhidmat sebagai Setiausaha Media Menteri Besar Negeri Perak pada tahun 1982 dan dilantik menjadi Setiausaha Politik pada tahun 1986 sehingga 1999. Semenjak tahun 1999, beliau telah berkhidmat sebagai Ahli Parlimen Kerajaan Persekutuan Malaysia untuk kawasan Larut. Beliau juga pernah berkhidmat sebagai Wakil Rakyat Negeri Perak untuk Batu Kurau dari tahun 1990 sehingga 1999. Kini beliau bertugas sebagai Pengerusi Lembaga Pelesenan Pengankutan Awam Malaysia.

Beliau juga memegang jawatan sebagai pengarah Muhibbah Engineering (M) Berhad.

Directors’ Profile (cont’d) / Profil Para Pengarah (samb.)

He was appointed to the Board on 18 March 1996. He graduated with a Bachelor of Commerce (Hons) Degree in Finance from the University of Windsor, Canada in 1984 and has over 8 years of experience in the commercial and merchant banking sector. He was with Arab-Malaysian Credit Bhd from 1984 to 1987, Arab-Malaysian Merchant Bank Bhd from 1987 to 1989, Lee Wah Bank Ltd (now known as United Overseas Bank (Malaysia) Bhd) from 1989 to 1990 and finally, Bank Buruh (M) Berhad (now known as Affin Bank Berhad) from 1990 to 1992. In 1992, Mr Loo joined NCK Corporation Berhad as the Finance Manager and subsequently joined Powernet Industries Sdn Bhd in 1993. He is now the Executive Director of Kumpulan Powernet Berhad, listed on the second board of Bursa Malaysia Securities Berhad. He is also a member of the Nomination Committee.

His sister-in-law, Mdm Lau Pek Kuan is also a member of the board.

Beliau dilantik menganggotai Lembaga Pengarah pada 18 Mac 1996. Seorang graduan Ijazah Sarjana Muda (Kepujian) Perdagangan dalam bidang kewangan daripada University of Windsor, Kanada pada tahun 1984. Beliau mempunyai lebih daripada 8 tahun pengalaman dalam sektor komersil dan bank perdagangan. Beliau pernah berkhidmat dengan Arab-Malaysian Credit Bank Bhd dari tahun 1984 hingga 1989, Arab-Malaysian Merchant Bank dari tahun 1987 hingga 1989, Lee Wah Bank Ltd (kini dikenali sebagai United Overseas Bank (Malaysia) Bhd) dari tahun 1989 hingga 1990 dan akhir sekali di Bank Buruh (M) Bhd (kini dikenali sebagai Affin Bank Berhad) dari tahun 1990 hingga 1992. Pada tahun 1992, Encik Loo berkhidmat sebagai Pengurus Kewangan di NCK Corporation Berhad dan kemudian menjawat sebagai Pengarah Eksekutif Urusan Powernet Industries Sdn Bhd pada tahun 1993. Beliau kini adalah Pengarah Eksekutif Kumpulan Powernet Berhad yang telah disenaraikan di Papan Kedua Bursa Malaysia Securities Berhad. Beliau juga merupakan seorang ahli Jawatankuasa Pencalonan.

Kakak ipar beliau, Puan Lau Pek Kuan, juga adalah ahli Lembaga.

Loo Pak Soon

42 years of age / *42 tahun*
Malaysian / *Warganegara Malaysia*
Non-Executive Director / *Pengarah Bukan Eksekutif*

Save as disclosed, none of the Directors have:
1. any family relationship with any Director; and/or major shareholder of the Company.
2. any conflict of interest with the Company; and
3. any conviction for offences within the past 10 years other than traffic offences.

Kecuali yang dinyatakan, tiada pengarah yang ada:
1. *hubungan saudara dengan sesiapa pengarah dan/atau pemengang saham utama bagi Syarikat;*
2. *percanggahan minat dengan Syrikat; dan*
3. *sabitan hukuman dalam 10 tahun yang lalu kecuali kesalahan trafik.*

Financial Highlights / Maklumat Kewangan

PRINCIPAL ACTIVITIES

The Company	Investment holding and provision of management services.
The Subsidiary Companies	Include property holding, investment and development, specialist enginering services, geo-technical, civil engineering and building works, land reclamation and marine engineering, project and property management.

FIVE YEARS GROUP FINANCIAL STATISTICS

RM'000	2000	2001	2002	2003	2004
Revenue	53,758	96,638	49,395	59,300	65,579
Profit before taxation	12,468	16,927	13,551	9,875	11,392
Profit after taxation	9,145	13,140 **	9,495	6,813	7,119
Profit attributable to shareholders	8,826	11,114 **	9,368	7,214	8,123
Shareholders' fund	52,446 **	63,696 **	75,151 **	90,686	96,652
Issued share capital	19,933	20,000	40,000	60,162	60,180
Total assets	80,587	106,189 **	112,784 **	132,045	131,882
Net tangible asset	50,377	61,749 **	71,957 **	88,469	95,843
Net earnings per share (sen)	44	56	16 *	12	13
Net Tangible Asset per share (sen)	253	309	180	147	159

* Restated based on rights and bonus shares issued in financial year ended 31 December 2003.
** Restated in compliance with MASB 25, Income Taxes.

KEGIATAN UTAMA

Syarikat	*Pegangan pelaburan dan pemberian perkhidmatan pengurusan.*
Syarikat subsidiari	*Termasuk pegangan hartanah, pelaburan dan pembangunan, perkhidmatan kejuruteraan pakar, geo-teknik, kejuruteraan awam dan kerja bangunan, tambakan tanah dan projek kejuruteraan merin dan pengurusan hartanah.*

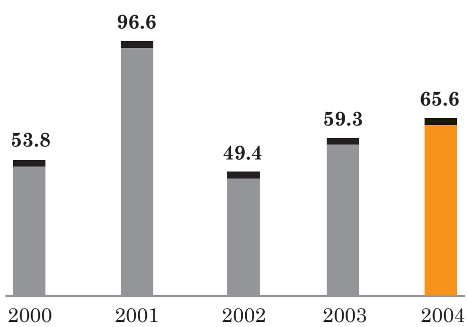
TINJAUAN KEWANGAN KUMPULAN BAGI TEMPOH LIMA TAHUN

RM'000	2000	2001	2002	2003	2004
Hasil	*53,758*	*96,638*	*49,395*	*59,300*	*65,579*
Keuntungan sebelum cukai	*12,468*	*16,927*	*13,551*	*9,875*	*11,392*
Keuntungan selepas cukai	*9,145*	*13,140 ***	*9,495*	*6,813*	*7,119*
Keuntungan boleh diagih kepada pemegang saham	*8,826*	*11,114 ***	*9,368*	*7,214*	*8,123*
Equity pemegang saham	*52,446 ***	*63,696 ***	*75,151 ***	*90,686*	*96,652*
Terbitan modal saham	*19,933*	*20,000*	*40,000*	*60,162*	*60,180*
Jumlah Aset	*80,587*	*106,189 ***	*112,784 ***	*132,045*	*131,882*
Aset ketara bersih	*50,377*	*61,749 ***	*71,957 ***	*88,469*	*95,843*
Pendapatan bersih sesaham (sen)	*44*	*56*	*16 **	*12*	*13*
Aset Ketara bersih sesaham (sen)	*253*	*309*	*180*	*147*	*159*

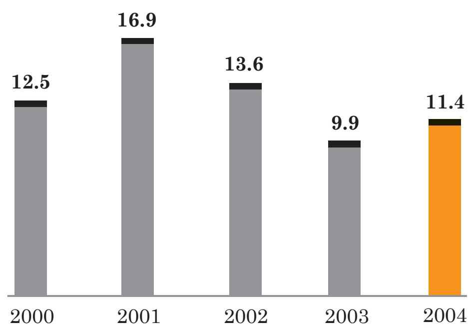
* *Dinyata semula dengan mengambil kira terbitan hak boleh serah dan terbitan bonus dalam tahun kewangan 31 Disember 2003.*
** *Dinyata semula dengan mengambilguna MASB 25, Cukai Pendapatan.*

Financial Highlights (cont'd) / Maklumat Kewangan (samb.)

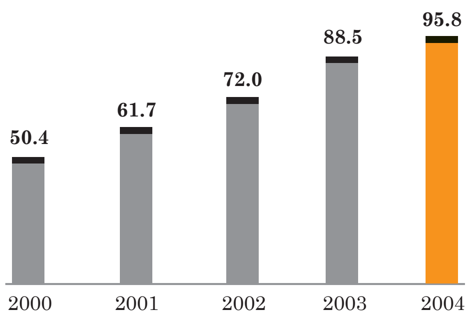
REVENUE (Million)
HASIL (Juta)



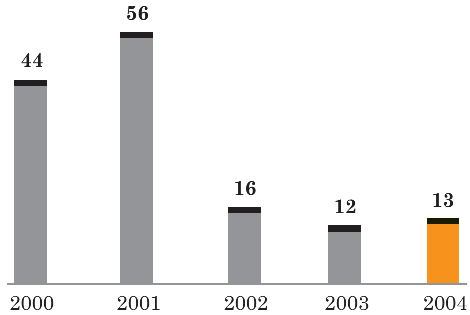
PROFIT BEFORE TAXATION (Million)
KEUNTUNGAN SEBELUM CUKAI (Juta)



NET TANGIBLE ASSET (Million)
ASET KETARA BERSIH (Juta)



NET EARNINGS PER SHARE (Sen)
PENDAPATAN BERSIH SESAHAM (Sen)



Statement Of Corporate Governance

The Board of Directors ("Board") is committed to ensure that the highest standards of corporate governance are observed throughout the Group so that the affairs of the Group are conducted with integrity and professionalism with the objective of safeguarding shareholders' investment and ultimately enhancing shareholders value.

Set out below is the manner with which the Group has applied the principles of good corporate governance and the extent to which it has complied with the best practices set out in the code. These principles and best practices have been applied and complied with throughout the financial year ended 31 December 2004.

DIRECTORS

Board of Directors

The Board has overall responsibilities for the corporate governance practices of the Group. It guides and monitors the affairs of the Group on behalf of the shareholders and retains full and effective control over the Group. The key responsibilities include a review of strategic direction for the Group and overseeing the business operations of the Group, evaluating whether they are properly managed.

The Group practices a division of responsibility between the Chairman and the Managing Director of the Group and there is a balance of Executive, Non-Executive and Independent Directors. The roles of the Chairman and the Managing Director are separate and clearly defined and are held individually by two persons. The Chairman is primarily responsible for the orderly conduct and working of the Board whilst the Managing Director has the overall responsibility for the day-to-day running of the business operations, strategic planning and implementation of such strategies as may be approved by the Board.

Composition of the Board

The Board currently has eight (8) members, comprising four (4) Non-Executive Directors and four (4) Executive Directors. Three (3) of the Directors are independent Directors and together, the Directors bring characteristics which allow a mix of qualifications, skills and experience which is necessary for the successful direction of the Group. A brief profile of each Director is presented in pages 8 to 15 of this Annual Report.

Board Meetings

Board meetings are held at quarterly intervals with additional meetings convened when urgent and important decisions need to be taken between the scheduled meetings. During the year ended 31 December 2004, the Board met on five (5) occasions, where it deliberates on a variety of matters including the Group's results, major investments and strategic decisions and direction of the Group.

The Board delegates specific responsibilities to the Board Committees so as to enhance business operational efficiency as well as efficacy. All of these committees have written constitutions and terms of reference, and they have the authority to examine particular issues and report back to the Board with their recommendations. The Board receives reports of their proceedings and deliberations.

The main committees of the Board include the Audit Committee, Nomination Committee, Remuneration Committee and the Option Committee (Employees' Share Option Scheme).

Details of each existing Director's meeting attendance are as follows:-

Director	Board	Audit Committee	Nomination Committee	Remuneration Committee
Dato'Ahmad Badri bin Mohamed Basir	(5/5)^	(5/5)^	(1/1)^	(1/1)^
Mr Tan Boon Kang	(5/5)^	(5/5)^		(1/1)^
Mr Sha Thiam Fook	(5/5)^	(5/5)^	(1/1)^	(1/1)^
Mdm Lau Pek Kuan	(5/5)^			
Mr Tan Moon Hwa	(5/5)^			
Mr Tang Kam Chee	(5/5)^			
Mr Loo Pak Soon	(5/5)^		(1/1)^	
Dato' Raja Ahmad Zainuddin bin Raja Haji Omar	(3/5)^			

Note: ^ denote membership and ( ) indicate meetings attended out of total scheduled since the beginning of the financial year.

Statement Of Corporate Governance (cont'd)

Supply of Information
The Chairman ensures that all Directors have full and timely access to information with Board papers distributed in advance of the meetings. Every Director has unhindered access to the advice and services of the Company Secretary and the terms of appointment permits removal and appointment only by the Board as a whole. The Board of Directors, whether as a full Board or in their individual capacity, in the furtherance of their duties, may seek independent professional advice at the Company's expense.

Prior to the meeting of the Board and the Board Committees, Board papers which include the agenda and reports relevant to the issues of the meeting were circulated on a timely manner to all Directors. These Board papers are issued prior to the meeting to enable Directors to obtain further explanations, where necessary in order to be properly briefed before the meeting.

Appointment and Re-election of Directors
Procedures relating to the appointment and re-election of Directors are contained in the Company's Articles of Association. New appointees will be considered and reviewed by the Nomination Committee. The Nomination Committee will then recommend the candidates to be approved and appointed by the Board. The Company Secreatary shall ensure that all regulatory obligations are met.

New Directors are subject to election at the Annual General Meeting (AGM), following their first appointment. In addition, an election of Directors shall take place each year and all Directors shall retire from office once every three (3) years but shall be eligible for election. These provide an opportunity for shareholders to renew their mandate. The election of each Director is voted separately. To assist shareholders in their decision, sufficient information such as personal profile, meeting attendance and shareholdings in the Group of each Director standing for election are furnished in a separate statement accompanying the Notice of AGM. Directors over seventy (70) years of age are required to submit themselves for re-appointment annually in accordance with Section 129(6) of the Companies Act, 1965.

The Board through the Nomination Committee annually appraises the current composition of the Board to be assured that its composition brings the required mix of skills and core competencies required for the Board to discharge its duties effectively.

Directors' Training
All Directors have completed the Mandatory Accreditation Programme prescribed by Bursa Malaysia Securities Berhad (Bursa Malaysia). The Directors continue to undergo other relevant training programmes as appropriate to further enhance their skills and knowledge to discharge their duties.

Board Committees
The Board has delegated certain responsibilities to Board Committees that operate within clearly defined terms of reference. The main Committees of the Board include the Audit Committee, Nomination Committee, Remuneration Committee and the Option Committee.

a. Audit Committee

The Audit Committee reviews issues of accounting policy and presentation for external financial reporting, monitors the work of the internal audit function and ensures objective and professional relationship is maintained with external auditors, who in turn, have access at all times to the Chairman of the Committee.

A summary of the activities of the Committee during the financial year is described in the Audit Committee report on pages 25 to 26 of this Annual Report.

b. Option Committee

The Option Committee was established on 24 February 2003 to administer the Group's Employees' Share Option Scheme in accordance with the objective and regulations thereof set-out in the Bye-Laws and in such manner as it shall deem fit and with such powers and duties as are conferred upon it by the Board.

The Option Committee comprises of the following members:-

1. Dato'Ahmad Badri bin Mohamed Basir (Chairman);
2. Mr Sha Thiam Fook;
3. Mr Tan Boon Kang;
4. Mdm Lau Pek Kuan; and
5. Mr Tang Kam Chee.

Statement Of Corporate Governance (cont'd)

c. ***Nomination Committee***

The Board has established a Nomination Committee consisting of the following Non-Executive Directors, majority of whom are independent:-

1. Dato'Ahmad Badri bin Mohamed Basir (Chairman);
2. Mr Sha Thiam Fook;
3. Mr Loo Pak Soon.

The Committee also assesses the effectiveness of the Board, its Committees and the contribution of each individual Director on an annual basis.

d. ***Remuneration Committee***

The Board has established a Remuneration Committee consisting of the following Directors, majority of whom are Non-Executive Directors:-

1. Mr Sha Thiam Fook (Chairman);
2. Mr Tan Boon Kang;
3. Dato'Ahmad Badri bin Mohamed Basir.

The Committee's primary responsibility is to recommend to the Board the remuneration framework for Directors as well as remuneration packages of Executive Directors in all its form drawing for outside advice if necessary. None of the Executive Directors participated in anyway in determining their remuneration. The Board as a whole determines the remuneration of Non-Executive Directors with individual directors abstaining from decisions made in respect of their individual remuneration.

The policy practiced on Directors' remuneration by the Remuneration Committee is to provide the remuneration necessary to attract, retain and motivate Directors of the quality required to manage the business of the Company and to align their interest with those of the shareholders.

The remuneration of the Non-Executive Directors consist of fees and allowances for their services in connection with Board and Board Committee meetings. They do not have contracts and do not participate in any share option scheme of the Group.

e. ***Directors Remuneration***

An analysis of the aggregate Directors remuneration of the Company for the year ended 31 December 2004 categorised in appropriate components is set our below:-

	Fee RM'000	Benefits-in- Kind RM'000	Salaries and Other Emoluments RM'000	Bonus RM'000	Total RM'000
Executive	40	46	1,089	194	1,369
Non-Executive	40	-	47	-	87
	80	46	1,136	194	1,456

Statement Of Corporate Governance (cont'd)

An analysis of the number of Directors whose remuneration, paid by the Company, falls in successive bands of RM50,000 is set out below:-

Range of Remuneration	Executive	Non-Executive
Below RM50,000		4
RM150,001 - RM200,000	1	
RM200,001 - RM250,000	2	
RM700,001 - RM750,000	1	
	4	4

SHAREHOLDERS

Investors and Shareholders Relationship

The Board recognises the importance of an effective communication channel between the Board, shareholders and the general public. The Annual Report, press releases and quarterly results are the primary mode of disseminating information on the Group's business activities and financial performance. In addition, other corporate information is available to all shareholders in the Annual Report. The policy of the Board is to maintain an active dialogue with its shareholders with the intention of giving shareholders as clear and complete picture of the Group's performance and position as possible.

The Annual General Meeting (AGM) represents the principal forum for dialogue and interaction with shareholders where shareholders are informed of current development. Shareholders are encouraged to participate in discussion and to give their views to the Board. Where it is not possible to provide immediate answers, the Chairman will undertake to furnish the shareholder(s) with a written answer after the AGM. Additionally, a press conference is held immediately after the AGM to brief members of the media on key events of the Group. The Managing Director and Executive Directors are also present at the press conference to explain any issues.

Bursa Malaysia also provides the Company to electronically publish all its announcements, including full versions of its quarterly result announcement, Circulars and Annual Report. These can be accessed at any time through Bursa Malaysia's web-site at **http://anouncements.bursamalaysia.com.my.**

Whilst the Company endeavours to provide as much information as possible to its shareholders, it must also be wary of the legal regulatory framework governing the release of material and price-sensitive information. As such, corporate disclosure will take into account the prevailing legislative restrictions and requirements as well as the investors' needs for timely release of price-sensitive information, such as financial performance results and statements, material acquisitions, significant corporate proposals as well as other significant corporate events.

Statement Of Corporate Governance (cont'd)

ACCOUNTABILITY AND AUDIT

Financial Reporting
The Board aims to provide and present a balanced and meaningful assessment of the Group's financial statements, quarterly announcement of results to shareholders as well as the Chairman's Statement and Review of Operations in the Annual Report.

The Board is assisted by the Audit Committee to oversee the Group's financial reporting processes to ensure accuracy, adequacy of all relevant information for disclosure and that necessary steps have been taken to ensure that the Group had used all the applicable accounting policies consistently and that the policies are supported by reasonable prudent judgements and estimates. All accounting standards, which the Board considers to be applicable, have been followed, subject to any explanations and material departures disclosed in the relevant notes to the financial statements.

Relationship with Auditors
The Board through the Audit Committee has established formal and transparent relationship with the external auditors which has been maintained on a professional basis. Key features underlying the relationship of the Audit Committee with the external auditors are included in the Audit Committee's term of reference as detailed on pages 25 to 26 of this Annual Report.

A summary of the activities of the Audit Committee during the year are set out in the Audit Committee report on pages 25 to 26 of this Annual Report.

Statement of Internal Control
The Statement of Internal Control furnished on pages 23 to 24 of this Annual Report provides an overview on the state of internal control within the Group.

Directors' responsibility statement in respect of the preparation of the audited financial statements
The Board is responsible for ensuring that the financial statements of the Group give a true and fair view of the affairs of the Group and of the Company as at the end of the accounting period and of the profit and loss and cash flows for the year ended. The Board also ensures that the financial statements are prepared in accordance with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965.

Compliance Statement
The Company has complied throughout the financial year with all the best practices of the corporate governance set out in Part 2 of the Code, except for Best Practice AAVII (Nomination of Senior Independent Non-Executive Director). Given the current composition of the Board which reflects a strong independent element and the separation of the roles of the Chairman and the Managing Director, the Board does not consider it necessary at this juncture to nominate a Senior Independent Non-Executive Director.

This statement was made in accordance with a resolution of the Board 11 March 2005.

Statement Of Internal Control

The Malaysian Code of Corporate Governance sets out as a principal that the Board of Directors ("The Board") should maintain a sound system of internal control. The Board believes that the practice of good corporate governance is an important continuous process and in accordance with paragraph 15.27 of the Bursa Malaysia Securities Berhad ("Bursa Malaysia") Listing Requirements, the Board sets out below the nature and scope of internal control of the Group during the year.

RESPONSIBILITY

The Board recognises the importance of maintaining a sound system of internal control and risk management practices in establishing good corporate governance. The Board acknowledges its responsibility for the Group's system of internal control, and risk management and for reviewing the adequacy and integrity of the system. This includes reviewing financial, organisational, management information system, operational and compliance controls and risk management procedures.

The system is designed to manage, rather than eliminate, the risk of failure to achieve corporate objectives and can provide reasonable but not absolute assurance against material misstatement or losses.

RISK MANAGEMENT

The Board regards risk management as an integral part of the business. The Group has formalised a risk policy and risk management framework prepared with the involvement of an independent consultant in 2002 for a systematic and consistent approach to evaluate and improve the adequacy and effectiveness of the Group's risk management process.

As part of the risk management framework, a Risk Management Committee ("RMC") has been established and is chaired by the Managing Director of the Company with the main functions of recommending appropriate risk management policy to the Board, maintaining overall risk management oversights and to review the risk profile of the Group.

With the establishment of the Risk Management framework, the Group conducts an annual risk assessment exercise in the identification and evaluation of the significant risks affecting the Company and one of its significant subsidiary, Ken Grouting Sdn Bhd (“KGSB”). During the year, six critical risk areas were selected for review and a general review was performed on the other risk areas. The risk profile of the Company and KGSB together with the Risk Register were updated and presented in the RMC.

The risk assessment was subsequently reviewed and approved by the Audit Committee and the Board respectively in March 2005.

INTERNAL AUDIT FUNCTION

The internal audit function reports its findings to the Audit Committee of the Company. The Audit Committee examines the the Group's system of internal control primarily through reviews of reports on risk assessment exercise performed by the RMC and reports from the internal audit function.

The internal audit function was conducted by an independent consultant during the last quarter of the year to review the existing risk management processes in place within the Company and KGSB relating to the significant risk areas and assessing the effectiveness of the internal control for the year. Selected significant risk areas were reviewed during the internal audit review and its findings were presented to the Audit Committee and the Board in March 2005.

Statement Of Internal Control (cont'd)

OTHER RISK AND CONTROL PROCESS

The internal control mechanism established by the Board is embedded within the organisational structure and the procedures for planning, capital expenditure, information and reporting system for monitoring the Group's performance. The key elements adopted to monitor and review the effectiveness of the system of internal control were:-

- the organisational structure of the Company and its subsidiary has defined lines of accountability and authority for all aspects of the business;
- management/project committee meetings are held to identify, discuss and resolve operational, financial and key management issues;
- budget is prepared for each subsidiary and reviewed by the Managing Director;
- management reports are prepared monthly and monitored against budget on a quarterly basis;
- Board Committees comprising of Audit Committee, Nomination Committee, Remuneration Committee, Option Committee, Management/Project Committee and Risk Management Committee with defined terms of reference and functions have been established;
- Standard Operating Procedures which include the ISO Quality Management System of KGSB and Kenly (HK) Ltd ("Kenly") are documented and reviewed on a quarterly/half yearly basis for Kenly/KGSB respectively to achieve compliance with ISO 9001:2000;
- internal quality audits and surveillance audits conducted by certification bodies to monitor compliance with procedures as well as identify and monitor operational issues were conducted by KGSB and Kenly;
- the Audit Committee reviews the quarterly results before approval by the Board for public releases. The Audit Committee also reviews the audit findings of the external auditors, the annual financial statements and Annual Report of the Group; and
- appointment of suitable employees with the required qualification and experience to fulfill their responsibilities and to provide training to develope and enhance the skills of employees.

The Board remains committed towards operating a sound system of internal control and therefore recognises that the system must continuously evolve to support the growth and dynamics of the Group. As such the Board, in striving for continuous improvement, will put in place appropriate action plans, where necessary, to further enhance the Group's system of internal control.

This statement was made in accordance with a resolution of the Board dated 11 March 2005.

Audit Committee Report

ESTABLISHMENT AND COMPOSITION

The Audit Committee of Ken Holdings Berhad was established on 19 March 1996.

For the financial year ended 31 December 2004, the Committee comprises the following three directors:-

Chairman	**:**	Sha Thiam Fook (MIA member)	*(Independent Non-Executive Director)*
Members	**:**	Dato' Ahmad Badri bin Mohamed Basir	*(Independent Non-Executive Chairman)*
	:	Tan Boon Kang	*(Managing Director)*

TERMS OF REFERENCE

MEMBERSHIP

1. The Committee shall be appointed by the Board from amongst the directors of the Company and shall consist of not less than three members, of whom the majority shall be independent.
2. The Committee shall include at least one person who is a member of the Malaysian Institute of Accountants or alternatively a person who must have at least 3 years' working experience and have passed the examinations specified in Part 1 of the 1st Schedule of the Accountants Act 1967 or is a member of one of the associations specified in Part II of the said Schedule.
3. No alternate director shall be appointed as a member of the Committee.
4. The members of the Committee shall elect from among their number a Chairman who is non-executive and independent, as defined above.
5. If one or more members of the Committee resign, die or for any other reason cease to be a member with the result that the Listing Requirements of the Bursa Securities Malaysia Berhad are breached, the Board shall, within three months of the event, appoint such number of new members as may be required to correct the breach.
6. The Board shall review the term of office of Committee members no less than once every three years.

AUTHORITY

The Committee is authorised by the Board, in accordance with the procedures to be determined by the Board (if any) and at the cost of the Company, to:

(a) investigate any activity within the Committee's terms of reference;
(b) have resources which are reasonably required to enable it to perform its duties;
(c) have full and unrestricted access to any information pertaining to the Company and its subsidiaries;
(d) have direct communication channels with the external auditors and person(s) carrying out the internal audit function or activity (if any);
(e) obtain outside legal or other independent professional advice and secure the attendance of outsiders with relevant experience and expertise if it considers this necessary; and
(f) convene meetings with the external auditors, excluding the attendance of the executive members of the Committee, whenever deemed necessary.

FUNCTIONS

The functions of the Committee shall be to review the following and report the same to the Board:-

(a) Any matters concerning the appointment and dismissal of the external auditor and the audit fee;
(b) The nature and scope of the audit by the external auditors before commencement;
(c) The external auditors' audit report, areas of concern arising from the audit and any other matters the external auditors may wish to discuss (in the absence of management if necessary);
(d) Any financial information for publication, including quarterly and annual financial statements, before submission to the Board;
(e) The external auditors' management letter and management's response;
(f) The adequacy of the scope, functions and resources of internal audit function, and that it has the necessary authority to carry out its work;
(g) The audit plan and work programme of internal audit;
(h) Findings of internal audit work and management's response;
(i) Any evaluations on internal controls by auditors;
(j) Extent of cooperation and assistance given by employees to external auditors;
(k) The propriety of any related party transactions and conflict of interest situations that may arise within the Company or the Group; and
(l) Any other matter as directed by the Board.

Audit Committee Report (cont'd)

OVERSEEING THE INTERNAL AUDIT FUNCTION

1. The Committee shall oversee all internal audit functions and is authorised to commission investigations to be conducted by internal audit as it deems fit.
2. The internal auditor shall report directly to the Committee and shall have direct access to the Chairman of the Committee.
3. All proposals by management regarding the appointment, transfer or dismissal of the internal auditor shall require the prior approval of the Committee.

QUORUM FOR MEETINGS

The quorum shall be formed only if there is a majority of members present at the meeting who are independent directors.

MEETINGS

The Audit Committee shall meet at least four times a year.

The Audit Committee met five times during the financial year ended 31 December 2004. The details of attendance at the Audit Committee's meetings held during the financial year are as follows:-

Name of Members	Total No. of Meetings Held During Member's Tenure in Office	No. of Meetings Attended
Sha Thiam Fook *(Chairman)* *(Independent Non-Executive Director)*	*5*	*5*
Dato' Ahmad Badri bin Mohamed Basir *(Member)* *(Independent Non-Executive Chairman)*	*5*	*5*
Tan Boon Kang *(Member)* *(Managing Director)*	*5*	*5*

The Company's Executive Director - Finance and Administration is usually invited to attend all meetings. A representative of the external auditors is usually invited to attend the meetings to consider the year end results, audited financial statements and such other meetings determined by the Committee.

The Company Secretary shall be the Secretary of the Committee.

SUMMARY OF ACTIVITIES OF THE AUDIT COMMITTEE DURING THE FINANCIAL YEAR ENDED 31 DECEMBER 2004

The Audit Committee carried out its duties in accordance with its Terms of Reference. During the financial year ended 31 December 2004, the activities of the Audit Committee included the following:-

(a) reviewed the quarterly financial results and announcements of the Company and the Group for the financial quarters ended 31/12/2003, 31/3/2004, 30/6/2004 and 30/9/2004 prior to submission to the Board of Directors for consideration and approval;
(b) reviewed the year end financial statements ended 31 December 2003;
(c) reviewed the external auditors' reports for the financial year ended 31 December 2003 in relation to audit and accounting issues arising from the audit;
(d) reviewed the Internal Audit and Risk Management Assessment Report of the Company and its wholly-owned subsidiary, Ken Grouting Sdn. Bhd.; and
(e) reviewed the Statement of Internal Control and recommended its adoption to the Board.

INTERNAL AUDIT FUNCTION

The Board outsourced its internal audit functions to an independent Consultant who assists the Audit Committee in discharging its duties and responsibilities. During the year under review, the Consultant has undertaken internal audit review based on an approved audit plan that was developed after risk assessment. The Consultant has recommended improvements to existing system of controls and reported the result of his findings to the Audit Committee.

Laporan Jawatankuasa Audit

PENUBUHAN DAN KOMPOSISI

Jawatankuasa Audit Ken Holdings Berhad telah ditubuhkan pada 19 Mac 1996.

Bagi tahun berakhir 31 Disember 2004, Ahli- ahli Jawatankuasa audit adalah seperti berikut:-

Pengerusi	:	Sha Thiam Fook (ahli MIA)	*(Pengarah bebas bukan eksekutif)*
Ahli- ahli	:	Dato' Ahmad Badri bin Mohamed Basir	*(Pengerusi bebas bukan eksekutif)*
	:	Tan Boon Kang	*(Pengarah Urusan)*

BIDANG RUJUKAN

KEAHLIAN

1. Ahli- ahli mestilah dipilih daripada kalangan para pengarahnya. Ahli- ahli Jawatankuasa mestilah terdiri daripada sekurang-kurangnya 3 orang ahli. Majoriti ahli- ahli mestilah di kalangan pengarah- pengarah bebas.
2. Sekurang-kurangnya seorang ahli Jawatankuasa Audit mestilah seorang ahli Institut Akauntan Malaysia (MIA); atau sekiranya beliau bukan ahli MIA, beliau mestilah sekurang- kurangnya mempunyai tiga (3) tahun pengalaman berkerja; dan beliau mestilah lulus peperiksaan seperti yang terkandung dalam Bahagian 1 Jadual 1 Akta Akauntan 1967; atau beliau hendaklah seorang ahli persatuan akauntan seperti yang dinyatakan dalam Bahagian II Jadual 1 Akta Akauntan 1967.
3. Tiada Pengarah Pengganti boleh dilantik sebagai Ahli Jawatankuasa Audit.
4. Ahli- ahli Jawatankuasa hendaklah melantik seorang pengerusi dari kalangan mereka yang merupakan seorang Pengarah Bebas Bukan Eksekutif , seperti yang dinyatakan di atas.
5. Sekiranya seorang atau lebih daripada seorang ahli Jawatankuasa meletak jawatan, meninggal dunia, atau atas apa- apa sebab lain berhenti menjadi seorang ahli dan menyebabkan Keperluan Penyenaraian Bursa Malaysia Securities Berhad termungkir, maka Lembaga harus, dalam masa tiga bulan dari peristiwa tersebut, melantik sebanyak mana ahli-ahli baru yang diperlukan untuk membetulkan kemungkiran tersebut.
6. Lembaga hendaklah mengkaji semula syarat pemegangan jawatan bagi ahli Jawatankuasa tidak kurang daripada sekali setiap tiga (3) tahun.

KUASA

Jawatankuasa Audit diberi kuasa berikut oleh Lembaga Pengarah, mengikut prosedur yang ditetapkan (sekiranya ada) dan dengan kos ditanggung oleh Syarikat, untuk:

(a) menyiasat sebarang perkara dalam bidang rujukannya.
(b) mempunyai sumber- sumber yang diperlukan untuk melaksanakan kewajipannya;
(c) mempunyai akses penuh, bebas dan tidak terbatas kepada mana- mana maklumat, rekod, harta dan personel Syarikat dan mana- mana syarikat lain dalam Kumpulan;
(d) mempunyai saluran komunikasi langsung dengan Juruaudit Luar dan individu (individu- individu) yang menjalankan fungsi atau kegiatan audit dalaman (jika ada);
(e) mendapat nasihat professional bebas atau lain- lain nasihat jika dianggap perlu; dan
(f) mengadakan mesyuarat dengan Juruaudit Luar, tanpa kehadiran ahli- ahli eksekutif, bila sahaja dianggap perlu.

FUNGSI- FUNGSI

Fungsi- fungsi Jawatankuasa adalah untuk mengkaji semula perkara- perkara berikut dan memberi laporan kepada Lembaga:

(a) Sebarang perkara berkenaan dengan perlantikan dan penyingkiran juruaudit luar dan yuran audit;
(b) Sifat dan skop audit yang digunakan oleh juruaudit luar sebelum audit dimulakan;
(c) Laporan juruaudit luar, perkara-perkara dalam perhatian yang timbul daripada audit serta perkara-perkara lain yang mungkin perlu dibincangkan oleh juruaudit luar (tanpa kehadiran pihak pengurusan, sekiranya perlu);
(d) Sebarang maklumat kewangan yang akan diumumkan, termasuk penyata kewangan suku tahunan dan tahunan, sebelum ia dikemukakan kepada Lembaga;
(e) Surat Pengurusan juruaudit luar dan respons daripada pihak pengurusan;
(f) Kelengkapan skop, fungsi- fungsi dan sumber- sumber fungsi audit dalaman, dan ia mempunyai kuasa yang diperlukan untuk menjalankan tugas mereka;
(g) Rancangan audit dan program kerja audit dalaman;
(h) Penemuan dari kerja audit dalaman dan respons daripada pihak pengurusan;
(i) Sebarang penaksiran atas kawalan dalaman oleh juruaudit;
(j) Tahap kerjasama dan bantuan yang diberikan oleh kakitangan kepada juruaudit luar;
(k) Kesesuaian sebarang urusniaga pihak berkaitan dan keadaan konflik kepentingan yang mungkin timbul di dalam Syarikat atau Kumpulan; dan
(l) Sebarang perkara yang diarahkan oleh Lembaga.

Laporan Jawatankuasa Audit (samb.)

PENYELIAAN FUNGSI AUDIT DALAMAN

1. Jawatankuasa hendaklah menyelia segala fungsi audit dalaman dan diberi-kuasa untuk mengarah supaya penyiasatan dijalankan oleh audit dalaman sekiranya dianggap sesuai.
2. Juruaudit dalaman seharusnya membuat laporan terus kepada Jawatankuasa ,dan mestilah mempunyai akses terus untuk berjumpa dengan Pengerusi Jawatankuasa.
3. Segala cadangan oleh pihak pengurusan berkenaan dengan perlantikan, pemindahan atau pemecatan juruaudit dalaman hendaklah diluluskan oleh Jawatankuasa terlebih dahulu.

KUORUM UNTUK MESYUARAT

Kuorum hanya boleh dikira tercapai sekiranya majority ahli yang menghadiri mesyuarat merupakan pengarah bebas.

MESYUARAT

Jawatankuasa hendaklah bermesyuarat sekurang- kurangnya empat (4) kali setahun.

Jawatankuasa Audit telah bermesyuarat sebanyak lima kali sepanjang tahun kewangan berakhir 31 Disember 2004. Butir- butir mengenai kehadiran mesyuarat Jawatankuasa Audit adalah seperti berikut:

Nama Ahli	Jumlah Mesyuarat Yang Diadakan Dalam Tempoh Jawatan Ahli	Kehadiran
Sha Thiam Fook *(Pengerusi)* *(Pengarah Bebas Bukan Eksekutif)*	*5*	*5*
Dato' Ahmad Badri bin Mohamed Basir *(Ahli)* *(Pengerusi Bebas Bukan Eksekutif)*	*5*	*5*
Tan Boon Kang *(Ahli)* *(Pengarah Urusan)*	*5*	*5*

Pengarah Eksekutif Kewangan dan Pentadbiran Syarikat biasanya dijemput untuk menghadiri semua mesyuarat. Seorang wakil Juruaudit Luar juga akan dijemput untuk menghadiri mesyuarat untuk mempertimbangkan keputusan akhir tahun, penyata kewangan yang diaudit dan mesyuarat- mesyuarat lain yang ditentukan oleh Jawatankuasa.

Setiausaha Syarikat hendaklah menjadi Setiausaha Jawatankuasa.

RINGKASAN AKTIVITI- AKTIVITI JAWATANKUASA AUDIT SEPANJANG TAHUN KEWANGAN BERAKHIR 31 DISEMBER 2004

Jawatankuasa Audit telah menjalankan tugasnya mengikut Bidang Rujukan. Sepanjang tahun kewangan berakhir 31 Disember 2004, aktiviti- aktiviti Jawatankuasa Audit adalah seperti berikut:

(a) Mengkaji keputusan kewangan suku tahunan dan pengumuman Syarikat dan Kumpulan bagi suku tahun kewangan berakhir 31/12/2003, 31/3/2004, 30/6/2004 dan 30/9/2004 sebelum dikemukakan kepada Lembaga Pengarah untuk pertimbangan dan kelulusan;
(b) Mengkaji semula penyata kewangan tahunan berakhir 31 December 2003;
(c) Mengkaji semula laporan juruaudit luar bagi tahun kewangan berakhir 31 December 2003 berkenaan dengan isu- isu audit dan perakaunan yang timbul dari pengauditan;
(d) Mengkaji Audit Dalaman dan Laporan Penilaian Pengurusan Risiko Syarikat dan subsidiarinya Ken Grouting Sdn. Bhd.; dan
(e) mengkaji Penyata Kawalan Dalaman dan mengesyorkan kepada Lembaga untuk diterima pakai.

FUNGSI AUDIT DALAMAN

Lembaga telah mencari sumber luar untuk melaksanakan fungsi audit dalamannya dari seorang jururunding bebas yang membantu Jawatankuasa Audit dalam menyempurnakan tugas dan tanggungjawab mereka. Dalam peninjauan sepanjang tahun ini, jururunding tersebut telah mengadakan kajian audit berdasarkan rancangan audit yang diluluskan yang dirangka selepas penilaian risiko dibuat. Beliau mengesyorkan penambahbaikan ke atas sistem kawalan sedia ada dan melaporkan hasil penemuan tersebut kepada Jawatankuasa Audit.

KEN DAMANSARA

Additional Disclosure Information

UTILISATION OF PROCEEDS

No proceeds were raised by the Company from any corporate proposal during the financial year ended 31 December 2004.

SHARE BUY-BACK

The Company does not have a share buy-back programme in place.

OPTIONS, WARRANTS OR CONVERTIBLE SECURITIES

During the financial year, 18,000 share options were exercised pursuant to the Group's Employees' Shares Option Scheme (ESOS).

The Company did not issue any warrants or convertible securities.

AMERICAN DEPOSITORY RECEIPT ("ADR") OR GLOBAL DEPOSITORY RECEIPT ("GDR") PROGRAMME

During the financial year ended 31 December 2004, the Company did not sponsor any ADR or GDR programme.

IMPOSITION OF SANCTIONS/PENALTIES

There were no sanctions and/or penalties imposed on the Company and its subsidiaries, Directors or management by the relevant regulatory bodies.

NON AUDIT FEE

The amount of non-audit fees paid to external auditors by the Company and its subsidiaries for the financial year ended 31 December 2004 was RM6,000.

VARIATION IN RESULTS

There was no material variance between the audited results for the financial year ended 31 December 2004 and the unaudited results previously announced.

PROFIT GUARANTEE

The Company did not issue any profit guarantee during the financial year ended 31 December 2004.

MATERIAL CONTRACTS

Save as disclosed in Note 27 to the Financial Statements on significant related party transactions, there were no material contracts entered into by the Company and its subsidiary companies which involve Directors' and major shareholders' interests either still subsisting at the end of the financial year ended 31 December 2004 or entered into since the end of previous financial year.

Maklumat Pendedahan Tambahan

PENGUNAAN PEROLEHAN

Tiada perolehan yang dikemukakan oleh syarikat bagi cadangan korporat sepanjang tahun kewangan berakhir 31 Disember 2004.

BELI-BALIK SAHAM

Syarikat tidak mempunyai program pembelian balik saham.

OPSYEN, WARAN ATAU SEKURITI BOLEH TUKAR

Sepanjang tahun kewangan, sebanyak 18,000 opsyen telah dilaksanakan menurut Skim Opsyen Saham Pekerja (ESOS).

Syarikat tidak mengeluarkan waran atau sekuriti boleh tukar.

PROGRAM RESIT DEPOSITORI AMERIKA ("ADR") ATAU PROGRAM RESIT DEPOSITORI GLOBAL ("GDR")

Sepanjang tahun kewangan berakhir 31Disember 2004, syarikat tidak menaja program ADR atau GDR.

PENGENAAN SEKATAN/ HUKUMAN

Tiada sekatan dan/ atau hukuman dikenakan ke atas syarikat dan subsidiari, pengarah atau pihak pengurusannya oleh pihak-pihak kawal selia yang berkenaan.

YURAN BUKAN AUDIT

Yuran bukan audit yang dibayar kepada juruaudit luaran oleh syarikat dan subsidiari-subsidiarinya bagi tahun berakhir 31 Disember 2004 adalah RM6,000.

VARIASI KEPUTUSAN

Tiada varians penting di antara keputusan teraudit bagi tahun kewangan berakhir 31 Disember 2004 dan keputusan belum diaudit yang diumumkan terdahulu.

JAMINAN KEUNTUNGAN

Syarikat tidak mengeluarkan apa-apa jaminan keuntungan sepanjang tahun kewangan berakhir 31 Disember 2004.

KONTRAK MATERIAL

Kecuali mana yang dibentangkan dalam Nota 27 kepada Penyata Kewangan mengenai urusniaga penting pihak berkaitan, tiada kontrak material yang ditandatangani oleh syarikat dan syarikat-syarikat subsidiarinya yang melibatkan kepentingan pengarah and pemegang saham utama sama ada masih berkuatkuasa pada hujung tahun kewangan berakhir 31 Disember 2004 atau ditandatangani sejak berakhir tahun kewangan sebelumnya.

Chairman's Statement / Penyata Pengerusi

Dear Valued Shareholders,
It gives me great pleasure to present to you the 21st Annual Report and the audited financial statements of Ken Holdings Berhad and its subsidiaries for the financial year ended 31 December 2004.

Para Pemegang Saham yang dihormati,
Dengan suka citanya, saya membentangkan Laporan Tahunan Ke-21 dan penyata-penyata akaun teraudit Ken Holdings dan anak-anak syarikatnya untuk tahun kewangan berakhir 31 Disember 2004.

Dato' Ahmad Badri bin Mohamed Basir
Independent Non-Executive Chairman
Pengerusi Bebas dan Bukan Eksekutif

Chairman's Statement (cont'd) / Penyata Pengerusi (samb.)

INTRODUCTION

The Malaysian economic outlook has remained favourable with Gross Domestic Product growing at 7.2% for 2004. Despite some moderation in global growth in an environment of higher oil prices and weaker US currency, the Malaysia economy continued to remain resilient. The measures currently implemented to improve corporate governance and mandatory compliances would further sustain the investment environment and promote business growth.

FINANCIAL REVIEW

For the financial year under review, the Group posted a profit before tax of RM11.4 million based on a consolidated turnover of RM65.6 million. Turnover increased by 11% over the preceding year of RM59.3 million contributed mainly by the development projects in Seri Kembangan and SS2 Petaling Jaya.

Net profit for the year at RM8.1 million was above the preceding year of RM7.2 million by 13% mainly due to the higher margins contributed by our Ken Damansara II project which commenced in mid 2004.

PENGENALAN

Suasana ekonomi Malaysia terus kukuh berkembang dengan Keluaran Dalam Negeri Kasar (GDP) mencatatkan kadar pertumbuhan sebanyak 7.2% pada tahun 2004. Meskipun pertumbuhan ekonomi global dipengaruhi oleh harga minyak yang tinggi dan nilai matawang Amerika Syarikat yang lebih lemah, ekonomi Malaysia tetap kental. Langkah-langkah semasa yang diambil untuk memperbaiki tahap urus tadbir korporat dan pematuhan mandatori akan terus menyokong suasana pelaburan yang sihat dan menggalakkan pertumbuhan ekonomi.

ULASAN KEWANGAN

Bagi tahun kewangan yang ditinjau, Kumpulan mencatatkan untung sebelum cukai sebanyak RM11.4 juta berdasarkan perolehan yang disatukan sebanyak RM65.6 juta. Perolehan meningkat sebanyak 11% berbanding dengan RM59.3 juta dalam tahun kewangan lepas dan perkembangan ini disumbangkan oleh projek-projek pembangunan di Seri Kembangan dan SS2, Petaling Jaya.

Untung bersih dalam tahun kewangan ini berada pada RM8.1 juta, melebihi pencapaian tahun lepas, RM7.2 juta. Ini menunjukkan peningkatan sebanyak 13% yang disumbang oleh margin untung yang lebih tinggi dari projek Ken Damansara II yang pembinaannya telah bermula sejak pertengahan tahun 2004.

Signing ceremony for LPM Contract GE/2003/26 with CEDD, Government of Hong Kong, SAR

Signing ceremony for LPM Contract GE/2003/28 with CEDD, Government of Hong Kong, SAR

DIVIDEND

The Board is pleased to recommend a dividend of 5% less income tax of 28% (2003: 5% less income tax 28%) in recognition of your continued support and confidence in us. The dividend shall be subject to shareholders' approval at the forthcoming Annual General Meeting.

OUTLOOK

The underlying strong economic fundamentals will continue to provide the impetus to stimulate demand for properties. The housing needs are still a major priority for a young nation like Malaysia given the current cultural trend of the younger generation choosing to set up their own homes. We are therefore confident that properties in strategic locations with good accessibility will continue to record favourable sales.

We will continue to intensify our sales and marketing efforts to deliver added value to our customers and stay ahead of the competition. Barring any unanticipated changes to the global and local operating environment, the directors are reasonably optimistic of the Group achieving favourable performance in 2005.

CORPORATE GOVERNANCE

The Board is committed in ensuring that the Group practices the highest level of corporate governance in accordance with the Malaysian Code of Corporate Governance. We also recognise that corporate governance is a continuous process and requires periodic review and refinement. A detailed corporate governance statement can be found on pages 18 to 22 of this Annual Report.

DIVIDEN

Lembaga Pengarah dengan sukacitanya mencadangkan dividen 5% ditolak 28% cukai pendapatan (2003:5% ditolak 28% cukai pendapatan) sebagai penghargaan kami atas sokongan dan keyakinan berterusan anda terhadap kami. Dividen ini adalah tertakluk kepada kelulusan pemegang-pemegang saham pada Mesyuarat Agung Tahunan yang akan datang.

PROSPEK

Asas ekonomi yang kukuh akan terus menyediakan dorongan yang merangsang permintaan hartanah. Keperluan perumahan masih merupakan keutamaan untuk negara muda seperti Malaysia memandangkan trend budaya generasi muda kini yang memilih untuk mempunyai rumah mereka sendiri. Justeru itu, kami yakin bahawa hartanah yang terletak di lokasi-lokasi strategik dengan akses mudah akan terus mendapat sambutan yang baik.

Kami akan meneruskan kesungguhan dalam usaha pemasaran dan penjualan kami untuk menawarkan nilai tambahan kepada para pelanggan bagi mendahalui persaingan. Melainkan berlakunya perubahan yang tidak dijangka dalam suasana perdagangan dalam negara dan di peringkat global, para pengarah bersikap optimistik bahawa Kumpulan akan mencapai prestasi yang menggalakkan dalam tahun 2005.

URUS TADBIR KORPORAT

Lembaga Pengarah komited dalam usaha memastikan Kumpulan mengamalkan tahap urus tadbir korporat yang tertinggi menurut Kod Urus Tadbir Korporat Malaysia. Kami juga mengiktiraf bahawa urus tadbir korporat adalah suatu proses yang berterusan dan memerlukan semakan dan penghalusan berkala. Penyata urus tadbir yang terperinci boleh dirujuk pada muka surat 18 hingga 22 dalam Laporan Tahunan ini.

Low Cost Apartment, KEN Aman, Seri Kembangan

Seri Pagi Apartment, KEN Aman, Seri Kembangan

Kantan Court Apartment and 3 storey shoplots, KEN Aman, Seri Kembangan

Chairman's Statement (cont'd) / Penyata Pengerusi (samb.)

Slope stabilisation works for Bukit Kijal, Kemaman, Terengganu

LPM works - Hong Kong

ACKNOWLEDGEMENTS

On behalf of the Board, I would like to extend our sincere appreciation to all those who have supported and believe in us over the years, be it customers, shareholders, the authorities, suppliers, bankers or the general public. To our employees, we are grateful for your loyalty, hard work and dedication in growing with the company every step of the way. The Board members and I would like to express our heartfelt thanks to you and look forward to your continued corporation in the coming years. Last but not least, my special thanks to my fellow Board members for their invaluable contributions, advice and support during the year.

Dato' Ahmad Badri bin Mohamed Basir
Independent Non-Executive Chairman

Kuala Lumpur
27 April 2005

PENGHARGAAN

Bagi pihak Lembaga, saya ingin merakamkan penghargaan kepada semua pihak yang telah mencurahkan sokongan dan keyakinan mereka kepada kami selama ini, sama ada pelanggan, pemegang saham, badan berkanun, pembekal, jurubank atau masyarakat awam. Kepada kakitangan kami, kami berterima kasih atas kesetiaan dan perkhidmatan mereka yang penuh berdedikasi sepanjang perkembangan syarikat. Dengan tulus hati, kami mengucapkan terima kasih dan mengharapkan khidmat anda untuk tahun-tahun yang akan datang. Akhir kata, ucapan ribuan terima kasih daripada saya kepada ahli-ahli Lembaga atas sumbangan, nasihat dan sokongan mereka yang tidak ternilai sepanjang tahun ini.

Dato' Ahmad Badri bin Mohamed Basir
Pengerusi Bebas Bukan Eksekutif

Kuala Lumpur
27 April 2005

Managing Director's Review Of Operation/
Tinjauan Operasi Pengarah Urusan

"...We have worked relentlessly to build quality homes and deliver our developments ahead of schedule to our purchasers. Coupled with outstanding records in the Hong Kong specialist engineering division, our brand name continues to grow strong both locally and overseas...

...Kami telah berusaha gigih membina kediaman berkualiti dan menyerahkan pembangunan kepada para pembeli lebih awal daripada tarikh yang dijalankan. Disokong oleh rekod cemerlang bahagian kejuruteraan pakar di Hong Kong, jenama kami terus berkembang kukuh di dalam dan luar negara..."

Tan Boon Kang
Managing Director
Pengarah Urusan

Managing Director's Review Of Operation (cont'd) / Tinjauan Operasi Pengarah Urusan (samb.)

INTRODUCTION

The Malaysian economy continues to remain resilient and recorded Gross Domestic Product growth of 7.2% for 2004 despite external forces. With the Government's stimulus package and continuing lower interest rates amidst favourable commodity prices and a stable job market, it is expected to drive increases in private consumption and support the continuous demand for residential properties.

For the year under review, the Group recorded a higher profit before tax of RM11.4 million for the financial year ended 31 December 2004, an increase of 15% compared with RM9.9 million reported in the preceding year. Turnover had also increased by 11% from RM59.3 million in the preceding year to RM65.6 million.

We have worked relentlessly to build quality homes and deliver our developments ahead of schedule to our purchasers. Coupled with outstanding records in the Hong Kong specialist engineering division, our brand name continues to grow strong both locally and overseas.

The group has been prudent in its financial management and this is reflected in the low debt equity ratio of 0.03:1 as at 31 December 2004. The net tangible asset per share has also increased from RM 1.47 to RM1.59.

PENGENALAN

Ekonomi Malaysia terus kental dan mencatatkan Keluaran Dalam Negeri Kasar (GDP) pada kadar 7.2% dalam tahun 2004 walaupun dipengaruhi faktor luaran. Dengan pakej rangsangan ekonomi Kerajaan, kadar faedah yang rendah, harga komoditi yang menggalakkan dan pasaran kerja yang stabil, semua ini menjana perbelanjaan swasta dan menyokong permintaan yang berterusan untuk hartanah perumahan.

Bagi tahun kewangan yang ditinjau, Kumpulan mencatatkan untung sebelum cukai yang lebih tinggi sebanyak RM11.4 juta bagi tahun kewangan berakhir pada 31 Disember 2004, iaitu peningkatan sebanyak 15% berbanding dengan RM9.9 juta dalam tahun lepas. Perolehan pula meningkat sebanyak 11% daripada RM59.3 juta dalam tahun lepas ke RM65.6 juta di mana sebahagian utamanya disumbangkan oleh aktiviti-aktiviti pembinaan dan pembangunan hartanah Kumpulan.

Kami telah berusaha gigih membina kediaman berkualiti dan menyerahkan pembangunan kepada para pembeli lebih awal daripada tarikh yang dijadualkan. Disokong oleh rekod cemerlang bahagian kejuruteraan pakar di Hong Kong, jenama kami terus berkembang kukuh di dalam dan luar negara.

Kumpulan mengambil sikap cermat dalam pengurusan kewangan dan ini dicerminkan oleh nisbah hutang ekuiti yang rendah pada 0.03:1 pada 31 Disember 2004. Aset ketara bersih sesaham turut meningkat daripada RM1.47 kepada RM1.59.

LPM works, CEDD Contract No. GE2003/28, Northwest of Queen Mary Hospital, Pok Fu Lam, Hong Kong Island

LPM works, CEDD Contract No. GE2003/26 slopes alongside Shing Mun Catchwater, Tsuen Wan - Governement of HK SAR

LPM works, temporary access road at Shatin Heights - China Railway

LPM works, Penny's Bay, Disneyland project - China State Engineering Co Ltd

Managing Director's Review Of Operation (cont'd) / Tinjauan Operasi Pengarah Urusan (samb.)

CONSTRUCTION AND SPECIALIST ENGINEERING OPERATIONS

Our specialist engineering activities have been active with on-going contracts in slope stabilisation works for the Hong Kong government. Locally, our construction arm is kept busy with building quality homes in tie with our property development arm. With even more quality homes to build for the next 5 years, our order books are kept very full.

PROPERTY DEVELOPMENT OPERATIONS

With the existing landbank and development projects in the pipeline, the Group has over RM500 million worth of development projects over the next 5 years. The Group is always looking to further expand its landbank with more prime land for future developments. 2005 will see a flurry of activities for the Group with the launching of various new projects in the Klang Valley.

COMMITMENT TO COMMUNITY

It has always been the commitment of the Group to give back to the community and the Board of Directors are further showing their commitment by approving an annual allocation of 1% of the Group's PBT to form a charitable trust foundation awarding scholarships to deserving Malaysian students who have gained entry to approved courses in Malaysia. The foundation's aim will be to contribute towards achieving academic excellence for Malaysians in the construction and development sector as well as grooming the new generation of professionals to further strengthen the Group.

The Group in its property development operations has been actively aiding the Selangor government in their objective to achieve 'Squatters Free status for Selangor by 2005' by successfully and peacefully resettling a large number of squatter families in the Klang Valley and have in turn received much praise and gratitude from the local government.

Tan Boon Kang
Managing Director

Kuala Lumpur
27 April 2005

OPERASI PEMBINAAN DAN KEJURUTERAAN PAKAR

Aktiviti-aktiviti kejuruteraan pakar kami begitu aktif dengan kontrak penstabilan lereng yang masih dijalankan untuk kerajaan Hong Kong. Di peringkat tempatan, bahagian pembinaan kini giat membina kediaman berkualiti dengan usaha sama bahagian pembangunan hartanah. Dengan lebih banyak kediaman berkualiti akan dibina untuk 5 tahun akan datang, sektor pembinaan kami akan dipenuhi dengan aktiviti-aktiviti pembinaan.

OPERASI PEMBANGUNAN HARTANAH

Dengan tanah-tanah dan projek pembangunan yang sedia ada, Kumpulan mempunyai lebih daripada RM500 juta projek pembangunan untuk 5 tahun akan datang. Kumpulan sentiasa mencuba memperluaskan tanahnya dengan lebih banyak tanah stragik bagi pembangunan masa depan. Dijangka aktiviti pembangunan tahun 2005 akan semakin aktif dengan pelancaran menyaksikan aktiviti rancak Kumpulan melancarkan pelbagai projek baru di sekitar Lembah Klang.

KOMITMEN TERHADAP KOMUNITI

Adalah sentiasa menjadi komitmen Kumpulan untuk berbakti kepada masyarakat. Lembaga Pengarah kini memberikan lebih komitmen dengan meluluskan peruntukan tahunan sebanyak 1% daripada Untung Sebelum Cukai Kumpulan bagi menubuhkan tabung yayasan yang menyediakan biasiswa kepada penuntut warga Malaysia yang layak dan telah diterima masuk untuk pengajian di institusi tempatan. Objektif yayasan ini ialah menyumbang ke arah pencapaian kecemerlangan akademik bagi warga Malaysia dalam sektor pembinaan dan pembangunan di samping melengkapkan generasi baru ahli profesional yang akan mengukuhkan lagi kewibawaan Kumpulan.

Melalui aktiviti operasi pembangunan hartanah, Kumpulan berusaha membantu kerajaan negeri Selangor mencapai "Selangor Setinggan Sifar dalam tahun 2005". Kumpulan berjaya menempatkan secara aman sebilangan besar keluarga setinggan dalam Lembah Klang. Usaha kami kerap menerima pujian dan penghargaan daripada kerajaan negeri.

Tan Boon Kang
Pengarah Urusan

Kuala Lumpur
27 April 2005

Foundation works

Structural works

Building works

Future Projects / Projek-projek akan datang

KEN DAMANSARA III,
SS2, Petaling Jaya

KEN Aman Terrace, Seri Kembangan

KEN Rimba Jaya, Phase I, Shah Alam

KEN Rimba Jaya, Phase II, Shah Alam

KEN Rimba Jaya, Phase 3, 4, 5 and 6, Shah Alam

Financial Statements

Laporan Kewangan

Directors' Report for the year ended 31 December 2004

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the year ended 31 December 2004.

Principal activities

The principal activities of the Company consist of investment holding and provision of management services. The principal activities of its subsidiaries are stated in Note 4 to the financial statements. There has been no significant change in the nature of these activities during the financial year.

Results

	Group RM'000	Company RM'000
Net profit for the year	8,123	21,983

Reserves and provisions

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

Dividends

Since the end of the previous financial year, the Company paid a first and final dividend of 5% less tax totalling RM2,166,480 in respect of the year ended 31 December 2003 on 18 August 2004.

A first and final dividend of 5% less tax totalling RM2,166,480 in respect of the year ended 31 December 2004 have been recommended by the Directors and will be proposed for shareholders' approval at the forthcoming Annual General Meeting.

Directors of the Company

Directors who served since the date of the last report are:

Dato' Ahmad Badri bin Mohamed Basir
Sha Thiam Fook
Tan Boon Kang
Lau Pek Kuan
Tan Moon Hwa
Loo Pak Soon
Tang Kam Chee
Dato' Raja Haji Ahmad Zainuddin bin Raja Haji Omar

Directors’ Report for the year ended 31 December 2004 (cont’d)

The holdings and deemed holdings in the ordinary shares of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at year end as recorded in the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares of RM1 each			
Company	**At 1.1.2004 '000**	**Bought '000**	**Sold '000**	**At 31.12.2004 '000**
Direct interest				
Tan Boon Kang	2,793	2,370	-	5,163
Lau Pek Kuan	39	-	-	39
Tan Moon Hwa	538	-	-	538
Tang Kam Chee	10	-	-	10
Indirect interest				
Tan Boon Kang	21,556	-	-	21,556
Lau Pek Kuan	24,310	2,370	-	26,680

	Number of ordinary shares of HK$1 each			
	At 1.1.2004 '000	**Bought '000**	**Sold '000**	**At 31.12.2004 '000**
Subsidiary				
Kenly (HK) Ltd.				
Indirect interest				
Tan Boon Kang	2,015	115	-	2,130
Lau Pek Kuan	2,015	115	-	2,130

The options granted to the Directors in respect of the acquisition of shares pursuant to the Employees' Share Option Scheme ("ESOS") are set out as below:

	Number of options over ordinary shares of RM1 each			
	At 1.1.2004 '000	**Granted '000**	**Exercised '000**	**At 31.12.2004 '000**
Share options in the Company				
Tan Boon Kang	500	-	-	500
Lau Pek Kuan	500	-	-	500
Tan Moon Hwa	500	-	-	500
Tang Kam Chee	490	-	-	490

None of the other Directors holding office at 31 December 2004 had any interest in the ordinary shares of the Company and of its related corporations during the financial year.

Directors' benefits

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by Directors as shown in the financial statements or the fixed salary of a full time employee of the Company or of related corporations) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

There were no arrangements during and at the end of the financial year which had the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Directors' Report for the year ended 31 December 2004 (cont'd)

Issue of shares and debentures

During the financial year, the Company issued the following shares:

Class of shares	Number of shares	Terms of issue
Ordinary shares of RM1.00 each	18,000	Subscription of Employees' Share Option Scheme ("ESOS"). The ESOS shares were issued at a price of RM1.00 per ordinary share for cash.

There were no other changes in the issued and paid-up capital of the Company during the financial year.

There were no debentures issued during the financial year.

Options granted over unissued shares or debentures

No options were granted to any person to take up unissued shares of the Company during the year.

At an Extraordinary General Meeting held on 30 June 2000, the Company's shareholders approved the establishment of an Employees' Share Option Scheme ("ESOS") of not more than 10% of the issued share capital of the Company to eligible Directors and employees of the Group.

The options offered to take up unissued shares of RM1 each and the option price are as follows:

		Number of options over ordinary shares of RM1 each				
Date of offer	Option price RM	At 1.1.2004 '000	Granted '000	Exercised '000	Lapsed '000	At 31.12.2004 '000
4.6.2003	1.00	4,603	-	(18)	(107)	4,478

The Company has been granted exemption by the Companies Commission of Malaysia from having to disclose the name of options holders who were granted less than 500,000 options under the ESOS during the financial year. No options were granted to eligible Directors and employees during the year. Details of options granted under the ESOS which are in respect of 500,000 options and above are as follows:

		Number of options over ordinary shares of RM1 each			
Name of option holder	Option price RM	At 1.1.2004 '000	Granted '000	Exercised '000	At 31.12.2004 '000
Tan Boon Kang	1.00	500	-	-	500
Lau Pek Kuan	1.00	500	-	-	500
Tan Moon Hwa	1.00	500	-	-	500
Tang Kam Chee	1.00	490	-	-	490
Lau Chin Ka	1.00	500	-	-	500

The salient features of the scheme are as follows:

i) Eligible employees are those who are a full time, confirmed employee of the Group and have attained the age of eighteen years on or before the date of offer.

ii) The option is personal to the grantee and is non-assignable.

Directors' Report for the year ended 31 December 2004 (cont'd)

iii) The option price shall be determined based on a discount of not more than 10% from the weighted average market price of the shares for the past five market days immediately preceding the date of offer or at the par value of the ordinary shares of the Company, whichever is higher.

iv) The options granted in a particular year but not exercised in that year can be exercised within a period of five years from the date of offer of the option.

v) The options granted may be exercised in full or in lesser number of ordinary shares provided that the number shall be in multiples of 1,000 shares.

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

Significant events during the year

i) In September 2004, a subsidiary, Ken Property Sdn. Bhd. entered into a Joint Development Agreement with Ken Link Sdn. Bhd. to jointly develop a piece of land in Mukim of Sungai Buluh, District of Petaling belonging to Ken Link Sdn. Bhd.

ii) In October 2004, a subsidiary, Ken Link Sdn. Bhd. entered into a sale and purchase agreement to acquire 6 parcels of land for a total consideration of RM1,700,000. The acquisition was completed in January 2005.

Other statutory information

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

i) all known bad debts have been written off and adequate provision made for doubtful debts, and

ii) all current assets have been stated at the lower of cost and net realisable value.

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

i) that would render the amount written off for bad debts, or the amount of the provision for doubtful debts, in the Group and in the Company inadequate to any substantial extent, or

ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading, or

iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate, or

iv) not otherwise dealt with in this report or the financial statements, that would render any amount stated in the financial statements of the Group and of the Company misleading.

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

i) any charge on the assets of the Group or of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person, or

ii) any contingent liability in respect of the Group or of the Company that has arisen since the end of the financial year.

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

Directors' Report for the year ended 31 December 2004 (cont'd)

In the opinion of the Directors, the results of the operations of the Group and of the Company for the financial year ended 31 December 2004 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

Auditors

The auditors, Messrs KPMG, have indicated their willingness to accept re-appointment.

Signed in accordance with a resolution of the Directors:

…………………………………………………………..
Tan Boon Kang

…………………………………………………………..
Tang Kam Chee

Kuala Lumpur,

11 March 2005

Statement By Directors pursuant to Section 169(15) of the Companies Act, 1965

In the opinion of the Directors, the financial statements set out on pages 48 to 85 are 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 the state of affairs of the Group and of the Company at 31 December 2004 and the results of their operations and cash flows for the year ended on that date.

Signed in accordance with a resolution of the Directors:

…………………………………………………………..
Tan Boon Kang

…………………………………………………………..
Tang Kam Chee

Kuala Lumpur,

11 March 2005

Statutory declaration pursuant to Section 169(16) of the Companies Act, 1965

I, Tang Kam Chee, the Director primarily responsible for the financial management of Ken Holdings Berhad, do solemnly and sincerely declare that the financial statements set out on pages 48 to 85 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed in Kuala Lumpur on 11 March 2005.

....
Tang Kam Chee

Before me:

Report of the auditors to the members of Ken Holdings Berhad

We have audited the financial statements set out on pages 48 to 85. The preparation of the financial statements is the responsibility of the Company's Directors.

It is our responsibility to form an independent opinion, based on our audit, on the financial statements and to report our opinion to you, as a body, in accordance with section 174 of the Companies Act, 1965 and for no other purpose. We do not assume responsibility to any other person for the content of this report.

We conducted our audit in accordance with approved Standards on Auditing in Malaysia. These standards require that we plan and perform the audit to obtain all the information and explanations which we consider necessary to provide us with evidence to give reasonable assurance that the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence relevant to the amounts and disclosures in the financial statements. An audit also includes an assessment of the accounting principles used and significant estimates made by the Directors as well as evaluating the overall adequacy of the presentation of information in the financial statements. We believe our audit provides a reasonable basis for our opinion.

In our opinion:

(a) the financial statements are properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of:

  i) the state of affairs of the Group and of the Company at 31 December 2004 and the results of their operations and cash flows for the year ended on that date; and

  ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Group and of the Company; and

(b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Company and the subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the said Act.

The subsidiaries in respect of which we have not acted as auditors are identified in Note 4 to the financial statements and we have considered their financial statements and the auditors' report thereon.

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

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

KPMG
Firm Number: AF 0758
Chartered Accountants

Chan Kam Chiew
Partner
Approval Number: 2055/06/06(J)

Kuala Lumpur,

11 March 2005

Balance Sheets at 31 December 2004

	Note	Group 2004 RM'000	Group 2003 RM'000 (Restated)	Company 2004 RM'000	Company 2003 RM'000
Property, plant and equipment	2	9,188	11,241	-	-
Land held for property development	3	1,800	1,800	-	-
Investments in subsidiaries	4	-	-	13,333	13,333
Other investments	5	32	32	-	-
Goodwill on acquisition	6	809	2,217	-	-
Deferred tax assets	17	916	1,012	32	-
Current assets					
Inventories		2,211	4,533	-	-
Property development costs	8	51,223	51,931	-	-
Trade and other receivables	9	20,307	23,073	23	28
Amount due from subsidiaries	10	-	-	57,692	51,533
Tax recoverable		90	110	-	790
Cash and cash equivalents	11	45,306	36,096	23,872	10,108
		119,137	115,743	81,587	62,459
Current liabilities					
Trade and other payables	12	21,755	23,861	421	298
Amount due to subsidiary	10	-	-	3	-
Borrowings	13	2,829	3,906	-	-
Taxation		2,107	2,663	61	-
		26,691	30,430	485	298
Net current assets		92,446	85,313	81,102	62,161
		105,191	101,615	94,467	75,494

Balance Sheets at 31 December 2004 (cont'd)

	Note	Group 2004 RM'000	Group 2003 RM'000	Company 2004 RM'000	Company 2003 RM'000
Financed by:					
Capital and reserves					
Share capital	14	60,180	60,162	60,180	60,162
Reserves	15	36,472	30,524	34,287	14,471
		96,652	90,686	94,467	74,633
Minority shareholders' interests	16	1,449	2,411	-	-
Negative goodwill	7	218	425	-	-
Long term and deferred liabilities					
Borrowings	13	303	212	-	-
Deferred tax liabilities	17	6,569	7,881	-	861
		105,191	101,615	94,467	75,494

The financial statements were approved and authorised for issue by the Board of Directors on 11 March 2005.

The notes set out on pages 56 to 85 form an integral part of, and should be read in conjunction with, these financial statements.

Income Statements for the year ended 31 December 2004

	Note	Group 2004 RM'000	Group 2003 RM'000	Company 2004 RM'000	Company 2003 RM'000
Revenue					
- contract revenue		17,761	11,642	-	-
- property development revenue		47,818	47,658	-	-
- dividends		-	-	29,971	3,076
- services		-	-	600	368
		65,579	59,300	30,571	3,444
Cost of sales					
- contract cost		(13,605)	(5,783)	-	-
- property development expenses		(31,057)	(34,171)	-	-
		(44,662)	(39,954)	-	-
Gross profit		20,917	19,346	30,571	3,444
Distribution costs		(541)	(61)	-	-
Administrative expenses		(10,459)	(11,721)	(330)	(216)
Other operating expenses		(1,185)	(808)	-	-
Other operating income		2,760	3,151	295	451
Operating profit	19	11,492	9,907	30,536	3,679
Financing costs	21	(100)	(32)	-	-
Profit before tax		11,392	9,875	30,536	3,679
Tax expense	22	(4,273)	(3,062)	(8,553)	(1,038)
Profit after tax		7,119	6,813	21,983	2,641
Minority interests		1,004	401	-	-
Net profit for the year		8,123	7,214	21,983	2,641
Basic earnings per ordinary share	23	13 sen	12 sen		
Diluted earnings per ordinary share	23	13 sen	12 sen		
Dividends per ordinary share - gross	24	5 sen	5 sen		

The notes set out on pages 56 to 85 form an integral part of, and should be read in conjunction with, these financial statements.

Consolidated Statement Of Changes In Equity

for the year ended 31 December 2004

Group	Note	Share capital RM'000	*Non-distributable* Share premium RM'000	Property revaluation reserve RM'000	Exchange fluctuation reserve RM'000	*Distributable* Retained profits RM'000	Total RM'000
At 1 January 2003		40,000	-	3,499	150	31,502	75,151
Realisation of revaluation reserve		-	-	(1,460)	-	1,460	-
Currency translation differences		-	-	-	77	-	77
Share issue expenses		-	(758)	-	-	-	(758)
Net gains or losses not recognised in the income statement		-	(758)	(1,460)	77	1,460	(681)
Issue of shares:							
Bonus issue		10,000	-	-	-	(10,000)	-
Rights issue		10,000	1,000	-	-	-	11,000
Exercise of share options		162	-	-	-	-	162
Net profit for the year		-	-	-	-	7,214	7,214
Dividends	24	-	-	-	-	(2,160)	(2,160)
At 31 December 2003/ 1 January 2004		60,162	242	2,039	227	28,016	90,686
Realisation of revaluation reserve		-	-	(800)	-	800	-
Currency translation differences		-	-	-	(8)	-	(8)
Net gains or losses not recognised in the income statement		-	-	(800)	(8)	800	(8)
Issue of shares:							
Exercise of share options		18	-	-	-	-	18
Net profit for the year		-	-	-	-	8,123	8,123
Dividends	24	-	-	-	-	(2,167)	(2,167)
At 31 December 2004		60,180	242	1,239	219	34,772	96,652
		Note 14		Note 15.1		Note 15.2	

The notes set out on pages 56 to 85 form an integral part of, and should be read in conjunction with, these financial statements.

Statement Of Changes In Equity for the year ended 31 December 2004

Company	Note	Share capital RM'000	*Non-distributable* Share premium RM'000	*Distributable* Retained profits RM'000	Total RM'000
At 1 January 2003		40,000	-	23,748	63,748
Issue of shares:					
Bonus issue		10,000	-	(10,000)	-
Rights issue		10,000	1,000	-	11,000
Exercise of share options		162	-	-	162
Share issue expenses		-	(758)	-	(758)
Loss not recognised in the income statement		-	(758)	-	(758)
Net profit for the year		-	-	2,641	2,641
Dividends	24	-	-	(2,160)	(2,160)
At 31 December 2003/ 1 January 2004		60,162	242	14,229	74,633
Issue of shares - Exercise of share options		18	-	-	18
Net profit for the year		-	-	21,983	21,983
Dividends	24	-	-	(2,167)	(2,167)
At 31 December 2004		60,180	242	34,045	94,467
		Note 14		Note 15.2	

The notes set out on pages 56 to 85 form an integral part of, and should be read in conjunction with, these financial statements.

Cash Flow Statements for the year ended 31 December 2004

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Cash flows from operating activities				
Profit before tax	11,392	9,875	30,536	3,679
Adjustments for:				
Amortisation of goodwill	1,185	808	-	-
Allowance for doubtful debts	2,967	2,870	-	-
Depreciation	1,042	1,088	-	-
Dividend income	-	-	(29,971)	(3,076)
Gain on disposal of property, plant and equipment	(27)	(288)	-	-
Interest expense	100	32	-	-
Interest income	(955)	(1,011)	(295)	(451)
Property, plant and equipment written off	-	17	-	-
Reversal of allowance for doubtful debts	-	(791)	-	-
Allowance for diminution in value of investment	-	9	-	-
Operating profit before working capital changes	15,704	12,609	270	152
Changes in working capital:-				
Inventories	2,322	3,368	-	-
Land held for development	-	(1,487)	-	-
Trade and other receivables	(126)	1,353	5	557
Property development costs	2,856	(7,514)	-	-
Trade and other payables	(2,103)	1,932	123	6
Subsidiary companies	-	-	(6,156)	(8,297)
Cash generated from/(used in) operations	18,653	10,261	(5,758)	(7,582)
Income taxes paid	(6,092)	(5,567)	(203)	(231)
Interest received	262	232	-	-
Interest paid	(55)	-	-	-
Net cash generated from/(used in) operating activities	12,768	4,926	(5,961)	(7,813)

Cash Flow Statements for the year ended 31 December 2004 (cont'd)

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Cash flows from investing activities				
Acquisition of subsidiaries, net of cash acquired (Note 31)	-	(12,307)	-	-
Dividend received	-	-	21,579	2,215
Purchase of property, plant and equipment (i)	(676)	(5,713)	-	-
Decrease/(Increase) in pledged deposits placed with licensed banks	2,520	(4,838)	2,900	(4,859)
Proceeds from disposal of property, plant and equipment	54	296	-	-
Interest received	693	712	295	451
Acquisition of investment in subsidiary	-	-	-	624
Net cash generated from/(used in) investing activities	2,591	(21,850)	24,774	(1,569)
Cash flows from financing activities				
Proceeds from issuance of shares	18	11,162	18	11,162
Issuance of shares to minority shareholders	42	-	-	-
Dividend paid	(2,167)	(2,160)	(2,167)	(2,160)
Repayment to finance lease liabilities	(185)	-	-	-
Interest paid	(45)	(32)	-	-
Share issue expenses	-	(758)	-	(758)
Proceeds of borrowings	-	3,906	-	-
Payment of borrowings	(3,906)	(1,591)	-	-
Advances from minority shareholders	-	212	-	-
Net cash (used in)/generated from financing activities	(6,243)	10,739	(2,149)	8,244
Net increase/(decrease) in cash and cash equivalents	9,116	(6,185)	16,664	(1,138)
Cash and cash equivalents at beginning of year	29,187	35,360	3,219	4,357
Foreign exchange differences on opening balances	(3)	12	-	-
Cash and cash equivalents at end of year (ii)	38,300	29,187	19,883	3,219

Cash Flow Statements for the year ended 31 December 2004 (cont'd)

i) *Purchase of property, plant and equipment*

During the year, the Group acquired property, plant and equipment with an aggregate cost of RM1,164,000 (2003 - RM5,713,000), of which RM488,000 (2003 - Nil) was acquired by means of hire purchases.

ii) *Cash and Cash Equivalents*

Cash and cash equivalents included in the cash flow statement comprise the following balance sheet amounts:

	Group		**Company**	
	2004 RM'000	**2003 RM'000**	**2004 RM'000**	**2003 RM'000**
Cash and bank balances	4,179	17,232	242	311
Deposits with licensed banks (excluding deposits pledged)	36,738	11,955	19,641	2,908
Bank overdrafts	(2,617)	-	-	-
	38,300	29,187	19,883	3,219

The notes set out on pages 56 to 85 form an integral part of, and should be read in conjunction with, these financial statements.

Notes To The Financial Statements

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following accounting policies are adopted by the Group and the Company and are consistent with those adopted in previous years except for the adoption of MASB 32, Property Development Activities.

Apart from to the new policy and extended disclosures where required by this new standard, there is no effect on these financial statements other than restatement of comparative figures to comfirm with current year's presentation as disclosed in Note 32 to the financial statements.

(a) Basis of accounting

The financial statements of the Group and of the Company are prepared on the historical cost basis except as disclosed in the notes to the financial statements and in compliance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia.

(b) Basis of consolidation

Subsidiaries are those enterprises controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control effectively commences until the date that control effectively ceases. Subsidiaries are consolidated using the acquisition method of accounting.

A subsidiary is excluded from consolidation when control is intended to be temporary if the subsidiary is acquired and held exclusively with a view of its subsequent disposal in the near future and it has not previously been consolidated or it operates under severe long term restrictions which significantly impair its ability to transfer funds to the Company. Subsidiaries excluded on these grounds are accounted for as investments.

Under the acquisition method of accounting, the results of subsidiaries acquired or disposed of during the year are included from the date of acquisition or up to the date of disposal. At the date of acquisition, the fair values of the subsidiaries' net assets are determined and these values are reflected in the Group financial statements. The difference between the acquisition cost and the fair values of the subsidiaries' net assets is reflected as goodwill or negative goodwill as appropriate.

Intragroup transactions and balances and the resulting unrealised profits are eliminated on consolidation. Unrealised losses resulting from intragroup transactions are also eliminated unless cost cannot be recovered.

(c) Property, plant and equipment

Property, plant and equipment except for freehold land are stated at cost/valuation less accumulated depreciation and accumulated impairment losses, if any. Freehold land is stated at valuation.

The Group revalues its landed properties every five years and at such shorter intervals whenever the fair value of the revalued assets is expected to differ materially from their carrying value. Additions subsequent to the date of valuation are stated at cost until the next revaluation exercise.

Surpluses arising from revaluation are dealt with in the property revaluation reserve account. Any deficit arising is offset against the revaluation reserve to the extent of a previous increase for the same property. In all other cases, a decrease in carrying amount is charged to the income statement.

Property, plant and equipment retired from active use and held for disposal are stated at the carrying amount at the date when the asset is retired from active use, less impairment losses, if any.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(c) Property, plant and equipment (cont'd)

Depreciation

Freehold land is not amortised.

Leasehold land is amortised in equal instalments over the period of the lease of 79 years.

The straight-line method is used to write off the cost of the other assets over the term of their estimated useful lives at the following principal annual rates:

Building	2%
Motor vehicles	20%
Site equipment	20%
Plant and equipment	20%
Office equipment	20%
Furniture and fittings	20%

(d) Goodwill

Goodwill represents the excess of the cost of the acquisition over the fair values of the net identifiable assets acquired and is stated at cost less accumulated amortisation and accumulated impairment losses.

Negative goodwill represents the excess of the fair values of the net identifiable assets acquired over the cost of acquisition and stated at cost less accumulated amortisation.

Goodwill and negative goodwill in respect of property development companies are amortised over the years of development by reference to the development profit earned compared to total estimated development profit, while that in respect of other subsidiaries is amortised to the Group income statement over its estimated useful life of not more than 20.

(e) Investments

Long term investments other than in subsidiaries, are stated at cost. An allowance is made when the Directors are of the view that there is a diminution in their value which is other than temporary.

Long term investment in subsidiaries are stated at cost in the Company, less impairment loss where applicable.

(f) Finance leases

Leases in which the Group assume substantially all the risks and rewards of ownership are classified as finance leases. Assets acquired by way of finance leases are stated at an amount equal to the lower of their fair values and the present value of the minimum lease payments at the inception of the leases, less accumulated depreciation and impairment losses.

In calculating the present value of the minimum lease payments, the discount rate is the interest rate implicit in the lease, if this is practicable to determine; if not, the Group's incremental borrowing rate is used.

(g) Trade and other receivables

Trade and other receivables are stated at cost less allowance for doubtful debts.

Notes To The Financial Statements (cont'd)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(h) Employee benefit

(i) Short term employee benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees of the Group. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences and short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

(ii) Defined contribution plans

Obligations for contributions to the Employees Provident Fund, are recognised as an expense in the income statement as incurred.

(iii) Equity and equity-related compensation benefits

The share option programme allows Group employees to acquire shares of the Company. When the options are exercised, equity is increased by the amount of the proceeds received.

(i) Liabilities

Borrowing and trade and other payables are stated at cost.

(j) Land held for property development

Land held for property development consist of land or such portions thereof on which no development activities have been carried out or where development activities are not expected to be completed within the Group's normal operating cycle of 2 to 3 years. Such land is classified as non-current asset and is stated at cost less accumulated impairment losses.

Land held for development is reclassified as property development costs at the point when development activities commences and where it can be demonstrated that the development activities can be completed within the Group's operating cycle of 2 to 3 years.

Cost associated with the acquisition of land includes the purchase price of the land, professional fees, stamp duties, commissions, conversion fees and other relevant levies. Where the Group had previously recorded the land at revalued amount, it continues to retain this amount as its surrogate cost as allowed by MASB 32.

(k) Property development costs

Property development costs comprise costs associated with the acquisition of land and all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities.

Property development costs not recognised as an expense is recognised as an asset and is stated at the lower of cost and net realisable value.

The excess of revenue recognised in the income statement over billings to purchasers is shown as accrued billings under trade and other receivables and the excess of billings to purchasers over revenue recognised in the income statement is shown as progress billings under trade and other payables.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(l) Amount due from contract customers

Amount due from contract customers on construction contracts is stated at cost plus attributable profits less foreseeable losses and less progress billings. Cost includes all direct construction costs and other related costs. Where progress billings exceed the aggregate amount due from contract customers plus attributable profits less foreseeable losses, the net credit balance on all such contracts is shown in trade and other payables as amount due to contract customers.

(m) Inventories

Completed properties held for sale are stated at the lower of cost and net realisable value. Cost consists of cost associated with the acquisition of land, direct costs and appropriate proportion of common costs attributable to developing the properties to completion.

(n) Cash and cash equivalents

Cash and cash equivalents consists of cash on hand, balances and deposits with banks. For the purpose of the cash flow statement, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

(o) Impairment

The carrying amount of assets, other than inventories, assets arising from construction contracts, deferred tax assets and financial assets (other than investments in subsidiaries), are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset or the cash-generating unit to which it belongs exceeds its recoverable amount. Impairment losses are recognised in the income statement, unless the asset is carried at a revalued amount, in which case the impairment loss is charged to equity.

The recoverable amount is the greater of the asset's net selling price and its value in use. In assessing value in use, estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss in respect of goodwill is not reversed unless the loss was caused by a specific external event of an exceptional nature that is not expected to recur and subsequent external events have occurred that reverse the effect of that event.

In respect of other assets, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. The reversal is recognised in the income statement, unless it reverses an impairment loss on a revalued asset, in which case it is taken to equity.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(p) Income tax

Tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Temporary differences are not recognised for goodwill not deductible for tax purposes and the initial recognition of assets or liabilities that at the time of the transaction affects neither accounting nor taxable profit. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

(q) Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated to Ringgit Malaysia at rates of exchange ruling at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to Ringgit Malaysia at the foreign exchange rates ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement.

(ii) Financial statements of foreign operation

The Group's foreign operation is not considered an integral part of the Company's operations. Accordingly, the assets and liabilities of foreign operation, including goodwill and fair value adjustments arising on consolidation, are translated to Ringgit Malaysia at exchange rates ruling at the balance sheet date. The revenues and expenses of the foreign operation is translated to Ringgit Malaysia at average exchange rates applicable throughout the year. Foreign exchange differences arising on translation are recognised directly in equity.

The closing rate used in the translation of foreign currency monetary assets and liabilities and the financial statements of the foreign operation is as follows:

	2004	**2003**
HK$ 1	RM0.49	RM0.49

Notes To The Financial Statements (cont'd)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(r) Revenue

i) Construction contracts

Revenue from fixed price construction contracts is recognised on the percentage of completion method, measured by reference to surveys of work performed to date that reflect work performed bear to the total estimated contract costs.

When the outcome of a construction contract cannot be estimated reliably, revenue is recognised only to the extent of contract costs incurred that is probable will be recoverable and contract costs are recognised as an expense in the period in which they are incurred.

An expected loss on a contract is recognised immediately in the income statement.

ii) Property development

Revenue from property development activities is recognised based on the stage of completion measured by reference to the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

Where the financial outcome of a property development activity cannot be reliably estimated, property development revenue is recognised only to the extend of property development costs incurred that is probable will be recoverable, and property development costs on the development units sold are recognised as an expense in the period in which they are incurred.

Any expected loss on a development project, including costs to be incurred over the defects liability period, is recognised immediately in the income statement.

iii) Dividend income

Dividend income is recognised when the right to receive payment is established.

iv) Rental income

Rental income is recognised on an accrual basis in accordance with the tenancy agreement.

v) Interest income

Interest income is recognised in the income statement as it accrues, taking into account the effective yield on the asset.

(s) Expenses

Financing costs

All interest and other costs incurred in connection with borrowings are expensed as incurred.

Notes To The Financial Statements (cont'd)

2. PROPERTY, PLANT AND EQUIPMENT

Group *Cost/valuation*	**Freehold land RM'000**	**Freehold building RM'000**	**Long term leasehold land RM'000**	**Long term leasehold buildings RM'000**	**Motor vehicles RM'000**	**Site equipment RM'000**	**Plant and machinery RM'000**	**Office equipment RM'000**	**Furniture and fittings RM'000**	**Total RM'000**
At 1 January 2004	3,123	1,455	3,213	1,887	2,976	612	8,679	1,034	217	23,196
Additions	-	-	-	-	877	14	183	72	18	1,164
Disposals	-	-	-	-	(120)	-	(50)	(15)	(19)	(204)
Write offs	-	-	-	-	-	-	-	(2)	-	(2)
Transfer (Note 8)	(2,148)	-	-	-	-	-	-	-	-	(2,148)
Exchange difference	-	-	-	-	-	-	(1)	-	-	(1)
At 31 December 2004	975	1,455	3,213	1,887	3,733	626	8,811	1,089	216	22,005
Representing items at:										
Cost	-	930	1,713	1,887	3,733	626	8,811	1,089	216	19,005
Directors' valuation - 2000	975	525	1,500	-	-	-	-	-	-	3,000
At 31 December 2004	975	1,455	3,213	1,887	3,733	626	8,811	1,089	216	22,005
Accumulated depreciation										
At 1 January 2004	-	50	79	60	2,362	525	7,922	781	176	11,955
Charge for the year	-	29	41	100	374	47	317	121	13	1,042
Disposals	-	-	-	-	(120)	-	(50)	(3)	(4)	(177)
Write offs	-	-	-	-	-	-	-	(2)	-	(2)
Exchange difference	-	-	-	-	-	-	(1)	-	-	(1)
At 31 December 2004	-	79	120	160	2,616	572	8,188	897	185	12,817
Net book value										
At 31 December 2004	975	1,376	3,093	1,727	1,117	54	623	192	31	9,188
At 31 December 2003	3,123	1,405	3,134	1,827	614	87	757	253	41	11,241
Depreciation charge for the year ended 31 December 2003	-	29	41	26	211	44	607	114	16	1,088

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

Company ***Cost***	**Office equipment RM'000**
At 1 January/31 December 2004	1
Accumulated depreciation	
At 1 January 2004	1
Charge for the year	-
At 31 December 2004	1
Net book value	
At 31 December 2004	-
At 31 December 2003	-
Depreciation charge for the year ended 31 December 2003	-

2.1 Revaluation - Group

The freehold land and building and long term leasehold land of the Group are stated at Directors' valuation based on professional valuations on the comparison method conducted on 30 November 2000 and 27 October 2000 respectively. The surplus arising from the revaluation has been transferred to Property Revaluation Reserve.

Had the land and building been carried at historical cost less accumulated depreciation, the carrying amount of the revalued assets that would have been included in the financial statements at the end of the year would be as follows:

	2004 RM'000	**2003 RM'000**
Freehold land	490	490
Freehold building	129	133
Long term leasehold land	336	341
	955	964

Notes To The Financial Statements (cont'd)

3. LAND HELD FOR PROPERTY DEVELOPMENT

	Group	
	2004 RM'000	2003 RM'000
Cost At 1 January/ 31 December	1,800	1,800

4. INVESTMENTS IN SUBSIDIARIES

	Company	
	2004 RM'000	2003 RM'000
Unquoted shares, at cost	13,333	13,333

The subsidiaries of the Company are as follows:-

Subsidiaries	Principal activities	Effective ownership interest (%) 2004	2003
Ken Grouting Sdn. Bhd.	Specialist engineering services, turnkey contracts, building and civil engineering works	100	100
Ken Projects Sdn. Bhd.	Investment holding	100	100
Ken Property Sdn. Bhd.	Property holding and investment and housing developer	100	100
Support Capital Sdn. Bhd.	Investment holding	100	100
The subsidiary of Support Capital Sdn. Bhd. is:			
Kenly (HK) Ltd. †	Construction and civil engineering	57.6	57.6
The subsidiaries of Ken Grouting Sdn. Bhd. are:			
Ken-Chec Sdn. Bhd.	Land reclamation, civil, dredging and marine engineering	100	100
Success Goal Asia Ltd. †	Dormant	100	100
The subsidiaries of Ken Projects Sdn. Bhd. are:-			
Khidmat Tulin Sdn. Bhd.	Contractor and housing developer	100	100
T.B.S. Management Sdn. Bhd.	Property management services	100	100
Ken Rimba Jaya Sdn. Bhd.	Property development and investment holding	100	100

Notes To The Financial Statements (cont'd)

4. INVESTMENTS IN SUBSIDIARIES (CONT'D)

Subsidiaries	Principal activities	Effective ownership interest (%) 2004	2003
The subsidiaries of Ken Property Sdn. Bhd. are:-			
KD Management Sdn. Bhd. (formerly known as Ken Damansara Management Sdn. Bhd.)	Property management services	100	100
Ken Link Sdn. Bhd.	Property development and investment holding	100	100
Aunyang Holdings Sdn. Bhd.	Investment holding	100	100
The subsidiary of Kenly (HK) Ltd. is:-			
Kenly Engineering Ltd. †	Construction and civil engineering	100	100

† Audited by another firm of auditors

All the subsidiaries are incorporated in Malaysia except for Kenly (HK) Ltd., Success Goal Asia Ltd. and Kenly Engineering Ltd. which are incorporated in Hong Kong.

5. OTHER INVESTMENTS

	Group 2004 RM'000	2003 RM'000
Quoted shares in Malaysia	120	120
Less: Allowance for diminution in value	(108)	(108)
	12	12
Unquoted investments	20	20
	32	32
Market value of quoted shares	13	13

6. GOODWILL ON ACQUISITION

	Group 2004 RM'000	Group 2003 RM'000
Cost		
At 1 January/31 December	4,629	4,629
Amortisation		
At 1 January	2,412	1,381
Amortisation charge for the year	1,408	1,031
At 31 December	3,820	2,412
Net book value - At 31 December	809	2,217

7. NEGATIVE GOODWILL

	Group 2004 RM'000	Group 2003 RM'000
Cost		
At 1 January	648	-
Increase in interest in subsidiary	-	447
Acquisition of subsidiary	-	201
Incidental costs associated with the acquisition of a subsidiary recovered from the vendor	16	-
At 31 December	664	648
Amortisation		
At 1 January	223	-
Amortisation charge for the year	223	223
At 31 December	446	223
Net book value - At 31 December	218	425

8. PROPERTY DEVELOPMENT COSTS

	Group 2004 RM'000	Group 2003 RM'000 (Restated)
At 1 January		
Land	55,698	30,385
Development costs	35,788	3,759
Accumulated costs charged to income statement	(39,555)	(7,550)
	51,931	26,594
Transfer from property/land held for development	2,148	313
Land/Development costs incurred during the year	25,154	57,029
	79,233	83,936
Costs charged to income statement	(28,010)	(32,005)
	51,223	51,931
Represented by:		
Land	57,846	55,698
Development costs	60,942	35,788
Accumulated costs charged to income statement	(67,565)	(39,555)
	51,223	51,931

Additions to development costs during the year include staff costs amounting to RM183,000 (2003 - RM235,000).

9. TRADE AND OTHER RECEIVABLES

	Group 2004 RM'000	Group 2003 RM'000 (Restated)	Company 2004 RM'000	Company 2003 RM'000
Trade receivables	22,047	25,038	-	-
Retention sum	4,625	1,053	-	-
	26,672	26,091	-	-
Less: Allowance for doubtful debts	(11,111)	(9,073)	-	-
	15,561	17,018	-	-
Accrued billings	-	2,853	-	-
Other receivables, deposits and prepayments	2,063	3,223	23	28
Less: Allowance for doubtful debts	-	(1,523)	-	-
	2,063	1,700	23	28
Amount due from contract customers	2,683	1,502	-	-
	20,307	23,073	23	28

9.1 The currency exposure profile of trade receivables denominated in Ringgit Malaysia equivalent is as follows:

	Group 2004 RM'000	Group 2003 RM'000	Company 2004 RM'000	Company 2003 RM'000
Ringgit Malaysia	7,308	9,581	-	-
Hong Kong Dollar	19,364	16,510	-	-
	26,672	26,091	-	-

9.2 Included in other receivables, deposits and prepayments in 2004 of the Group is a deposit of RM170,000 for the acquisition of 6 parcels of land. The acquisition was completed in January 2005.

Notes To The Financial Statements (cont'd)

9. TRADE AND OTHER RECEIVABLES (CONT'D)

9.3 Amount due from contract customers

	Group 2004 RM'000	Group 2003 RM'000
Aggregate costs incurred to date	25,346	102,692
Add: Attributable profits	5,485	21,722
	30,831	124,414
Less: Progress billings	(28,210)	(124,363)
	2,621	51
Amount due to contract customers (Note 12)	62	1,451
	2,683	1,502
Additions to aggregate costs incurred during the year include:-		
Staff costs	2,247	1,484
Rental of plant and machinery	275	579

10. AMOUNT DUE FROM/(TO) SUBSIDIARIES

	Company 2004 RM'000	Company 2003 RM'000
Amount due from subsidiaries		
- Trade	-	2,305
- Non-trade	57,692	49,228
	57,692	51,533
Amount due to subsidiaries		
- Non-trade	3	-
	3	-

The amount due from/(to) subsidiaries are unsecured, interest free and have no fixed terms of repayment.

Notes To The Financial Statements (cont'd)

11. CASH AND CASH EQUIVALENTS

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Cash and bank balances	4,179	17,232	242	311
Deposits with licensed banks				
- unpledged	36,738	11,955	19,641	2,908
- pledged	4,389	6,909	3,989	6,889
	45,306	36,096	23,872	10,108

11.1 Included in the Group's cash and bank balances is RM1,258,000 (2003 - RM4,726,000) maintained pursuant to the Housing Development (Housing Development Account) Regulations 1991.

11.2 Deposits of the Group and of the Company amounting to RM4,389,000 (2003 - RM6,909,000) and RM3,989,000 (2003 - RM6,889,000) respectively are pledged to a licensed bank for bank overdraft and bank guarantee facilities granted to subsidiaries.

11.3 The effective interest rates of deposits with licensed banks were as follows:

	Group		Company	
	2004	2003	2004	2003
Deposits with licensed banks	2.61%	2.87%	2.52%	2.80%

The maturity date of the deposits with licensed banks ranges from one month to one year or at call.

11.4 The currency exposure profile of deposits, cash and bank balances denominated in Ringgit Malaysia equivalent is as follows:

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Ringgit Malaysia	45,190	30,390	23,872	10,108
Hong Kong Dollar	116	5,706	-	-
	45,306	36,096	23,872	10,108

12. TRADE AND OTHER PAYABLES

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Trade payables	13,595	13,415	-	-
Amount due to contract customers (Note 9.3)	62	1,451	-	-
Progress billings	4,924	-	-	-
Other payables and accruals	2,849	8,431	186	64
Amount due to Directors	325	564	235	234
	21,755	23,861	421	298

12.1 Included in trade payables of the Group are retention sums payable amounting to RM3,585,000 (2003 - RM1,564,000).

The currency exposure profile of trade payables denominated in Ringgit Malaysia equivalent is as follows:

	Group	
	2004 RM'000	2003 RM'000
Ringgit Malaysia	9,002	10,331
Hong Kong Dollar	4,593	3,084
	13,595	13,415

12.2 Included in other payables and accruals in 2003 of the Group were:

i) an amount of RM2,000,000 representing the balance of payment relating to the acquisition of 100% equity interest of Ken Rimba Jaya Sdn. Bhd.

ii) an amount of RM3,731,000 due to former related corporations of a subsidiary acquired.

12.3 Amount due to Directors are unsecured, interest free and have no fixed terms of repayment.

13. BORROWINGS

	Group 2004 RM'000	Group 2003 RM'000
Current		
Revolving credit - unsecured	-	3,906
Bank overdrafts - secured	2,617	-
Finance lease liabilities	212	-
	2,829	3,906
Non-Current		
Loan from minority shareholder	212	212
Finance lease liabilities	91	-
	303	212

Terms and debt repayment schedule

The revolving credit is subject to interest at 6.75% (2003 - 6.75%) and supported by a corporate guarantee issued by the Company. The bank overdrafts are subject to interest at 6.5% and secured by fixed deposits of the Company placed with the bank.

The loan from minority shareholder of a subsidiary is unsecured, interest free and not repayable within the next 12 months.

Finance lease liabilities are payable as follows:

	Payments 2004 RM'000	Interest 2004 RM'000	Principal 2004 RM'000	Payments 2003 RM'000	Interest 2003 RM'000	Principal 2003 RM'000
Group						
Less than one year	224	12	212	-	-	-
Between one and five years	95	4	91	-	-	-
	319	16	303	-	-	-

14. SHARE CAPITAL

	Group and Company 2004 RM'000	Group and Company 2003 RM'000
Ordinary shares of RM1.00 each		
Authorised	100,000	100,000
Issued and fully paid		
At 1 January	60,162	40,000
Renounceable rights issue	-	10,000
Bonus issue	-	10,000
Shares issued under share options scheme	18	162
At 31 December	60,180	60,162

Notes To The Financial Statements (cont'd)

15. RESERVES

15.1 Property revaluation reserve (Non-distributable)

The property revaluation reserve represents surplus arising from the revaluation of the Group's freehold land and building and long term leasehold land and leasehold land held for development.

15.2 Retained profits (Distributable)

Subject to agreement by the Inland Revenue Board, the Company has sufficient Section 108 tax credit and tax exempt income to frank all of its retained profits at 31 December 2004 if paid out as dividends.

16. MINORITY SHAREHOLDERS' INTERESTS

This consists of the minority shareholders' proportion of share capital and reserves of subsidiaries, net of their share of subsidiary's goodwill and negative goodwill on consolidation and amortisation of goodwill charged to the minority shareholders.

17. DEFERRED TAXATION

The amounts, determined after appropriate offsetting, are as follows:

	Group		Company	
	2004 RM'000	**2003 RM'000**	**2004 RM'000**	**2003 RM'000**
Deferred tax assets	(916)	(1,012)	(32)	-
Deferred tax liabilities	6,569	7,881	-	861

Deferred tax liabilities and assets are offset above where there is a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred taxes relate to the same taxation authority.

17. DEFERRED TAXATION (CONT'D)

The recognised deferred tax assets and liabilities (before offsetting) are as follows:

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Property, plant and equipment				
- capital allowances	107	197	-	-
- revaluation	6,888	8,166	-	-
Unabsorbed capital allowances	(6)	(6)	-	-
Unutilised tax losses	(360)	(341)	-	-
Provisions	(60)	(547)	(32)	-
Other temporary differences	(884)	(600)	-	861
	5,685	6,869	(32)	861
No deferred tax has been recognised for the following items:				
Other temporary differences	(242)	153	-	-
Unabsorbed capital allowances	25	45	-	-
Unutilised tax losses	2,529	48	-	-
	2,312	246	-	-

The unabsorbed capital allowances and unutilised tax losses do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of certain unutilised tax losses mainly arising from a foreign subsidiary because it is not probable that future taxable profit will be available against which that subsidiary can utilise the benefits.

18. EMPLOYEE BENEFITS

Share option plan

The Group offers vested share options over ordinary shares to Directors and other senior employees with more than one year's service. Movements in the number of share options held by employees are as follows:

	Group and Company	
	2004 RM'000	2003 RM'000
Outstanding at 1 January	4,603	-
Issued	-	4,901
Exercised	(18)	(162)
Lapsed	(107)	(136)
Outstanding at 31 December	4,478	4,603

18. EMPLOYEE BENEFITS (CONT'D)

Details of share options exercised during the year:

Expiry date	2004 - 2008
Exercise price per ordinary share (RM)	1
Aggregate issue proceeds (RM'000)	18
Fair value at date of issue	22

Terms of the options outstanding at 31 December:

Expiry date	**Exercise price RM**	**Number ('000)**
4 June 2008	1.00	4,478

The Group received proceeds of RM18,000 in respect of the 18,000 options exercised during the year in which the whole amount was credited to share capital.

19. OPERATING PROFIT

	Group		**Company**	
	2004 RM'000	**2003 RM'000**	**2004 RM'000**	**2003 RM'000**
Operating profit is arrived at after charging:-				
Amortisation of goodwill, net	1,185	808	-	-
Auditors' remuneration				
Company auditors				
- current year	64	57	13	10
- under provision in prior year	4	-	3	-
Other auditors	24	22	-	-
Allowance for doubtful debts	2,967	2,870	-	-
Property, plant and equipment written off	-	17	-	-
Depreciation of property, plant and equipment	1,042	1,088	-	-
Directors' remuneration				
Directors of the Company				
- fees	80	80	80	80
- other emoluments	1,330	1,243	49	44
Other directors				
- other emoluments	301	225	-	-
Allowance for diminution in value of investment	-	9	-	-
Rental of premises	222	220	-	-
Rental of plant and machinery	9	-	-	-

19. OPERATING PROFIT (CONT'D)

	Group 2004 RM'000	Group 2003 RM'000	Company 2004 RM'000	Company 2003 RM'000
and crediting:-				
Dividend income from subsidiaries	-	-	29,971	3,076
Gain on disposal of property, plant and equipment	28	288	-	-
Interest income				
- fixed deposits	693	712	295	451
- Housing Development Account	49	182	-	-
- others	213	118	-	-
Rental of premises	565	173	-	-
Reversal of allowance for doubtful debts	-	791	-	-

The estimated monetary value of Directors' benefits-in-kind for the Group is RM46,000 (2003 - RM44,000).

20. EMPLOYEE INFORMATION

	Group 2004 RM'000	Group 2003 RM'000
Staff costs		
- charged to income statement	3,836	3,779
- capitalised in contract customers	2,247	1,484
- capitalised in property development costs	183	235
	6,266	5,498

The number of employees of the Group and of the Company (including Directors) at the end of the year was 122 (2003 - 130) and 8 (2003 - 8) respectively.

Included in staff costs is an expense for defined contribution plan of the Group amounting to RM551,000 (2003 - RM465,000).

21. FINANCING COSTS

	Group 2004 RM'000	Group 2003 RM'000
Interest payable		
- Loan interest	23	30
- Bank overdrafts	55	2
- Finance leases	22	-
	100	32

Notes To The Financial Statements (cont'd)

22. TAX EXPENSE

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Current tax expense				
Malaysia - current year	6,041	3,659	9,443	170
- prior year	(552)	73	3	7
Overseas - prior year	-	(2)	-	-
	5,489	3,730	9,446	177
Deferred tax expense				
Malaysia - current year	(1,921)	(600)	(893)	861
- prior year	762	-	-	-
Overseas - current year	(51)	(49)	-	-
Crystalisation of deferred tax liability on revaluation surplus of property	(6)	(19)	-	-
	4,273	3,062	8,553	1,038
Reconciliation of effective tax expense				
Profit before tax	11,392	9,875	30,536	3,679
Income tax using Malaysian tax rates	3,031	2,748	8,550	1,030
Non-deductible expenses	389	198	-	1
Effect of different tax rate in foreign jurisdiction	254	34	-	-
Income not subject to tax	-	(241)	-	-
Other items	-	245	-	-
Effect of defered tax assets not recognised in current year	395	26	-	-
	4,069	3,010	8,550	1,031
Under provision in prior years	210	71	3	7
Crystalisation of deferred tax liability on revaluation surplus of property	(6)	(19)	-	-
Tax expense	4,273	3,062	8,553	1,038

23. EARNINGS PER ORDINARY SHARE - GROUP

Basic earnings per share

The calculation of basic earnings per share is based on the net profit attributable to ordinary shareholders of RM8,123,000 (2003 - RM7,214,000) and the weighted average number of ordinary shares outstanding during the year of 60,177,000 (2003 - 59,662,000).

Net profit attributable to ordinary shareholders is calculated as follows:

	2004 RM'000	2003 RM'000
Net profit attributable to ordinary shareholders	8,123	7,214

	2004 '000	2003 '000
Weighted average number of ordinary shares		
Issued ordinary shares at beginning of the year	60,162	40,000
Effect of renounceable rights issue	-	9,616
Effect of bonus issue	-	10,000
Effect of options exercised	15	46
Weighted average number of ordinary shares	60,177	59,662

Diluted earnings per share

The calculation of diluted earnings per share is based on the net profit attributable to ordinary shareholders of RM8,123,000 (2003 - RM7,214,000) and the weighted average number of ordinary shares outstanding during the year of 60,272,000 (2003 -59,932,000) calculated as follows:

Net profit attributable to ordinary shareholders (diluted)

	2004 RM'000	2003 RM'000
Net profit attributable to ordinary shareholders (diluted)	8,123	7,214

Weighted average number of ordinary shares (diluted)

	2004 '000	2003 '000
Weighted average number of ordinary shares as above	60,177	59,662
Effect of share options	324	270
Weighted average number of ordinary shares (diluted)	60,501	59,932

24. DIVIDENDS

	Group and Company	
	2004	2003
	RM'000	RM'000
Ordinary		
First and final paid:		
Year ended 31 December 2002		
- 5% per share less tax	-	2,160
Year ended 31 December 2003		
- 5% per share less tax	2,167	-
	2,167	2,160

A first and final dividend of 5% less tax totalling RM2,166,480 in respect of the year ended 31 December 2004 have been recommended by the Directors and will be proposed for shareholders' approval at the forthcoming Annual General Meeting.

25. SEGMENTAL INFORMATION

Segmental information is presented in respect of the Group's business and geographical segments. The primary format, business segments is based on the Group's management and internal reporting structure. Inter-segment pricing is determined in the normal course of business under negotiated terms.

Segmental results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise interest-earning assets and revenue, borrowings and expenses, and corporate assets and expenses.

Segment capital expenditure is the total cost incurred during the period to acquire segment assets that are expected to be used for more than one period.

Business segments

The Group comprises the following main business segments:

Construction	Specialist engineering services, turnkey contracts, building and civil and engineering works, land reclamation, dredging, marine and civil engineering.
Property development	Development of residential and commercial properties.

Geographical segments

The construction segment is managed in two principal geographical areas, Malaysia and Hong Kong. Property development segment operates solely in Malaysia.

In presenting information on the basis of geographical segments, segment revenue is based on the geographical locations of customers.

25. SEGMENTAL INFORMATION (CONT'D)

	Construction		Property development		Eliminations		Consolidated	
	2004	2003	2004	2003	2004	2003	2004	2003
Group	**RM'000**	**RM'000**	**RM'000**	**RM'000**	**RM'000**	**RM'000**	**RM'000**	**RM'000**
Business Segments								
Revenue from external customers	17,761	11,642	47,818	47,658	-	-	65,579	59,300
Inter segment revenue	30,029	42,460	144	126	(30,173)	(42,586)	-	-
Total Revenue	47,790	54,102	47,962	47,784	(30,173)	(42,586)	65,579	59,300
Segment result	2,031	6,497	10,907	5,924	(2,053)	(3,050)	10,885	9,371
Unallocated expenses							(348)	(475)
Interest income							955	1,011
Operating profit							11,492	9,907
Interest expense							(100)	(32)
Profit before tax							11,392	9,875
Tax expense							(4,273)	(3,062)
Minority interests							1,004	401
Net profit for the year							8,123	7,214
Segment assets	43,681	46,786	74,135	84,969	(11,003)	(12,439)	106,813	119,316
Unallocated assets							25,069	12,729
Total assets							131,882	132,045
Segment liabilities	21,587	19,235	16,860	17,248	(15,364)	(14,485)	23,083	21,998
Unallocated liabilities							10,486	16,738
Total liabilities							33,569	38,736
Capital expenditure	1,038	2,450	126	3,263	-	-	1,164	5,713
Depreciation and amortisation	714	778	1,513	1,120	-	-	2,227	1,898
Non cash expenses other than depreciation and amortisation	2,967	2,875	-	-	-	-	2,967	2,875

25. SEGMENTAL INFORMATION (CONTINUED)

Group	Malaysia 2004 RM'000	Malaysia 2003 RM'000	Hong Kong 2004 RM'000	Hong Kong 2003 RM'000	Eliminations 2004 RM'000	Eliminations 2003 RM'000	Consolidated 2004 RM'000	Consolidated 2003 RM'000
Geographical segments								
Revenue from external customers by location of customers	49,587	48,842	15,992	10,458	-	-	65,579	59,300
Segment assets by location of assets	91,450	101,262	15,363	18,054	-	-	106,813	119,316
Capital expenditure by location of assets	688	6,365	476	482	-	(1,134)	1,164	5,713

26. CONTINGENT LIABILITIES - UNSECURED

	Group 2004 RM'000	Group 2003 RM'000	Company 2004 RM'000	Company 2003 RM'000
26.1 Corporate guarantees				
Guarantees given to financial institutions for credit facilities granted to subsidiaries	-	-	23,895	9,994
Guarantees given to third parties for credit facilities granted to subsidiaries for purchase of materials/services	-	-	9,900	8,150
	-	-	33,795	18,144

26.2 Litigation

(a) A subsidiary company has instituted legal actions against a debtor for outstanding debts of RM14.4 million in respect of various contracts works. An allowance for doubtful debts of RM8.6 million (2003- RM5.8 million) has been made in the financial statements. The debtor has disputed the claim and based on the advice of the lawyers, the Directors are of the opinion that the subsidiary has a good claim against the debtor.

Notes To The Financial Statements (cont'd)

27. SIGNIFICANT RELATED PARTY TRANSACTIONS

27.1 Controlling related party relationships are subsidiaries of the Company as disclosed in Note 4.

27.2 Significant transactions with related parties other than those disclosed elsewhere in the financial statements are as follows:

Significant related party transactions

i) Transactions with subsidiaries

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Management fees receivable	-	-	(600)	(368)

ii) Transactions with companies in which Directors have interest

	Group		Company	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Rental of property payable by Ken Grouting Sdn. Bhd., a subsidiary, to Stresstek (M) Sdn. Bhd., a company in which Tan Boon Kang and Lau Pek Kuan have interests	12	12	-	-

28. SIGNIFICANT EVENTS DURING THE YEAR

i) In September 2004, a subsidiary, Ken Property Sdn. Bhd. entered into a Joint Development Agreement with Ken Link Sdn. Bhd. to jointly develop a piece of land in Mukim of Sungai Buluh, District of Petaling belonging to Ken Link Sdn. Bhd..

ii) In October 2004, a subsidiary, Ken Link Sdn. Bhd. entered into a sale and purchase agreement to acquire 6 parcels of land for a total consideration of RM1,700,000. The acquisition was completed in January 2005.

29. COMMITMENTS

	Group	
	2004 RM'000	2003 RM'000
Capital commitments		
Contracted but not provided for in financial statements - purchase of land (Note 28 (ii))	1,530	-

30. FINANCIAL INSTRUMENTS

Financial risk management objectives and policies

The Group's operations are subject to financial risk such as foreign currency, interest rate, liquidity and credit risks arising in the normal course of business. The Group operates within defined guidelines with the principal objective of managing the Group's risk exposure associated with business operating activities of the Group.

A risk management policy framework has been approved by the Board of Directors for managing the day to day operations for controlling and managing risk.

The main areas of financial risks faced by the Group are set out below:-

Foreign currency risk

The Group has overseas subsidiaries, which operate in Hong Kong, and revenues and expenses incurred therewith are denominated exclusively in this foreign currency.

The Group maintains a natural hedge, whenever possible by borrowing in the currency of the country in which the business is located that match the revenue stream to be generated from its investment.

The Group minimises the exposure of the overseas operating subsidiaries to transaction risk by matching local currency revenue against local currency costs.

Interest rate risk

The Group's material interest rate risk relates to interest-earning assets. The investments in financial assets are mainly short term in nature and mostly have been placed in fixed deposits.

The Group through a subsidiary has a short-term credit facility from a financial institution. The Group manages its interest-bearing financial liabilities by prudently managing its operating cash flow and regularly reviewing its debt portfolio.

Liquidity risk

The Group monitors and maintains a level of cash and cash equivalents so as to ensure that all funding requirement are met. As part of its overall prudent liquidity management, the Group maintains a sufficient level of cash to meet its working capital requirements while unutilised funds are placed in fixed deposits with approved licensed financial institutions.

Credit risk

The management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit risk is minimised, monitored and based on limiting the Group's association to business partners with good credit worthiness.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the Group's balance sheet.

30. FINANCIAL INSTRUMENTS (CONT'D)

Credit risk (cont'd)

At balance sheet date, the Group has a significant concentration of credit risk in the form of trade receivables from a customer of a subsidiary amounting to RM14.4 million, of which the Group has provided for an allowance of doubtful debts of RM8.6 million. The Group has a formal credit policy including debt recovery for all its trade receivables and an allowance for doubtful debt has been provided for in the financial statements for the particular trade receivable. Legal action has been taken to recover this trade receivable. As disclosed in Note 26.2 of the financial statements, the Directors, based on the advice of the lawyers, are of the opinion that the subsidiary has a good claim against the debtor.

Fair values

The carrying amount of the Group's and Company's financial assets and liabilities approximate their carrying values.

31. ACQUISITION OF SUBSIDIARIES

In 2003, the Group subscribed for the entire issued and paid up share capital of RM2 in Aunyang Holdings Sdn. Bhd. for a cash consideration of RM2.

In November 2003, the Company acquired all the shares in Ken Rimba Jaya Sdn. Bhd. for a consideration of RM14,170,000 satisfied by cash. The acquisition was accounted for using the acquisition method of accounting. The subsidiary contributed a net loss of RM36,000 to the consolidated net profit for the year ended 31 December 2003.

The fair values of the assets and liabilities in the acquisition of Ken Rimba Jaya Sdn. Bhd. and the cash flow effects were as follows:

	Group 2003 RM'000
Current assets	25,002
Current liabilities	(5,434)
Long term liabilities	(5,058)
Net assets	14,510
Negative goodwill	(201)
Purchase consideration	14,309
Less: Cash of subsidiaries acquired	(2)
Other payable	(2,000)
Net cash outflow	12,307

31. ACQUISITION OF SUBSIDIARIES (CONT'D)

Effect of acquisition

The acquisition of Ken Rimba Jaya Sdn. Bhd. had the following effect on the Group's assets and liabilities as at 31 December 2003:

	2 months ended 31.12.2003 RM'000
Income statement	
Revenue	-
Operating costs	(36)
Loss before tax	(36)
Tax expense	-
Loss after tax	(36)
Decrease in Group's net profit at the end of the financial year	(36)

	31.12.2003 RM'000
Balance sheet	
Current assets	25,004
Current liabilities	(5,472)
Long term liabilities	(5,058)
Net assets acquired	14,474
Negative goodwill	(201)
Increase in Group's share of net assets	14,273

32. COMPARATIVE FIGURES

The following comparatives have been restated to reflect the changes in accounting policy as explained in Note 1.

	As restated RM'000	As previously stated RM'000
Balance sheet		
At 31 December 2003		
Property development costs	51,931	53,473
Inventories	4,533	5,844
Trade and other receivables	23,073	20,220

Laporan Para Pengarah bagi tahun berakhir 31 Disember 2004

Para Pengarah dengan sukacitanya membentangkan laporan mereka berserta penyata kewangan Kumpulan dan Syarikat yang diaudit bagi tahun berakhir 31 Disember 2004.

Kegiatan-kegiatan utama

Kegiatan utama Syarikat merangkumi pegangan pelaburan dan pemberian perkhidmatan pengurusan. Kegiatan utama syarikat-syarikat subsidiarinya dinyatakan di dalam Nota 4 kepada penyata kewangan. Tiada perubahan ketara dalam aktiviti-aktiviti utama tersebut sepanjang tahun kewangan.

Keputusan

	Kumpulan RM'000	Syarikat RM'000
Keuntungan bersih bagi tahun semasa	8,123	21,983

Rizab dan peruntukan

Tiada pindahan kepada atau daripada rizab dan peruntukan sepanjang tahun kewangan selain daripada seperti yang dinyatakan dalam penyata kewangan.

Dividen

Sejak akhir tahun kewangan lepas, syarikat telah membayar dividen pertama dan akhir sebanyak 5% tolak cukai berjumlah RM2,166,480 berhubung tahun berakhir 31 Disember 2003 pada 18 Ogos 2004.

Dividen pertama dan akhir yang telah disyorkan oleh para Pengarah berhubung tahun berakhir 31 Disember 2004 sebanyak 5% sesaham tolak cukai berjumlah RM2,166,480 akan dicadangkan untuk kelulusan para pemegang saham pada mesyuarat Agung Tahunan akan datang.

Pengarah Syarikat

Para Pengarah yang berkhidmat sejak tarikh laporan yang lepas terdiri daripada:

Dato' Ahmad Badri bin Mohamed Basir

Sha Thiam Fook

Tan Boon Kang

Lau Pek Kuan

Tan Moon Hwa

Loo Pak Soon

Tang Kam Chee

Dato' Raja Haji Ahmad Zainuddin bin Raja Haji Omar

Laporan Para Pengarah bagi tahun berakhir 31 Disember 2004 (samb.)

Pegangan dan anggapan pegangan dalam saham biasa Syarikat dan syarikat-syarikat berkaitannya (selain daripada syarikat-syarikat subsidiari milik penuh) oleh ahli-ahli Lembaga Pengarah pada akhir tahun seperti mana tercatat di dalam Daftar Pegangan Saham Pengarah adalah seperti berikut:

	Bilangan saham biasa berharga RM1 sesaham			
Syarikat	**Pada 1.1.2004 '000**	**Dibeli '000**	**Dijual '000**	**Pada 31.12.2004 '000**
Kepentingan Langsung				
Tan Boon Kang	2,793	2,370	-	5,163
Lau Pek Kuan	39	-	-	39
Tan Moon Hwa	538	-	-	538
Tang Kam Chee	10	-	-	10
Kepentingan Tidak Langsung				
Tan Boon Kang	21,556	-	-	21,556
Lau Pek Kuan	24,310	2,370	-	26,680

	Bilangan saham biasa berharga HK$1 sesaham			
	Pada 1.1.2004 '000	**Dibeli '000**	**Dijual '000**	**Pada 31.12.2004 '000**
Subsidiari				
Kenly (HK) Ltd.				
Kepentingan Tidak Langsung				
Tan Boon Kang	2,015	115	-	2,130
Lau Pek Kuan	2,015	115	-	2,130

Opsyen yang diberi kepada para Pengarah yang layak menurut Skim Opsyen Saham Pekerja ("ESOS") adalah seperti berikut:

	Bilangan saham biasa berharga RM1 sesaham			
	Pada 1.1.2004 '000	**Diberi '000**	**Dilaksana '000**	**Pada 31.12.2004 '000**
Opsyen saham dalam Syarikat				
Tan Boon Kang	500	-	-	500
Lau Pek Kuan	500	-	-	500
Tan Moon Hwa	500	-	-	500
Tang Kam Chee	490	-	-	490

Tiada Pengarah lain yang memegang jawatan pada 31 Disember 2004 mempunyai sebarang kepentingan dalam saham biasa Syarikat dan syarikat-syarikat berkaitan dengannya pada tahun ini.

Manfaat Para Pengarah

Sejak akhir tahun kewangan yang lepas, tiada Pengarah Syarikat menerima atau layak menerima sebarang ganjaran (selain daripada ganjaran yang termasuk dalam jumlah agregat emolumen yang diterima atau belum diterima dan akan diterima oleh Pengarah tertentu seperti dinyatakan dalam penyata kewangan atau gaji tetap pekerja Syarikat atau syarikat-syarikat berkaitan) disebabkan oleh kontrak yang dibuat oleh Syarikat atau syarikat berkaitan dengan Pengarah berkenaan atau dengan sebuah firma di mana Pengarah berkenaan adalah seorang ahli, atau dengan sebuah syarikat di mana Pengarah berkenaan mempunyai kepentingan kewangan yang teguh. Tiada sebarang perjanjian telah diatur pada dan sehingga akhir tahun kewangan yang bertujuan untuk membolehkan para Pengarah Syarikat mendapat manfaat melalui penguasaan saham atau debentur Syarikat atau sebarang badan korporat, melainkan Skim Opsyen Saham Pekerja.

Laporan Para Pengarah bagi tahun berakhir 31 Disember 2004 (samb.)

Terbitan Saham dan debentur

Sepanjang tahun kewangan ini, Syarikat telah menerbitkan saham-saham berikut:-

Kelas	Bilangan Saham	Tujuan Terbitan
Saham Biasa berharga RM1.00 sesaham	18,000	Langganan Skim Opsyen Saham Pekerja ("ESOS"). Saham ESOS yang diterbitkan berharga RM1.00 sesaham secara tunai.

Tiada perubahan berlaku pada terbitan dan modal berbayar syarikat sepanjang tahun kewangan.

Tiada terbitan debentur pada tahun ini.

Opsyen diberi bagi Saham atau Dibentur yang Belum Diterbitkan

Tiada opsyen telah diberi kepada sesiapa untuk mengambil saham atau debentur Syarikat yang belum diterbitkan pada tahun ini.

Di Mesyuarat Agung Luarbiasa yang diadakan pada 30 Jun 2000, para pemegang saham Syarikat telah meluluskan penubuhan skim opsyen saham pekerja ("ESOS") tidak melebihi 10% daripada modal saham diterbit Syarikat kepada Para Pengarah dan pekerja-pekerja Kumpulan yang layak.

Opsyen yang ditawarkan untuk mengambil saham belum diterbit bernilai RM1 sesaham dan harga opsyen adalah seperti berikut:

		Bilangan opsyen ke atas saham biasa berharga RM1 sesaham				
Tarikh tawaran	Harga opsyen RM	Pada 1.1.2004 '000	Diberi '000	Dilaksana '000	Lupus '000	Pada 31.12.2004 '000
4.6.2003	1.00	4,603	-	(18)	(107)	4,478

Syarikat telah diberi pengecualian oleh Suruhanjaya Komisen Syarikat Malaysia daripada mengemukakan nama pemegang-pemegang opsyen yang telah diberikan kurang daripada 500,000 opsyen di bawah ESOS sepanjang tahun kewangan. Tiada opsyen diberi kepada para Pengarah dan pekerja-pekerja yang layak sepanjang tahun kewangan. Butiran opsyen yang diberi di bawah ESOS berhubung dengan opsyen 500,000 dan lebih adalah seperti berikut:

		Bilangan opsyen atas saham biasa berharga RM1 sesaham			
Nama pemegang opsyen	Harga RM	Pada 1.1.2004 '000	Diberi '000	Dilaksana '000	Pada 31.12.2004 '000
Tan Boon Kang	1.00	500	-	-	500
Lau Pek Kuan	1.00	500	-	-	500
Tan Moon Hwa	1.00	500	-	-	500
Tang Kam Chee	1.00	490	-	-	490
Lau Chin Ka	1.00	500	-	-	500

Ciri-ciri utama skim tersebut adalah seperti berikut:-

i) Pekerja-pekerja yang layak adalah terdiri daripada mereka yang telah disahkan dalam jawatan oleh Kumpulan dan mencapai umur 18 tahun pada dan sebelum tarikh tawaran.

ii) Opsyen tersebut adalah peribadi dan tidak boleh dipindah milik.

iii) Harga bagi opsyen yang diberi akan ditetapkan pada diskaun yang tidak melebihi 10 peratus (10%) daripada harga pasaran purata berwajaran saham bagi lima (5) hari pasaran sebelum tarikh tawaran atau pada nilai tara saham biasa Syarikat, yang mana lebih tinggi.

iv) Opsyen yang diberi dan tidak dilaksanakan pada tahun tersebut boleh dilaksanakan dalam jangka masa lima (5) tahun dari tarikh Skim tawaran.

v) Opsyen yang diberi boleh dilaksankan secara penuh atau berkurangkan bilangan tara saham biasa dengan syarat bilangan saham mesti dalam gandaan 1,000 saham.

Sesiapa yang telah diberi opsyen tidak berhak untuk mengambil bahagian dalam apa-apa opsyen terbitan saham di syarikat lain.

Peristiwa- peristiwa penting sepanjang tahun

i) Pada September 2004, sebuah subsidiari, Ken Property Sdn. Bhd. memeterai perjanjian Pengabungan Pembangunan dengan Ken Link Sdn. Bhd. untuk membangunkan sebidang tanah di Mukim Sungai Buluh, Daerah Petaling yang dimiliki oleh Ken Link Sdn. Bhd.

ii) Pada Oktober 2004, Ken Link Sdn. Bhd. memeterai perjanjian jual beli merangkumi enam (6) bidang tanah dengan nilai RM1,700,000. Pembelian tersebut telah disempurnakan pada Januari 2005.

Lain-lain maklumat berkanun

Sebelum penyata kewangan Kumpulan dan Syarikat disediakan, para Pengarah Syarikat telah mengambil langkah-langkah yang sewajarnya untuk memastikan bahawa:-

i) semua hutang lapuk yang diketahui telah dilupuskan dan peruntukan yang mencukupi telah disediakan bagi hutang ragu, dan

ii) semua aset semasa telah dinyatakan pada kos dan nilai boleh realisasi bersih, mengikut mana yang lebih rendah.

Pada tarikh laporan, para Pengarah Syarikat tidak menyedari sebarang keadaan:-

i) yang boleh menyebabkan jumlah yang dilupuskan bagi hutang lapuk, atau jumlah peruntukan bagi hutang ragu, dalam penyata kewangan Kumpulan dan Syarikat tidak mencukupi dengan ketara, atau

ii) yang boleh menyebabkan nilai yang diberi kepada aset semasa dalam penyata kewangan Kumpulan dan Syarikat yang mengelirukan, atau

iii) yang telah timbul dan menyebabkan pematuhan kepada kaedah penilaian aset atau tanggungan Kumpulan dan Syarikat mengelirukan atau tidak sesuai, atau

iv) yang sebaliknya tidak diambil kira dalam laporan ini atau penyata kewangan, yang menyebabkan sebarang jumlah yang dinyatakan dalam penyata kewangan Kumpulan dan Syarikat mengelirukan.

Pada tarikh laporan ini, tidak wujud:-

i) sebarang cagaran ke atas aset Kumpulan dan Syarikat yang telah timbul sejak akhir tahun kewangan ini dan yang mencagar sebarang tanggungan pihak lain, atau

ii) sebarang tanggungan luar jangka berhubung dengan Kumpulan dan Syarikat yang telah timbul sejak akhir tahun kewangan ini.

Tiada tanggungan luar jangka atau tanggungan lain Kumpulan dan Syarikat yang telah menjadi berkuatkuasa, atau berkemungkinan berkuatkuasa dalam tempoh dua belas bulan selepas akhir tahun kewangan ini, yang, pada pendapat para Pengarah, akan atau mungkin akan menjejaskan dengan ketara keupayaan Kumpulan dan Syarikat memenuhi kewajipannya apabila tiba masanya kelak.

Laporan Para Pengarah bagi tahun berakhir 31 Disember 2004 (samb.)

Pada pendapat Para Pengarah, keputusan daripada Kumpulan dan Syarikat bagi tahun kewangan berakhir 31 Disember 2004 tidak terjejas dengan ketara oleh sebarang perkara, urusniaga atau peristiwa penting dan berbentuk luarbiasa atau sebarang perkara, urusniaga atau kejadian yang berlaku sepanjang tempoh antara akhir tahun kewangan hingga ke tarikh laporan ini.

Juruaudit

Juruaudit, Tetuan KPMG, menyatakan kesediaan mereka untuk menerima perlantikan semula.

Ditandatangani menurut sebuah resolusi para Pengarah:

…………………………………………………………..
Tan Boon Kang

…………………………………………………………..
Tang Kam Chee

Kuala Lumpur,

11 Mac 2005

Penyata Para Pengarah menurut Seksyen 169(15) Akta Syarikat, 1965

Pada pendapat para Pengarah, penyata kewangan yang dibentangkan di muka surat 93 hingga 130 telah disediakan menurut peruntukan Akta Syarikat, 1965 dan piawaian-piawaian perakaunan yang diluluskan yang digunakan di Malaysia untuk memberi gambaran yang benar dan saksama mengenai kedudukan urusan Kumpulan dan Syarikat pada 31 Disember 2004 dan keputusan operasi serta aliran tunai masing-masing bagi tahun berakhir pada tarikh tersebut.

Ditandatangani menurut sebuah resolusi Para Pengarah:

…………………………………………………………..
Tan Boon Kang

…………………………………………………………..
Tang Kam Chee

Kuala Lumpur,

11 Mac 2005

Perakuan berhubung dengan Seksyen 169(16) Akta Syarikat, 1965

Saya, **Tang Kam Chee**, Pengarah yang bertanggungjawab sepenuhnya terhadap pengurusan kewangan Ken Holdings Berhad, dengan sesungguh dan sebenarnya mengaku bahawa penyata kewangan yang dibentangkan dari halaman 93 hingga 130 pada sepanjang pengetahuan dan kepercayaan saya adalah benar dan saya membuat pengakuan ini dengan penuh kepercayaan akan kebenarannya dan menurut peruntukan Akta Akuan Berkanun, 1960.

Ditandatangani dan diakui sesungguhnya oleh penama tersebut di atas di Kuala Lumpur pada 11 Mac 2005.

....
Tang Kam Chee

Di hadapan saya:
PESURUH JAYA SUMPAH

Laporan Juruaudit kepada para ahli Ken Holdings Berhad

Kami telah mengaudit penyata kewangan yang dibentangkan dari halaman 93 hingga 130. Penyediaan penyata kewangan adalah tanggungjawab Para Pengarah Syarikat.

Ini adalah tanggungjawab kami untuk memberi pandangan bebas berasaskan audit yang kami lakukan ke atas penyata kewangan dan menyuarakan pandangan kami kepada sekalian, sebagai sebuah badan berkanun menurut Seksyen 174 Akta Syarikat, 1965 dan bukan bertujuan lain. Kami tidak bertanggungjawab kepada mana-mana pihak ke atas isi kandungan di dalam laporan ini.

Kami telah menjalankan audit menurut Piawaian-piawaian Pengauditan yang diluluskan di Malaysia. Piawaian ini memerlukan kami merancang dan melaksanakan audit untuk memperolehi semua maklumat dan penjelasan yang kami anggap wajar untuk menyediakan jaminan bukti yang berpatutan kepada kami bahawa penyata kewangan bebas daripada salah penyataan yang ketara. Sesebuah pengauditan meliputi pemeriksaan, berasaskan ujian, bukti yang menyokong jumlah dan pendedahan di dalam penyata kewangan. Sesebuah pengauditan juga termasuk penilaian prinsip-prinsip perakaunan yang digunakan dan anggaran penting yang dibuat oleh Para Pengarah serta menilai kecukupan keseluruhan penyampaian maklumat dalam penyata kewangan. Kami mempercayai bahawa pengauditan kami menyediakan asas yang berpatutan bagi pendapat kami berikan.

Pada pendapat kami:

(a) penyata kewangan telah disediakan dengan sempurna menurut peruntukan Akta Syarikat, 1965 dan piawaian-piawaian perakaunan yang berkaitan yang diluluskan supaya dapat memberikan gambaran yang benar dan saksama mengenai:

 i) Kedudukan Kumpulan dan Syarikat pada 31 Disember 2004 dan keputusan operasi dan masing-masing serta aliran tunai bagi tahun berakhir pada tarikh tersebut; dan

 ii) Perkara-perkara yang dikehendaki oleh Seksyen 169 Akta Syarikat, 1965 untuk diambilkira dalam penyata kewangan Kumpulan dan Syarikat; dan

(b) rekod perakaunan dan rekod-rekod lain serta daftar-daftar yang disyaratkan oleh Akta Syarikat, 1965 yang perlu disimpan oleh Syarikat dan syarikat-syarikat subsidiari yang mana kami telah bertindak sebagai juruaudit telahpun disimpan dengan sempurna menurut peruntukan Akta tersebut.

Syarikat-syarikat subsidiari di mana kami tidak bertindak sebagai juruaudit telah dikenalpasti dalan Nota 4 kepada penyata kewangan dan kami telah mempertimbangkan penyata kewangan dan laporan juruauditnya.

Kami berpuas hati bahawa penyata kewangan syarikat-syarikat subsidiari yang telah disatukan dengan penyata kewangan Syarikat adalah bersesuaian dan berpatutan dari segi bentuk dan kandungan untuk tujuan penyediaan penyata kewangan yang disatukan dan kami telah menerima maklumat dan penjelasan memuaskan yang kami perlukan untuk tujuan tersebut.

Laporan audit berhubung dengan penyata kewangan syarikat-syarikat subsidiari tidak tertakluk kepada sebarang syarat dan tidak mengandungi sebarang ulasan yang dibuat di bawah seksyen kecil (3) Seksyen 174 Akta tersebut.

KPMG
Nombor Firma: AF 0758
Akauntan Bertauliah

Chan Kam Chiew
Rakan Kongsi
Nombor Kelulusan: 2055/06/04(J)

Kuala Lumpur,

11 Mac 2005

Lembaran Imbangan pada 31 Disember 2004

	Nota	Kumpulan 2004 RM'000	Kumpulan 2003 RM'000 (Dinyatakan Semula)	Syarikat 2004 RM'000	Syarikat 2003 RM'000
Hartanah, loji dan peralatan	2	9,188	11,241	-	-
Tanah untuk pembangunan	3	1,800	1,800	-	-
Pelaburan dalam subsidiari	4	-	-	13,333	13,333
Pelaburan lain	5	32	32	-	-
Muhibah daripada penyatuan	6	809	2,217	-	-
Aset cukai tertunda	17	916	1,012	32	-
Aset semasa					
Inventori		2,211	4,533	-	-
Kos pembangunan hartanah	8	51,223	51,931	-	-
Penerimaan dagangan dan penerimaan lain	9	20,307	23,073	23	28
Jumlah terhutang oleh subsidiari	10	-	-	57,692	51,533
Cukai boleh diperolehi semula		90	110	-	790
Tunai dan bersamaan tunai	11	45,306	36,096	23,872	10,108
		119,137	115,743	81,587	62,459
Liabiliti semasa					
Pembayaran dagangan dan pembayaran lain	12	21,755	23,861	421	298
Jumlah terhutang kepada subsidiari	10	-	-	3	-
Pinjaman	13	2,829	3,906	-	-
Cukai		2,107	2,663	61	-
		26,691	30,430	485	298
Aset semasa bersih		92,446	85,313	81,102	62,161
		105,191	101,615	94,467	75,494

Lembaran Imbangan pada 31 Disember 2004 (samb.)

	Nota	Kumpulan 2004 RM'000	Kumpulan 2003 RM'000	Syarikat 2004 RM'000	Syarikat 2003 RM'000
Dibiayai oleh:					
Modal dan rizab					
Modal saham	14	60,180	60,162	60,180	60,162
Rizab	15	36,472	30,524	34,287	14,471
		96,652	90,686	94,467	74,633
Kepentingan Minoriti	16	1,449	2,411	-	-
Muhibah negatif	7	218	425	-	-
Tanggungan jangka panjang dan tertunda					
Pinjaman	13	303	212	-	-
Cukai tertunda	17	6,569	7,881	-	861
		105,191	**101,615**	**94,467**	**75,494**

Penyata-penyata kewangan ini telah diluluskan dan disahkan untuk terbitan oleh Lembaga Pengarah pada 11 Mac 2005.

Nota-nota pada halaman 101 hingga 130 merupakan sebahagian penting daripada penyata-penyata kewangan ini, dan perlu dibaca bersama dengan penyata-penyata kewangan ini.

Penyata Pendapatan bagi tahun berakhir 31 Disember 2004

	Nota	Kumpulan 2004 RM'000	Kumpulan 2003 RM'000	Syarikat 2004 RM'000	Syarikat 2003 RM'000
Hasil					
- hasil kontrak		17,761	11,642	-	-
- hasil pembangunan		47,818	47,658	-	-
- dividen		-	-	29,971	3,076
- perkhidmatan		-	-	600	368
		65,579	59,300	30,571	3,444
Kos penjualan					
- hasil kontrak		(13,605)	(5,783)	-	-
- hasil pembangunan		(31,057)	(34,171)	-	-
		(44,662)	(39,954)	-	-
Keuntungan Kasar		20,917	19,346	30,571	3,444
Kos pengagihan		(541)	(61)	-	-
Perbelanjaan pentadbiran		(10,459)	(11,721)	(330)	(216)
Perbelanjaan operasi lain		(1,185)	(808)	-	-
Pendapatan operasi lain		2,760	3,151	295	451
Keuntungan operasi	19	11,492	9,907	30,536	3,679
Kos pembiayaan	21	(100)	(32)	-	-
Keuntungan sebelum cukai		11,392	9,875	30,536	3,679
Perbelanjaan cukai	22	(4,273)	(3,062)	(8,553)	(1,038)
Keuntungan selepas cukai		7,119	6,813	21,983	2,641
Kepentingan minoriti		1,004	401	-	-
Keuntungan bersih bagi tahun		**8,123**	**7,214**	**21,983**	**2,641**
Pendapatan asas sesaham biasa	23	13 sen	12 sen		
Pendapatan dicairkan sesaham biasa	23	13 sen	12 sen		
Dividen sesaham biasa - kasar	24	5 sen	5 sen		

Nota-nota pada halaman 101 hingga 130 merupakan sebahagian penting daripada penyata-penyata kewangan ini, dan perlu dibaca bersama dengan penyata-penyata kewangan ini. .

Penyata Perubahan Dalam Ekuiti Disatukan bagi tahun berakhir 31 Disember 2004

			Tidak boleh diagih			Boleh diagih	
Kumpulan	**Nota**	**Modal saham RM'000**	**Saham premium RM'000**	**Rizab penilaian semula hartanah RM'000**	**Rizab pertukaran asing RM'000**	**Keuntungan tertahan RM'000**	**Jumlah RM'000**
Pada 1 Januari 2003		40,000	-	3,499	150	31,502	75,151
Realisasi rizab penilaian semula tanah dipegang		-	-	(1,460)	-	1,460	-
untuk pembangunan		-	-	-	77	-	77
Belanja terbitan saham		-	(758)	-	-	-	(758)
Keuntungan atau kerugian bersih tidak diiktiraf dalam penyata pendapatan		-	(758)	(1,460)	77	1,460	(681)
Terbitan saham:							
Terbitan bonus		10,000	-	-	-	(10,000)	-
Terbitan hak		10,000	1,000	-	-	-	11,000
Perlaksanaan opsyen saham		162	-	-	-	-	162
Untung bersih bagi tahun semasa		-	-	-	-	7,214	7,214
Dividen	24	-	-	-	-	(2,160)	(2,160)
Pada 31 Disember 2003/ 1 Januari 2004		60,162	242	2,039	227	28,016	90,686
Realisasi rizab penilaian semula tanah dipegang untuk pembangunan		-	-	(800)	-	800	-
Perbezaan terjemahan mata wang		-	-	-	(8)	-	(8)
Keuntungan atau kerugian bersih tidak diiktiraf dalam penyata kewangan		-	-	(800)	(8)	800	(8)
Terbitan saham:							
Perlaksanaan opsyen saham		18	-	-	-	-	18
Untung bersih bagi tahun semasa		-	-	-	-	8,123	8,123
Dividen	24	-	-	-	-	(2,167)	(2,167)
Pada 31 Disember 2004		60,180	242	1,239	219	34,772	96,652
		Nota 14		Nota 15.1		Nota 15.2	

Nota-nota pada halaman 101 hingga 130 merupakan sebahagian penting daripada penyata-penyata kewangan ini, dan perlu dibaca bersama dengan penyata-penyata kewangan ini.

Penyata Perubahan Dalam Ekuiti bagi tahun berakhir 31 Disember 2004

Syarikat	Nota	Modal saham RM'000	*Tidak boleh diagih* Saham premium RM'000	*Boleh diagih* keuntungan tertahan RM'000	Jumlah RM'000
Pada 1 Januari 2003		40,000	-	23,748	63,748
Terbitan saham					
Terbitan bonus		10,000	-	(10,000)	-
Terbitan hak		10,000	1,000	-	11,000
Perlaksanaan saham opsyen		162	-	-	162
Perbelanjaan Terbitan Saham		-	(758)	-	(758)
Kerugian yang tidak diiktirafkan dalam penyata kewangan		-	(758)	-	(758)
Keuntungan bersih bagi tahun semasa		-	-	2,641	2,641
Dividen	24	-	-	(2,160)	(2,160)
Pada 31 Disember 2003/ 1 January 2004		60,162	242	14,229	74,633
Terbitan saham:					
Perlaksanaan opsyen saham		18	-	-	18
Untung bersih bagi tahun semasa		-	-	21,983	21,983
Dividen	24	-	-	(2,167)	(2,167)
Pada 31 Disember 2004		60,180	242	34,045	94,467
		Nota 14		Nota 15.2	

Nota-nota pada halaman 101 hingga 130 merupakan sebahagian penting daripada penyata-penyata kewangan ini, dan perlu dibaca bersama dengan penyata-penyata kewangan ini.

Penyata Aliran Tunai bagi tahun berakhir 31 Disember 2004

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Aliran tunai daripada aktiviti operasi				
Keuntungan sebelum cukai	11,392	9,875	30,536	3,679
Pelarasan bagi:				
Pelunasan muhibah	1,185	808	-	-
Peruntukan bagi hutang ragu	2,967	2,870	-	-
Susut nilai hartanah, loji dan peralatan	1,042	1,088	-	-
Pendapatan dividen	-	-	(29,971)	(3,076)
Keuntungan atas penjualan hartanah, loji dan peralatan	(27)	(288)	-	-
Perbelanjaan faedah	100	32	-	-
Pendapatan faedah	(955)	(1,011)	(295)	(451)
Hartanah, loji dan peralatan dihapus kira	-	17	-	-
Pembalikan peruntukan bagi hutang ragu	-	(791)	-	-
Peruntukan bagi kehausan nilai pelaburan	-	9	-	-
Keuntungan operasi sebelum perubahan modal kerja	15,704	12,609	270	152
Perubahan dalam modal kerja:-				
Inventori	2,322	3,368	-	-
Tanah dipegang untuk pembangunan	-	(1,487)	-	-
Penerimaan dagangan dan penerimaan lain	(126)	1,353	5	557
Kos Pembangunan Hartanah	2,856	(7,514)	-	-
Pembayaran dagangan dan pembayaran lain	(2,103)	1,932	123	6
Syarikat-syarikat subsidiari	-	-	(6,156)	(8,297)
Tunai dihasilkan daripada / (digunakan dalam) operasi	18,653	10,261	(5,758)	(7,582)
Cukai pendapatan dibayar	(6,092)	(5,567)	(203)	(231)
Faedah diterima	262	232	-	-
Faedah dibayar	(55)	-	-	-
Tunai bersih dihasilkan daripada/ (digunakan dalam) aktiviti operasi	12,768	4,926	(5,961)	(7,813)

Penyata Aliran Tunai bagi tahun berakhir 31 Disember 2004 (samb.)

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Aliran tunai daripada aktiviti pelaburan				
Pembelian subsidiari, ditolak tunai diperolehi (Nota 31)	-	(12,307)	-	-
Dividen diterima	-	-	21,579	2,215
Pembelian hartanah loji dan peralatan (i)	(676)	(5,713)	-	-
Kurangan/ (Tambahan) dalam cagaran deposit dengan bank-bank berlesen	2,520	(4,838)	2,900	(4,859)
Perolehan daripada jualan hartanah, loji dan peralatan	54	296	-	-
Faedah diterima	693	712	295	451
Belian dalam pelaburan syarikat subsidiary	-	-	-	624
Tunai bersih dihasilkan daripada/ (digunakan dalam) aktiviti pelaburan	2,591	(21,850)	24,774	(1,569)
Aliran tunai daripada aktiviti pembiayaan				
Perolehan dari terbitan saham	18	11,162	18	11,162
Terbitan saham kepada pemegang saham minoriti	42	-	-	-
Dividen dibayar	(2,167)	(2,160)	(2,167)	(2,160)
Pembayaran balik kepada liabiliti pajakan	(185)	-	-	-
Faedah dibayar	(45)	(32)	-	-
Perbelanjaan terbitan saham	-	(758)	-	(758)
Perolehan dari pinjaman	-	3,906	-	-
Pembayaran pinjaman	(3,906)	(1,591)	-	-
Pendahuluan dari pemegang saham minoriti	-	212	-	-
Tunai bersih (digunakan dalam)/ dihasilkan daripada aktiviti pembiayaan	(6,243)	10,739	(2,149)	8,244
Tambahan/ (kurangan) bersih dalam tunai dan bersamaan tunai	9,116	(6,185)	16,664	(1,138)
Tunai dan bersamaan tunai pada awal tahun	29,187	35,360	3,219	4,357
Kesan Perubahan Tukaran Asing atas baki pembukaan	(3)	12	-	-
Tunai dan bersamaan tunai pada akhir tahun (ii)	38,300	29,187	19,883	3,219

Penyata Aliran Tunai bagi tahun berakhir 31 Disember 2004 (samb.)

i) Pembelian hartanah, loji dan peralatan

Sepanjang tahun ini, Kumpulan telah membeli hartanah, loji dan peralatan dengan kos agregat RM1,164,000 (2003 - RM5,713,000) yang mana RM488,000 (2003 - Tiada) daripadanya diperolehi secara sewa beli.

ii) Tunai dan bersamaan tunai

Tunai dan bersamaan tunai yang termasuk di dalam penyata aliran tunai terdiri daripada jumlah lembaran imbangan berikut:

	Kumpulan		**Syarikat**	
	2004 RM'000	**2003 RM'000**	**2004 RM'000**	**2003 RM'000**
Tunai dan baki bank	4,179	17,232	242	311
Deposit tetap dengan bank berlesen (kecuali deposit tercagar)	36,738	11,955	19,641	2,908
Overdraf bank	(2,617)	-	-	-
	38,300	29,187	19,883	3,219

Nota-nota pada halaman 101 hingga 130 merupakan sebahagian penting daripada penyata-penyata kewangan ini, dan perlu dibaca bersama dengan penyata-penyata kewangan ini.

Nota-nota Kepada Penyata-penyata Kewangan

1. RINGKASAN DASAR- DASAR PERAKAUNAN PENTING

Dasar- dasar perakaunan berikut diamalkan oleh Kumpulan dan Syarikat dan selaras dengan dasar- dasar yang diamalkan pada tahun- tahun sebelumnya, kecuali pengamalan baru Piawaian 32 - Aktiviti Pembangunan Hartanah.

Selain daripada polisi baru dan pendedahan tambahan yang dikehendaki oleh polisi baru ini, tiada sebarang kesan ke atas penyata kewangan melainkan penyataan semula ke atas angka-angka bandingan untuk diselaraskan dengan persembahan tahun ini seperti yang dinyatakan dalam nota 32. Penyata kewangan.

(a) Asas perakaunan

Penyata kewangan Kumpulan dan Syarikat telah disediakan berdasarkan kos sejarah kecuali seperti yang dinyatakan dalam nota-nota kepada penyata kewangan dan mematuhi peruntukan Akta Syarikat, 1965 dan piawaian perakaunan yang berkaitan yang diluluskan di Malaysia.

(b) Asas penyatuan

Subsidiari-subsidiari adalah perubahan-perubahan perniagaan yang dikawal oleh Syarikat. Kawalan wujud apabila Syarikat mempunyai kuasa, secara langsung atau tidak langsung, untuk mentadbir dasar-dasar kewangan dan operasi sesebuah perniagaan supaya boleh memperolehi manfaat daripada aktivitinya. Penyata kewangan syarikat-syarikat subsidiari diambilkira dalam penyata kewangan disatukan bermula dari tarikh kawalan berkuatkuasa sehingga tarikh kawalan tersebut tamat. Subsidiari-subsidiari disatukan dengan menggunakan kaedah pengambilalihan perakaunan.

Sesebuah subsidiari dikecualikan daripada penyatuan apabila kawalan tersebut bertujuan sementara sahaja jika subsidiari itu diambil alih dan dipegang secara eksklusif dengan tujuan ia dilupuskan pada masa depan yang terdekat dan tidak pernah disatukan pada masa dahulu atau ia beroperasi di bawah sekatan-sekatan jangka panjang yang ketat yang banyak menjejaskan keupayaannya memindahkan dana kepada Syarikat. Subsidiari-subsidiari yang tidak dimasukkan berdasarkan sebab-sebab tersebut diambil kira sebagai pelaburan.

Di bawah kaedah pengambilalihan perakaunan, keputusan syarikat-syarikat subsidiari yang diambilalih atau dijual pada tahun ini dimasukkan dari tarikh pengambilalihan atau hingga tarikh penjualan. Pada tarikh pengambilalihan, nilai saksama aset bersih subsidiari berkenaan ditentukan dan nilai-nilai tersebut turut ditunjukkan di dalam penyata kewangan Kumpulan. Perbezaan antara kos pengambilalihan dan nilai saksama syarikat subsidiari-subsidiari ditunjukkan sebagai muhibah atau rizab semasa penyatuan mengikut kesesuaian.

Urusniaga dan baki antara Kumpulan dan keuntungan belum direalisasikan dihapuskan atas penyatuan perakaunan. Kerugian belum direalisasikan hasil daripada urusniaga antara Kumpulan juga dihapuskan melainkan kos tidak boleh diperolehi semula.

(c) Hartanah, loji dan peralatan

Hartanah, loji dan peralatan kecuali bagi tanah milik bebas dinyatakan pada kos / penilaian tolak susutnilai terkumpul dan kerugian kerosakan terkumpul, sekiranya ada. Tanah milik bebas dinyata pada penilaian semula.

Kumpulan menilai semula hartanahnya meliputi tanah dan bangunan setiap 5 tahun dan pada tempoh masa yang lebih pendek apabila nilai pasaran asset yang dinilai semula telah berubah dengan ketara dari nilai bawanya. Tambahan selepas tarikh penilaian dinyatakan pada kos sehingga tarikh penilaian akan datang.

Lebihan yang timbul daripada penilaian semula diuruskan dalam akaun rizab penilaian semula hartanah. Sebarang defisit ditanggung ke atas rizab penilaian semula setakat kenaikan sebelumnya untuk hartanah yang sama. Dalam kes lain, penurunan jumlah bawa dicaj kepada penyata pendapatan.

Hartanah, loji dan peralatan yang tidak lagi digunakan secara aktif dan dipegang untuk dijual dinyatakan pada nilai bawanya pada tarikh ianya tidak digunakan secara aktif, ditolak kerugian kemerosotan, sekiranya ada.

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

1. RINGKASAN DASAR-DASAR PERAKAUNAN PENTING (SAMB.)

(c) Hartanah, loji dan peralatan (samb.)

Susutnilai

Tanah milik bebas tidak dilunaskan.

Tanah pegangan pajak dilunaskan dalam ansuran setara meliputi tempoh pajakan selama 79 tahun.

Kaedah garis lurus digunakan untuk melupuskan kos aset lain sepanjang tempoh jangka hayat kegunaannya pada kadar tahunan utama berikut:

Bangunan	2%
Kenderaan bermotor	20%
Peralatan tapak	20%
Loji dan peralatan	20%
Peralatan pejabat	20%
Perabot dan kelengkapan	20%

(d) Muhibah

Muhibah yang timbul daripada pengambilalihan mewakili lebihan kos pengambilalihan berbanding nilai saksama bagi aset bersih diambilalih yang boleh dikenalpasti muhibah dan dinyatakan pada kos ditolak pelunasan terkumpul dan kerugian kemerosotan terkumpul.

Muhibah negatif mewakili lebihan nilai saksama bagi aset yang boleh dikenalpasti yang diambilalih ke atas kos pengambilalihan dan dinyatakan pada kos ditolak pelunasan terkumpul.

Muhibah dan muhibah negatif berhubung dengan syarikat- syarikat pembangunan hartanah dilunaskan meliputi tahun- tahun pembangunan dengan rujukan kepada keuntungan pembangunan yang diperolehi sepanjang tahun berbanding dengan jumlah anggaran keuntungan pembangunan, sementara muhibah untuk subsidiari- subsidiari lain dilunaskan kepada Penyata pendapatan kumpulan meliputi anggaran jangkamasa penggunaan tidak melebihi 20 tahun.

(e) Pelaburan

Pelaburan jangka panjang selain daripada pelaburan dalam subsidiari-subsidiari, dinyatakan pada kos. Peruntukan dibuatapabila Para Pengarah berpendapat bahawa terdapat penurunan nilai pelaburan yang bukan bersifat sementara.

Pelaburan jangka panjang dalam subsidiari-subsidiari dinyatakan pada kos dalam Syarikat, ditolak kerugian kemerosotan di mana berkenaan.

(f) Pajakan kewangan

Pajakan yang mana Kumpulan menjangkakan semua risiko yang tinggi dan pemilikan dikelaskan sebagai pajakan kewangan. Aset yang dibeli secara pajakan kewangan dinyatakan bersamaan dengan nilai saksama dan nilai semasa untuk pembayaran pajakan minimum yang mana lebih rendah pada penyentuhan pajakan tolak peruntukan susutnilai dan kerugian kemerosotan.

Dalam pengiraan nilai semasa untuk pembayaran pajakan minimum, kadar diskaun adalah kadar faedah diambilkira dalam pajakan, sekiranya kaedah ini boleh digunakan; jika tidak kadar penambahan pinjaman Kumpulan digunakan.

(g) Penerimaan dagangan dan penerimaan lain

Penerimaan dagangan dan penerimaan lain dinyatakan pada kos ditolak peruntukan bagi hutang ragu.

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

1. RINGKASAN DASAR-DASAR PERAKAUNAN PENTING (SAMB.)

(h) Ganjaran pekerja

(i) Ganjaran jangka pendek

Upah, gaji, bonus dan caruman sekuriti sosial diiktiraf sebagai perbelanjaan dalam tahun di mana perkhidmatan yang berkaitan diberikan oleh pekerja Kumpulan. Pampasan ketidakhadiran jangka pendek seperti cuti tahunan berbayar diiktiraf bila perkhidmatan yang diberi oleh pekerja akan menambahkan hak untuk pampasan ketidakhadiran akan datang, dan pampasan ketidakhadiran tidak terkumpul jangka pendek seperti cuti sakit diiktiraf bila ketidakhadiran berlaku.

(ii) Pelan caruman wajib

Kewajiban untuk mencarum kepada Kumpulan Wang Simpana Pekerja, diiktiraf sebagai perbelanjaan di dalam Penyata Pendapatan apabila dibelanjakan.

(iii) Faedah pampasan ekuiti dan berkaitan ekuiti

Program opsyen saham membolehkan pekerja Kumpulan membeli saham Syarikat. Apabila opsyen dilaksanakan, ekuiti bertambah mengikuti jumlah perolehan yang diterima.

(i) Liabiliti

Pembayaran dagangan dan pembayaran lain dinyatakan pada kos.

(j) Tanah untuk pembangunan hartanah

Tanah untuk pembangunan hartanah meliputi tanah atau sebahagian daripadanya yang tidak digunakan dalam aktiviti pembangunan, atau pembangunan aktiviti yang tidak dijangka boleh siap dalam jangka masa 2 hingga 3 tahun, menurut kitaran operasi Kumpulan. Tanah tersebut diklasifikasikan sebagai aset bukan semasa dan kos permulaan ditolak kerugian kemerosotan terkumpul.

Tanah unuk pembangunan diklasifikasikan sebagai kos pembangunan hartanah apabila aktiviti pembangunan boleh disiapkan dalam masa 2 hingga 3 tahun menurut kitaran operasi Kumpulan.

Kos berkaitan dengan pembelian tanah termasuk harga belian tanah, yuran profesional, duti setem, komisyen, yuran pertukaran dan levi-levi lain. Sekiranya Kumpulan telah merekodkan nilai tanah pada nilai penilain, nilai ini akan terus digunakan seperti yang dibenarkan oleh MASB32.

(k) Kos Pembangunan Hartanah

Kos pembangunan hartanah termasuk kos berkaitan dengan pembelian tanah dan semua kos yang terlibat secara langsung ke atas aktiviti pembangunan atau yang mana boleh diperuntukan dengan cara yang munasabah kepada aktiviti-aktiviti tersebut.

Kos pembangunan hartanah yang tidak diiktiraf sebagai perbelanjaan, diiktirafkan sebagai asset dan dinyatakan pada nilai realisasi bersih atau kos, yang mana lebih rendah.

Lebihan hasil jualan diiktirafkan di penyata pendapatan ke atas bil kepada pembeli-pembeli ditunjukkan sebagai bil terakru yang tergolong dalam dagangan dan penerimaan lain dan sebaliknya lebihan bil kepada pembeli-pembeli atas hasil jualan diiktiraf dalam penyata kewangan ditunjuk sebagai bil progresif tergolong dalam dagangan dan lain- lain pembayaran.

1. **RINGKASAN DASAR-DASAR PERAKAUNAN PENTING (SAMB.)**

(l) Jumlah terhutang oleh pelanggan kontrak

Jumlah terhutang oleh pelanggan kontrak atas kontrak pembinaan dinyatakan pada kos termasuk keuntungan boleh diagih tolak kerugian terjangka dan tolak tuntutan kemajuan kerja. Kos termasuk semua kos pembinaan langsung dan kos berkenaan lain. Sekiranya tuntutan kerugian kerja melebihi jumlah terhutang oleh pelanggan kontrak termasuk keuntungan boleh diagih tolak kerugian terjangka, baki kredit bersih atas semua kontrak sedemikian ditunjukkan dalam pembayaran dagangan dan pembayaran lain sebagai jumlah dihutang kepada pelanggan kontrak.

(m) Inventori

Hartanah yang siap dan sedia untuk dijual dinyatakan pada kos atau nilai boleh realisasi bersih, yang mana lebih rendah. Kos termasuk kos berkaitan dengan pembelian tanah, kos langsung dan kos biasa yang diagihkan ke atas pembangunan hartanah sehingga pembangunan selesai.

(n) Tunai dan bersamaan tunai

Tunai dan bersamaan tunai merangkumi tunai dalam tangan, baki dan deposit dengan bank. Bagi tujuan penyata aliran tunai, tunai dan bersamaan tunai ditolak deposit yang dicagarkan.

(o) Kemerosotan

Nilai dibawa aset, selain daripada inventori, aset yang timbul dari kontrak pembinaan, aset cukai tertunda dan aset kewangan (selain daripada pelaburan dalam subsidiari), dikaji semula pada setiap tarikh lembaran imbangan bagi menentukan sama ada terdapat sebarang tanda kemerosotan. Sekiranya wujud tanda-tanda tersebut, jumlah boleh diperolehi semula aset dianggarkan. Kerugian kemerosotan diiktiraf apabila nilai dibawa sesuatu aset atau unit yang menjana tunai bagi aset itu melebihi nilai boleh diperolehi semula. Kerugian kemerosotan diiktiraf dalam penyata pendapatan, kecuali jika aset dinyatakan pada nilai penilaian semula, dalam keadaan ini kerugian kemerosotan dicaj kepada ekuiti.

Nilai boleh diperolehi semula adalah nilai yang lebih tinggi di antara harga pasaran bersih aset dan nilai digunapakai. Dalam mentaksirkan nilai digunapakai, aliran tunai masa depan yang dianggarkan didiskaunkan kepada nilai semasanya menggunakan kadar diskaun pra-cukai yang menunjukkan penilaian pasaran semasa nilai masa wang dan risiko tertentu kepada aset. Bagi asset yang tidak menjana aliran masuk tunai bebas yang besar, nilai boleh diperolehi semula ditentukan bagi unit yang menjana tunai bagi aset tersebut.

Kerugian kemerosotan berhubung dengan muhibah tidak dibalikkan melainkan kerugian itu disebabkan oleh sesuatu peristiwa luaran tertentu yang bersifat luarbiasa dan tidak dijangka berulang, serta peristiwa-peristiwa luaran berikutan yang telah berlaku yang membalikkan kesan peristiwa tersebut.

Berhubung dengan aset-aset lain, kerugian kemerosotan dibalikkan jika terdapat perubahan di dalam anggaran yang digunakan untuk menentukan nilai boleh didapati semula.

Kerugian kemerosotan hanya dibalikkan setakat nilai dibawa aset itu tidak melebihi nilai dibawa yang telah ditentukan, bersih daripada susutnilai atau pelunasan, sekiranya tiada kerugian kemerosotan diiktiraf. Pembalikan diiktiraf di dalam penyata pendapatan, kecuali ia membalikkan kerugian kemerosotan atas aset yang dinyatakan pada nilai penilaian, dalam keadaan ini ianya diiktiraf ke dalam ekuiti.

(p) Cukai pendapatan

Cukai pendapatan ke atas keuntungan atau kerugian bagi tahun semasa merangkumi cukai semasa dan tertunda. Cukai pendapatan diiktiraf di dalam penyata kewangan melainkan ianya berkaitan dengan perkara-perkara yang diiktiraf secara langsung ke dalam ekuiti, dalam kes ini ianya diiktiraf dalam ekuiti.

Perbelanjaan cukai semasa adalah cukai perlu dibayar yang dijangka akan dikenakan ke atas pendapatan bercukai bagi tahun semasa, menggunakan kadar cukai yang telah digubal atau yang telah digubal dengan ketara pada tarikh lembaran imbangan, dan sebarang pelarasan kepada cukai perlu dibayar berhubung dengan tahun-tahun sebelumnya.

Cukai tertunda diperuntukan menggunakan kaedah liabiliti atas perbezaan sementara antara asas cukai dan nilai dibawa aset dan liabiliti dalam penyata kewangan.

Perbezaan sementara tidak diiktiraf bagi perbezaan sementara yang timbul daripada muhibah tidak boleh ditolak bagi tujuan cukai, dan pengiktirafan pertama sesuatu aset atau liabiliti dalam urusniaga yang pada waktu urusniaga tidak menjejaskan keuntungan perakaunan atau keuntungan bercukai. Cukai tertunda dikira pada kadar cukai yang dijangka akan digunakan dalam tempoh di mana aset direalisasi atau liabiliti diselesaikan, berasaskan kadar cukai yang berkuatkuasa pada tarikh lembaran imbangan. Aset cukai tertunda diiktiraf hanya pada tahap ianya berkemungkinan bahawa keuntungan bercukai pada masa hadapan akan bersedia ada untuk menggunakan aset tersebut.

(q) Matawang asing

(i) Urusniaga dalam matawang asing

Urusniaga dalam matawang asing ditukar kepada Ringgit Malaysia pada kadar pertukaran yang berkuatkuasa pada tarikh urusniaga. Aset dan liabiliti monetari yang ditunjukkan dalam matawang asing pada tarikh lembaran imbangan ditukar kepada Ringgit Malaysia pada kadar pertukaran asing yang berkuatkuasa pada tarikh tersebut. Perbezaan pertukaran asing yang timbul semasa penukaran diiktiraf di dalam penyata pendapatan.

(ii) Penyata kewangan operasi asing

Operasi asing Kumpulan tidak merupakan sebahagian yang penting dalam operasi Syarikat. Oleh itu, aset dan liabiliti operasi asing, termasuk muhibah dan pelarasan nilai saksama yang timbul daripada penyatuan, ditukarkan kepada Ringgit Malaysia pada kadar pertukaran yang berkuatkuasa pada tarikh lembaran imbangan. Hasil dan perbelanjaan operasi asing ditukar kepada Ringgit Malaysia pada kadar pertukaran purata sepanjang tahun. Perbezaan pertukaran asing yang timbul semasa pertukaran diiktiraf secara langsung dalam ekuiti.

Kadar pertukaran utama yang digunakan di dalam pertukaran nilai aset dan liabiliti monetari dalam matawang asing dan penyata kewangan operasi asing adalah seperti berikut:

	2004	2003
HK$ 1	RM0.49	RM0.49

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

(r) **Hasil**

i) ***Kontrak pembinaan***

Hasil daripada kontrak pembinaan berharga tetap diiktiraf dengan kaedah peratusan siap bina, ditentukan dengan merujuk kepada kaji selidik kerja yang dilakukan setakat ini yang melambangkan kerja-kerja yang dilakukan mengikut jumlah anggaran kos kontrak.

Apabila hasil daripada kontrak pembinaan tidak dapat dijangka dengan tepat, hasil diiktiraf hanya pada tahap kos kontrak dibelanjakan yang mungkin boleh diperolehi semula dan kos kontrak diiktiraf sebagai perbelanjaan dalam tempoh ia dibelanjakan.

Kerugian yang dijangka atas kontrak akan diiktiraf dengan serta-merta dalam penyata pendapatan.

ii) ***Pembangunan hartanah***

Hasil jualan daripada aktiviti pembangunan diambilkira melalui tahap penyelesaian berpandukan kos pembangunan hartanah yang terlibat untuk kerja yang dilakukan sehingga kini ke atas jumlah anggaran kos pembangunan hartanah.

Sekiranya keputusan kewangan yang timbul akibat pembangunan hartanah tidak boleh dianggar dengan tepat, pendapatan pembangunan hartanah boleh diiktiraf hanya ke tahap kos pembangunan hartanah berlaku yang mungkin boleh dipulihkan, dan kos pembangunan hartanah ke atas unit pembangunan yang dijual diiktirafkan sebagai perbelanjaan semasa yang mana ia berlaku.

Sebarang kerugian yang tidak disangka dalam projek pembangunan, termasuk kos yang dipergunakan dalam tempoh tanggungan kecacatan, akan diiktirafkan dengan segera di penyata pendapatan.

iii) ***Pendapatan dividen***

Pendapatan dividen diiktiraf apabila hak untuk menerima bayaran ditentukan.

iv) ***Pendapatan sewa***

Pendapatan sewa diiktiraf pada dasar akruan menurut perjanjian penyewaan.

v) ***Pendapatan faedah***

Pendapatan faedah diiktiraf di dalam penyata pendapatan apabila ianya terakru dengan mengambil kira kadar hasil berkesan ke atas aset tersebut.

(s) **Perbelanjaan**

Kos pembiayaan

Semua kos faedah dan kos lain yang ditanggung berhubung dengan pinjaman adalah perbelanjaan yang tertanggung.

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

2. HARTANAH, LOJI DAN PERALATAN

Kumpulan *Kos/Penilaian*	Tanah Pegangan bebas RM'000	Bangunan pegangan bebas RM'000	Tanah pajakan jangka panjang RM'000	Bangunan pajakan jangka panjang RM'000	Kenderaan motor RM'000	Peralatan tapak RM'000	Loji dan jentera RM'000	Peralatan pejabat RM'000	Perabot dan kelengkapan RM'000	Jumlah RM'000
Pada 1 Januari 2004	3,123	1,455	3,213	1,887	2,976	612	8,679	1,034	217	23,196
Tambahan	-	-	-	-	877	14	183	72	18	1,164
Jualan	-	-	-	-	(120)	-	(50)	(15)	(19)	(204)
Hapuskira	-	-	-	-	-	-	-	(2)	-	(2)
Agihan (Nota 8)	(2,148)	-	-	-	-	-	-	-	-	(2,148)
Perbezaan pertukaran	-	-	-	-	-	-	(1)	-	-	(1)
Pada 31 Disember 2004	975	1,455	3,213	1,887	3,733	626	8,811	1,089	216	22,005
Mewakili butir- butir pada:										
Kos	-	930	1,713	1,887	3,733	626	8,811	1,089	216	19,005
Penilaian Para Pengarah										
- 2000	975	525	1,500	-	-	-	-	-	-	3,000
Pada 31 Disember 2004	975	1,455	3,213	1,887	3,733	626	8,811	1,089	216	22,005
Susutnilai terkumpul										
Pada 1 Januari 2004	-	50	79	60	2,362	525	7,922	781	176	11,955
Caj bagi tahun	-	29	41	100	374	47	317	121	13	1,042
Jualan	-	-	-	-	(120)	-	(50)	(3)	(4)	(177)
Hapuskira	-	-	-	-	-	-	-	(2)	-	(2)
Perbezaan pertukaran	-	-	-	-	-	-	(1)	-	-	(1)
Pada 31 Disember 2004	-	79	120	160	2,616	572	8,188	897	185	12,817
Nilai buku bersih										
Pada 31 Disember 2004	975	1,376	3,093	1,727	1,117	54	623	192	31	9,188
Pada 31 Disember 2003	3,123	1,405	3,134	1,827	614	87	757	253	41	11,241
Caj susutnilai bagi tahun berakhir 31 Disember 2003	-	29	41	26	211	44	607	114	16	1,088

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

2. HARTANAH, LOJI DAN PERALATAN (SAMB.)

Syarikat *Kos*	**Peralatan pejabat RM'000**
Pada 1 Januari/31 Disember 2004	1
Susutnilai terkumpul	
Pada 1 Januari 2004	1
Caj bagi tahun	-
Pada 31 Disember 2004	1
Nilai buku bersih	
Pada 31 Disember 2004	-
Pada 31 Disember 2003	-
Caj susutnilai bagi tahun berakhir 31 Disember 2003	-

2.1 Penilaian semula - Kumpulan

Tanah dan bangunan pegangan bebas dan tanah pajakan jangka panjang Kumpulan dinyatakan pada penilaian Para Pengarah berdasarkan laporan penilaian profesional dengan kaedah perbandingan yang dilakukan pada 30 November 2000 dan 27 Oktober 2000 masing-masing. Lebihan yang timbul daripada penilaian semula tersebut telah dipindahkan ke Rizab Penilaian Semula Hartanah.

Sekiranya tanah dan bangunan tersebut dinyatakan pada kos sejarah ditolak susutnilai terkumpul, jumlah dibawa aset yang dinilai semula ini sepatutnya dimasukkan ke dalam penyata kewangan pada akhir tahun seperti berikut:

	2004 RM'000	**2003 RM'000**
Tanah pegangan bebas	490	490
Bangunan pegangan bebas	129	133
Tanah pajakan jangka panjang	336	341
	955	964

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

3. TANAH DIPEGANG UNTUK PEMBANGUNAN

	Kumpulan 2004 RM'000	Kumpulan 2003 RM'000
Pada 1 Januari/ 31 Disember	1,800	1,800

4. PELABURAN DALAM SUBSIDIARI-SUBSIDIARI

	Syarikat 2004 RM'000	Syarikat 2003 RM'000
Saham tidak disebut harga, pada kos	13,333	13,333

Syarikat- syarikat subsidiari Syarikat adalah seperti berikut:-

Subsidiari	Aktiviti utama	Kepentingan efektif (%) 2004	Kepentingan efektif (%) 2003
Ken Grouting Sdn. Bhd.	Perkhidmatan kejuruteraan pakar, kontrak serah kunci, pembinaan dan kerja kejuruteraan awam	100	100
Ken Projects Sdn. Bhd.	Pegangan pelaburan	100	100
Ken Property Sdn. Bhd.	Pegangan dan pelaburan hartanah dan pemaju perumahan	100	100
Support Capital Sdn. Bhd.	Pegangan pelaburan	100	100
Subsidiari Support Capital Sdn. Bhd. adalah:			
Kenly (HK) Ltd. †	Pembinaan dan kejuruteraan awam	57.6	57.6
Subsidiari- subsidiari Ken Grouting Sdn. Bhd. adalah:			
Ken-Chec Sdn. Bhd.	Tambakan tanah, kejuruteraan, awam, korekan dan marin	100	100
Success Goal Asia Ltd. †	Lengai	100	100
Subsidiari- subsidiari Ken Projects Sdn. Bhd. adalah:			
Khidmat Tulin Sdn. Bhd.	Kontraktor dan pemaju perumahan	100	100
T.B.S. Management Sdn. Bhd.	Perkhidmatan pengurusan hartanah	100	100
Ken Rimba Jaya Sdn. Bhd.	Pembangunan hartanah dan pagangan pelaburan	100	100

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

4. PELABURAN DALAM SUBSIDIARI-SUBSIDIARI (SAMB.)

Subsidiari	Aktiviti utama	Kepentingan efektif (%) 2004	2003
Subsidiari- subsidiari Ken Property Sdn. Bhd. adalah:			
KD Management Sdn. Bhd. (dahulunya dikenali sebagai Ken Damansara Management Sdn. Bhd.)	Perkhidmatan pengurusan hartanah	100	100
Ken Link Sdn. Bhd.	Pembangunan hartanah dan pegangan pelaburan	100	100
Aunyang Holdings Sdn. Bhd.	Pegangan pelaburan	100	100
Subsidiari- subsidiari Kenly (HK) Ltd. adalah:			
Kenly Engineering Ltd. †	Pembinaan dan kejuruteraan awam	100	100

† Diaudit oleh firma juruaudit lain

Kesemua subsidiari diperbadankan di Malaysia kecuali Kenly (HK) Ltd., Success Goal Asia Ltd. dan Kenly Engineering Ltd. yang diperbadankan di Hong Kong.

5. PELABURAN LAIN

	Kumpulan 2004 RM'000	2003 RM'000
Saham disebut harga dalam Malaysia	120	120
Tolak: Peruntukan bagi kehausan dalam nilai	(108)	(108)
	12	12
Pelaburan tidak disebut harga	20	20
	32	32
Harga pasaran saham disebut harga	13	13

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

6. MUHIBAH ATAS PENGAMBILALIHAN

	Kumpulan	
	2004 RM'000	2003 RM'000
Kos		
Pada 1 Januari/31 Disember	4,629	4,629
Pelunasan		
Pada 1 Januari	2,412	1,381
Caj pelunasan bagi tahun	1,408	1,031
Pada 31 Disember	3,820	2,412
Nilai buku bersih - Pada 31 Disember	809	2,217

7. MUHIBAH NEGATIF

	Kumpulan	
	2004 RM'000	2003 RM'000
Kos		
Pada 1 Januari	648	-
Tambahan dalam kepentingan dalam subsidiari	-	447
Pengambilalihan subsidiari	-	201
Kos insiden berkaitan dengan pembelian subsidiari yang dipulihkan daripada penjual	16	-
Pada 31 Disember	664	648
Pelunasan		
Pada 1 Januari	223	-
Caj pelunasan bagi tahun	223	223
Pada 31 Disember	446	223
Nilai buku bersih - Pada 31 Disember	218	425

8. KOS PEMBANGUNAN HARTANAH

	Kumpulan 2004 RM'000	Kumpulan 2003 RM'000 (Dinyata semula)
Pada 1 Januari		
Tanah	55,698	30,385
Kos pembangunan	35,788	3,759
Kos terkumpul dicaj ke penyata pendapatan	(39,555)	(7,550)
	51,931	26,594
Agihan dari hartanah/ tanah dipegang untuk pembangunan	2,148	313
Tanah/ Kos pembangunan dibelanjakan sepanjang tahun ini	25,154	57,029
	79,233	83,936
Kos dicaj ke penyata pendapatan	(28,010)	(32,005)
	51,223	51,931
Diwakili oleh:		
Tanah	57,846	55,698
Kos pembangunan	60,942	35,788
Kos terkumpul yang dicaj ke penyata pendapatan	(67,565)	(39,555)
	51,223	51,931

Tambahan kepada kos pembangunan sepanjang tahun ini termasuk kos pekerja berjumlah RM183,000 (2003 - RM235,000).

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

9. PENERIMAAN DAGANGAN DAN PENERIMAAN LAIN

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000 (Dinyata semula)	2004 RM'000	2003 RM'000
Penerimaan dagangan	22,047	25,038	-	-
Jumlah penahanan	4,625	1,053	-	-
	26,672	26,091	-	-
Tolak: Peruntukan bagi hutang ragu	(11,111)	(9,073)	-	-
	15,561	17,018	-	-
Bil terakru	-	2,853	-	-
Penerimaan lain, deposit dan pra- bayaran	2,063	3,223	23	28
Tolak: Peruntukan bagi hutang ragu	-	(1,523)	-	-
	2,063	1,700	23	28
Jumlah terhutang oleh pelanggan kontrak	2,683	1,502	-	-
	20,307	23,073	23	28

9.1 Profil dedahan matawang penerimaan dagangan yang dinyatakan dalam persamaan Ringgit Malaysia adalah seperti berikut:

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Ringgit Malaysia	7,308	9,581	-	-
Hong Kong Dollar	19,364	16,510	-	-
	26,672	26,091	-	-

9.2 Penerimaan lain, deposit dan pra-bayaran Kumpulan termasuk deposit berjumlah RM170,000 bagi pembelian 6 bidang tanah. Proses pembelian telah selesai pada Januari 2005.

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

9. PENERIMAAN DAGANGAN DAN PENERIMAAN LAIN (SAMB.)

9.3 Jumlah terhutang oleh penghutang kontrak

	Kumpulan	
	2004 RM'000	2003 RM'000
Kos agregat dibelanja sehingga kini	25,346	102,692
Tambah: Keuntungan boleh diagih	5,485	21,722
	30,831	124,414
Tolak: Tuntutan kemajuan	(28,210)	(124,363)
	2,621	51
Jumlah dihutang kepada pelanggang kontrak (Nota 12)	62	1,451
	2,683	1,502
Tambahan kepada kos agregat dibelanja sepanjang tahun termasuk:-		
Kos pekerja	2,247	1,484
Sewaan loji dan jentera	275	579

10. JUMLAH TERHUTANG OLEH/ (KEPADA) SUBSIDIARI-SUBSIDIARI

	Syarikat	
	2004 RM'000	2003 RM'000
Jumlah terhutang oleh subsidiari		
- Dagangan	-	2,305
- Bukan dagangan	57,692	49,228
	57,692	51,533
Jumlah terhutang kepada subsidiari		
- Bukan dagangan	3	-
	3	-

Jumlah yang dihutang oleh / (kepada) syarikat- syarikat subsidiari adalah tidak bercagar, tanpa faedah dan tidak mempunyai tempoh pembayaran balik yang tetap.

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

11. TUNAI DAN BERSAMAAN TUNAI

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Tunai dan baki bank	4,179	17,232	242	311
Deposit dengan bank berlesen				
- tidak dicagar	36,738	11,955	19,641	2,908
- dicagar	4,389	6,909	3,989	6,889
	45,306	36,096	23,872	10,108

11.1 Termasuk dalam tunai dan baki bank Kumpulan adalah RM1,258,000 (2003 - RM4,726,000) yang disimpan menurut Peraturan Pembangunan Perumahan (Akaun Pembangunan Perumahan) 1991.

11.2 Deposit Kumpulan dan Syarikat yang berjumlah RM4,389,000 (2003 - RM6,909,000) dan RM3,989,000 (2003 - RM6,889,000) masing-masing dicagarkan kepada bank berlesen untuk kemudahan overdraf bank dan jaminan bank ke atas kemudahan jaminan bank yang diberikan kepada syarikat- syarikat subsidiari.

11.3 Kadar faedah efektif deposit dengan bank berlesen adalah seperti berikut:-

	Kumpulan		Syarikat	
	2004	2003	2004	2003
Deposit dengan bank berlesen	2.61%	2.87%	2.52%	2.80%

Tarikh matang bagi deposit- deposit dengan bank- bank berlesen adalah dalam jangka masa satu (1) bulan sehingga satu (1) tahun atau bila- bila masa.

11.4 Profil dedahan matawang deposit, tunai dan baki bank yang dinyatakan dalam persamaan Ringgit Malaysia adalah seperti berikut:

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Ringgit Malaysia	45,190	30,390	23,872	10,108
Hong Kong Dollar	116	5,706	-	-
	45,306	36,096	23,872	10,108

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

12. PEMBAYARAN DAGANGAN DAN PEMBAYARAN LAIN

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Pembayaran dagangan	13,595	13,415	-	-
Jumlah penghutang kepada pelanggan kontrak (Nota 9.3)	62	1,451	-	-
Tuntutan Kemajuan	4,924	-	-	-
Pembayaran lain dan akruan	2,849	8,431	186	64
Jumlah dihutang kepada Para Pengarah	325	564	235	234
	21,755	23,861	421	298

12.1 Termasuk dalam pembayaran dagangan Kumpulan adalah jumlah penahan belum bayar berjumlah RM3,585,000 (2003 - RM1,564,000).

Profil dedahan matawang pembayaran dagangan yang dinyatakan dalam persamaan Ringgit Malaysia adalah seperti berikut:

	Kumpulan	
	2004 RM'000	2003 RM'000
Ringgit Malaysia	9,002	10,331
Hong Kong Dollar	4,593	3,084
	13,595	13,415

12.2 Termasuk dalam pembayaran lain dan akruan Kumpulan pada tahun 2003 adalah:

i) amaun sebanyak RM2,000,000 mewakili baki bayaran berkaitan dengan pembelian ekuiti 100% ke atas Ken Rimba Jaya Sdn. Bhd.

ii) sejumlah RM3,731,000 dihutang kepada bekas sebuah syarikat bersekutu bagi sebuah sibsidiari yang diambilalih.

12.3 Jumlah hutang kepada Para Pengarah adalah tidak bercagar, bebas faedah dan tiada tempoh pembayaran balik yang tetap.

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

13. PINJAMAN

	Kumpulan 2004 RM'000	Kumpulan 2003 RM'000
Semasa		
Kredit pusingan - tidak dicagar	-	3,906
Overdraf bank - dicagar	2,617	-
Liabiliti pajakan kewangan	212	-
	2,829	3,906
Bukan semasa		
Pinjaman daripada pemegang saham minoriti	212	212
Liabiliti pajakan kewangan	91	-
	303	212

Terma dan jadual pembayaran balik hutang

Kredit pusingan dikenakan faedah sebanyak 6.75% (2003 - 6.75%) dan disokong oleh jaminan korporat dikeluarkan dari Syarikat. Overdraf dikenakan faedah sebanyak 6.5% dan dijamin dengan simpanan tetap di dalam bank.

Liabiliti pajakan kewangan dibayar adalah seperti berikut:

	Pembayaran 2004 RM'000	Faedah 2004 RM'000	Prinsipal 2004 RM'000	Pembayaran 2003 RM'000	Faedah 2003 RM'000	Prinsipal 2003 RM'000
Kumpulan						
Kurang daripada satu tahun	224	12	212	-	-	-
Antara satu dan lima tahun	95	4	91	-	-	-
	319	16	303	-	-	-

14. MODAL SAHAM

	Kumpulan dan Syarikat 2004 RM'000	Kumpulan dan Syarikat 2003 RM'000
Saham biasa bernilai RM1 sesaham		
Dibenarkan	100,000	100,000
Diterbit dan berbayar penuh		
Pada 1 Januari	60,162	40,000
Terbitan hak boleh serah	-	10,000
Terbitan bonus	-	10,000
Saham diterbit di bawah skim opsyen saham pekerja	18	162
Pada 31 Disember	60,180	60,162

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

15. RIZAB

15.1 Rizab penilaian semula hartanah (Tidak boleh diagih)

Rizab penilaian semula hartanah mewakili lebihan yang timbul dari penilaian semula tanah dan bangunan pegangan bebas dan pajakan jangka panjang Kumpulan dan tanah pajakan dipegang untuk pembangunan.

15.2 Keuntungan tertahan (Boleh diagih)

Tertakluk kepada persetujuan Lembaga Hasil Dalam Negeri, Syarikat mempunyai cukai kredit Seksyen 108 dan pendapatan dikecualikan cukai yang mencukupi untuk pembayaran cukai pendapatan atas semua keuntungan tertahannya pada 31 Disember 2004 jika dibayar sebagai dividen.

16. KEPENTINGAN PEMEGANG SAHAM MINORITI

Ini terdiri daripada bahagian modal saham dan rizab pemegang saham minoriti pada subsidiari, bersih daripada bahagian mereka dalam muhibah dan muhibah negatif subsidiari atas penyatuan dan pelunasan muhibah yang dicaj kepada pemegang saham minoriti.

17. CUKAI TERTUNDA

Jumlah ini, ditentukan selepas imbangan yang sewajarnya, adalah seperti berikut::

	Kumpulan		**Syarikat**	
	2004 RM'000	**2003 RM'000**	**2004 RM'000**	**2003 RM'000**
Aset cukai tertunda	(916)	(1,012)	(32)	-
Liabiliti cukai tertunda	6,569	7,881	-	861

Liabiliti dan aset cukai tertunda diimbang seperti di atas apabila terdapat hak dikuatkuasa yang sah dari segi undang-undang untuk mengimbangkan aset cukai semasa terhadap liabiliti cukai semasa dan di mana cukai tertunda tersebut berkaitan dengan pihak berkuasa cukai yang sama.

17. CUKAI TERTUNDA (SAMB.)

Aset dan liabiliti cukai tertunda yang diiktiraf (sebelum pengimbangan) adalah seperti berikut:

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Hartanah, loji dan peralatan				
- elaun modal	107	197	-	-
- penilaian semula	6,888	8,166	-	-
Elaun modal belum diserap	(6)	(6)	-	-
Kerugian cukai belum digunakan	(360)	(341)	-	-
Peruntukan	(60)	(547)	(32)	-
Lain- lain perbezaan sementara	(884)	(600)	-	861
	5,685	6,869	(32)	861
Tiada cukai tertunda diiktiraf bagi perkara-perkara berikut:				
Lain-lain perbezaan diduktibel sementara	(242)	153	-	-
Elaun modal tidak diserap	25	45	-	-
Kerugian cukai tidak digunakan	2,529	48	-	-
	2,312	246	-	-

Elaun modal belum diserap dan kerugian cukai belum digunakan tiada hak tempoh di bawah perundangan cukai semasa. Aset cukai tertunda belum diiktiraf berhubung dengan kerugian belum diserap tertentu terutamanya daripada subsidiari luar negara disebabkan tiada kemungkinan keuntungan boleh cukai masa hadapan akan dihasilkan untuk menggunakan faedah tersebut.

18. GANJARAN PEKERJA

Pelan opsyen saham

Kumpulan menawarkan opsyen saham atas saham biasa kepada Pengarah-pengarah dan pekerja-pekerja senior lain yang berkhidmat melebihi satu tahun. Pergerakan dalam bilangan opsyen saham yang dipegang oleh pekerja-pekerja adalah seperti berikut:

	Kumpulan dan Syarikat	
	2004 RM'000	2003 RM'000
Tunggakan pada 1 Januari	4,603	-
Diterbit	-	4,901
Dilaksana	(18)	(162)
Lupus	(107)	(136)
Tunggakan pada 31 Disember	4,478	4,603

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

18. GANJARAN PEKERJA (SAMB.)

Butiran opsyen saham yang diberikan sepanjang tahun:

Tarikh tamat tempoh	2004 - 2008
Harga perlaksanaan setiap saham biasa (RM)	1
Perolehan agregat saham diterbit (RM'000)	18
Nilai saksama pada tarikh terbitan	22

Terma-terma opsyen tertunggak pada 31 Disember:

Tarikh tamat tempoh	Harga dilaksana RM	Nombor ('000)
4 Jun 2008	1.00	4,478

Kumpulan menerima perolehan sebanyak RM18,000 berhubung dengan 18,000 opsyen yang dilaksanakan sepanjang tahun di mana kesemua jumlah tersebut telah dikreditkan ke modal saham.

19. KEUNTUNGAN OPERASI

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Keuntungan operasi diperolehi selepas dicaj:-				
Pelunasan muhibah, bersih	1,185	808	-	-
Ganjaran juruaudit				
Juruaudit Syarikat				
- tahun ini	64	57	13	10
- peruntukan terkurang tahun sebelumnya	4	-	3	-
Juruaudit lain	24	22	-	-
Elaun untuk hutang ragu	2,967	2,870	-	-
Hartanah, loji dan peralatan dihapuskan	-	17	-	-
Susut nilai hartanah, loji dan peralatan	1,042	1,088	-	-
Ganjaran Pengarah				
Para pengarah Syarikat				
- yuran	80	80	80	80
- emolumen lain	1,330	1,243	49	44
Pengarah-pengarah lain				
- emolumen lain	301	225	-	-
Elaun untuk kehausan nilai pelaburan	-	9	-	-
Sewa premis	222	220	-	-
Sewa loji dan jentera	9	-	-	-

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

19. KEUNTUNGAN OPERASI (SAMB.)

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
dan dikredit:-				
Pendapatan dividen daripada syarikat-syarikat subsidiari	-	-	29,971	3,076
Keuntungan daripada penjualan hartanah, loji dan peralatan	28	288	-	-
Pendapatan faedah				
- simpanan tetap	693	712	295	451
- Akaun Pembangunan Perumahan	49	182	-	-
- lain-lain	213	118	-	-
Sewa premis	565	173	-	-
Pembalikan elaun hutang lapuk	-	791	-	-

Anggaran nilai wang manfaat seumpamanya bagi para pengarah dalam Kumpulan adalah RM46,000 (2003 - RM44,000).

20. MAKLUMAT PEKERJA

	Kumpulan	
	2004 RM'000	2003 RM'000
Kos pekerja		
- dicajkan ke penyata pendapatan	3,836	3,778
- dipermodalkan ke kontrak pelanggan	2,247	1,484
- dipermodalkan ke kos pembangunan hartanah	183	235
	6,266	5,498

Jumlah pekerja dalam kumpulan dan Syarikat (termasuk pengarah) pada hujung tahun adalah seramai 122 (2003 - 130) dan 8 (2003 - 8) masing- masing.

Termasuk dalam kos pekerja adalah perbelanjaan ke atas pelan sumbangan ditetapkan sebanyak RM551,000 (2003 - RM465,000).

21. KOS PEMBIAYAAN

	Kumpulan	
	2004 RM'000	2003 RM'000
Faedah belum bayar		
- Faedah pinjaman	23	30
- Overdraf bank	55	2
- Pajakan kewangan	22	-
	100	32

22. PERBELANJAAN CUKAI

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Perbelanjaan cukai semasa				
Malaysia - tahun semasa	6,041	3,659	9,443	170
- tahun lalu	(552)	73	3	7
Luar negara - tahun lalu	-	(2)	-	-
	5,489	3,730	9,446	177
Perbelanjaan cukai tertunda				
Malaysia - tahun semasa	(1,921)	(600)	(893)	861
- tahun lalu	762	-	-	-
Luar negara - tahun semasa	(51)	(49)	-	-
Kristalisasi liabiliti cukai tertunda atas lebihan penilaian semula hartanah	(6)	(19)	-	-
	4,273	3,062	8,553	1,038
Penyesuian perbelanjaan cukai				
Keuntungan sebelum cukai	11,392	9,875	30,536	3,679
Cukai pendapatan mengikut kadar cukai Malaysia	3,031	2,748	8,550	1,030
Perbelanjaran yang tidak dibenarkan	389	198	-	1
Kesan perbezaan kadar cukai di jurisduksi asing	254	34	-	-
Pendapatan tidak dikenakan cukai	-	(241)	-	-
Lain-lain	-	245	-	-
Kesan aset cukai semasa tertunda tidak diiktiraf dalam tahun semasa	395	26	-	-
	4,069	3,010	8,550	1,031
Peruntukan terkurang pada tahun-tahun sebelumnya	210	71	3	7
Kristalisasi liabiliti cukai tertunda atas lebihan penilaian semula hartanah	(6)	(19)	-	-
Perbelanjaan cukai	4,273	3,062	8,553	1,038

23. PENDAPATAN SESAHAM BIASA - KUMPULAN

Pendapatan asas sesaham biasa

Pengiraan pendapatan asas sesaham biasa berdasarkan keuntungan bersih yang boleh diagih kepada pemegang-pemegang saham biasa berjumlah RM8,123,000 (2003 - RM7,214,000) dan bilangan purata berwajaran saham biasa yang diterbitkan sepanjang tahun sebanyak 60,177,000 (2003 - 59,662,000).

Keuntungan bersih boleh diagih kepada pemegang-pemegang saham biasa dikira seperti berikut:

	2004 RM'000	2003 RM'000
Keuntungan bersih boleh diagih kepada pemegang-pemegang saham biasa	8,123	7,214

	2004 '000	2003 '000
Bilangan purata berwajaran saham biasa		
Saham biasa diterbit pada awal tahun	60,162	40,000
Kesan terbitan hak boleh diserah	-	9,616
Kesan terbitan bonus	-	10,000
Kesan perlaksanaan opsyen saham	15	46
Bilangan purata berwajaran saham biasa	60,177	59,662

Pendapatan dicairkan sesaham

Pengiraan pendapatan dicairkan sesaham berdasarkan keuntungan bersih yang boleh diagih kepada pemegang-pemegang saham biasa berjumlah RM8,123,000 (2003 - RM7,214,000) dan bilangan purata berwajaran saham biasa yang diterbitkan sepanjang tahun sebanyak RM60,272,000 (2003 - RM59,932,000) dikira seperti berikut:

Keuntungan bersih boleh diagih kepada pemegang-pemegang saham biasa (dicairkan)

	2004 RM'000	2003 RM'000
Keuntungan bersih boleh diagih kepada pemegang-pemegang saham biasa (dicairkan)	8,123	7,214

Bilangan purata berwajaran saham biasa (dicairkan)

	2004 '000	2003 '000
Bilangan purata berwajaran saham biasa seperti di atas	60,177	59,662
Kesan opsyen saham yang boleh dilaksanakan	324	270
Bilangan purata berwajaran saham biasa (dicairkan)	60,501	59,932

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

24. DIVIDEN

	Kumpulan dan Syarikat 2004 RM'000	2003 RM'000
Biasa		
Pertama dan akhir dibayar:		
Tahun berakhir 31 Disember 2002		
- 5% sesaham ditolak cukai	-	2,160
Tahun berakhir 31 Disember 2003		
- 5% sesaham ditolak cukai	2,167	-
	2,167	2,160

Dividen pertama dan akhir sebanyak 5% ditolak cukai berjumlah RM2,166,480 berhubung dengan tahun berakhir 31 Disember 2004 telah disyorkan oleh Para Pengarah dan akan dicadangkan untuk kelulusan para pemegang saham pada Mesyuarat Agung Tahunan akan datang.

25. MAKLUMAT SEGMEN

Maklumat segmen dinyatakan dari segi segmen perniagaan dan geografi Kumpulan. Format utama, segmen perniagaan adalah berdasarkan struktur pengurusan dan laporan dalaman Kumpulan. Penentuan harga antara segmen ditentukan mengikut urusniaga biasa perniagaan menurut terma yang dirundingkan.

Keputusan segmen, aset dan liabiliti segmen termasuk butir-butir yang berhubung secara langsung kepada sesuatu segmen serta butir-butir lain yang dapat diperuntukkan secara munasabah. Butir-butir yang tidak diperuntukkan terutamanya terdiri daripada aset yang mendatangkan faedah dan hasil, pinjaman dan perbelanjaan serta aset dan perbelanjaan korporat.

Perbelanjaan modal segmen adalah jumlah kos ditanggung pada tempoh membeli aset segmen yang dijangka akan digunakan lebih dari satu tempoh jangkamasa.

Segmen perniagaan

Kumpulan terdiri daripada segmen-segmen perniagaan utama berikut:

Pembinaan	Perkhidmatan kejuruteraan pakar, kontraktor serah kunci, kerja kejuruteraan pembinaan awam, tambakan tanah, pengorekan, kejuteraan marin dan awam.
Pembangunan hartanah	Pembangunan hartanah perumahan dan komersil.

Segmen geografi

Segmen pembinaan diurus dalam dua kawasan geografi utama, Malaysia dan Hong Kong. Segmen pembangunan hartanah beroperasi di Malaysia sahaja.

Dalam membentangkan maklumat berdasarkan segmen geografi, hasil segmen adalah berdasarkan kepada lokasi geografi pelanggan.

25. MAKLUMAT SEGMEN (SAMB.)

Kumpulan	Pembinaan 2004 RM'000	Pembinaan 2003 RM'000	Pembangunan Hartanah 2004 RM'000	Pembangunan Hartanah 2003 RM'000	Penghapusan 2004 RM'000	Penghapusan 2003 RM'000	Penyatuan 2004 RM'000	Penyatuan 2003 RM'000
Segmen perniagaan								
Hasil daripada pelanggan luaran	17,761	11,642	47,818	47,658	-	-	65,579	59,300
Hasil antara segmen	30,029	42,460	144	126	(30,173)	(42,586)	-	-
Jumlah hasil	47,790	54,102	47,962	47,784	(30,173)	(42,586)	65,579	59,300
Keputusan segmen	2,031	6,497	10,907	5,924	(2,053)	(3,050)	10,885	9,371
Perbelanjaan tidak diagihkan							(348)	(475)
Pendapatan faedah							955	1,011
Keuntungan operasi							11,492	9,907
Perbelanjaan faedah							(100)	(32)
Keuntungan sebelum cukai							11,392	9,875
Perbelanjaan cukai							(4,273)	(3,062)
Kepentingan minoriti							1,004	401
Keuntungan bersih bagi tahun semasa							8,123	7,214
Segmen aset	43,681	46,786	74,135	84,969	(11,003)	(12,439)	106,813	119,316
Aset tidak diagihkan							25,069	12,729
Jumlah aset							131,882	132,045
Segmen liabiliti	21,587	19,235	16,860	17,248	(15,364)	(14,485)	23,083	21,998
Liabiliti tidak diagihkan							10,486	16,738
Jumlah liabiliti							33,569	38,736
Perbelanjaan modal	1,038	2,450	126	3,263	-	-	1,164	5,713
Susutnilai dan pelunasan	714	778	1,513	1,120	-	-	2,227	1,898
Perbelanjaan bukan tunai selain daripada susutnilai dan pelunasan	2,967	2,875	-	-	-	-	2,967	2,875

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

25. MAKLUMAT SEGMEN (SAMB.)

Kumpulan	Malaysia 2004 RM'000	Malaysia 2003 RM'000	Hong Kong 2004 RM'000	Hong Kong 2003 RM'000	Penghapusan 2004 RM'000	Penghapusan 2003 RM'000	Penyatuan 2004 RM'000	Penyatuan 2003 RM'000
Segmen geografi								
Hasil daripada pelanggan luaran mengikut lokasi pelanggan	49,587	48,842	15,992	10,458	-	-	65,579	59,300
Segmen asset mengikut lokasi aset	91,450	101,262	15,363	18,054	-	-	106,813	119,316
Perbelanjaan modal mengikut lokasi aset	688	6,365	476	482	-	(1,134)	1,164	5,713

26. LIABILITI LUARJANGKA - TIDAK DICAGAR

	Kumpulan 2004 RM'000	Kumpulan 2003 RM'000	Syarikat 2004 RM'000	Syarikat 2003 RM'000
26.1 Jaminan korporat				
Jaminan yang diberi kepada institusi kewangan bagi kemudahan-kemudahan kredit yang diberi kepada syarikat - syarikat subsidiari	-	-	23,895	9,994
Jaminan yang diberi kepada pihak ketiga bagi mendapatkan kemudahan-kemudahan kredit kepada syarikat - syarikat Subsidiari dalam pembelian material / perkhidmatan	-	-	9,900	8,150
	-	-	33,795	18,144

26.2 Litigasi

(a) Satu syarikat subsidiari telah mengambil tindakan guaman terhadap satu penghutang bagi hutang tertunggak sebanyak RM14.4 juta berhubung dengan pelbagai kerja kontrak. Satu peruntukan bagi hutang ragu sebanyak RM8.6 juta (2003 - RM5.8 juta) telah dibuat dalam penyata kewangan. Penghutang tersebut mempertikaikan tuntutan itu dan berdasarkan nasihat peguam, Para Pengarah berpendapat bahawa subsidiari berkenaan mempunyai satu tuntutan yang baik terhadap penghutang itu.

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

27. URUSNIAGA PIHAK BERKAITAN PENTING

27.1 Pihak berkaitan yang mempunyai hubungan terkawal ialah syarikat-syarikat subsidiari seperti yang dinyatakan dalam Nota 4.

27.2 Urusniaga-urusniaga penting dengan pihak- pihak berkaitan selain daripada yang dinyatakan di bahagian lain penyata kewangan ini adalah seperti berikut:

Urusniaga dengan pihak- pihak berkaitan

i) transaksi-transaksi dengan subsidiari-subsidiari

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Penerimaan yuran pengurusan	-	-	(600)	(368)

ii) Transaksi-transaksi dengan syarikat-syarikat yang mana Para Pengarah mempunyai kepentingan.

	Kumpulan		Syarikat	
	2004 RM'000	2003 RM'000	2004 RM'000	2003 RM'000
Sewa hartanah dibayar oleh Ken Grouting Sdn. Bhd., anak syarikat, kepada Stresstek (M) Sdn. Bhd., sebuah syarikat yang mana Tan Boon Kang dan Lau Pek Kuan mempunyai kepentingan.	12	12	-	-

28. PERISTIWA-PERISTIWA PENTING SEPANJANG TAHUN

i) Pada September 2004, sebuah syarikat subsidiari, Ken Property Sdn. Bhd. memeterai perjanjian Pengabungan Pembangunan dengan Ken Link Sdn. Bhd. untuk membangunkan sebidang tanah di Mukim, Sungai Buloh, Daerah Petaling Jaya yang dimiliki oleh Ken Link Sdn. Bhd.

ii) Pada Oktober 2004, Ken Link Sdn. Bhd. memeterai perjanjian jual beli merangkumi enam (6) bidang tanah dengan nilai RM1,700,000.00. Pembelian tersebut selesai pada Januari 2005.

29. KOMITMEN

	Kumpulan	
	2004 RM'000	2003 RM'000
Komitmen modal		
Dikontrakkan tetapi belum diperuntukan dalam penyata kewangan - pembelian tanah (note 28 (ii))	1,530	-

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

30. INSTRUMEN KEWANGAN

Objektif dan polisi pengurusan risiko kewangan

Operasi Kumpulan tertakluk kepada risiko kewangan seperti matawang asing, kadar faedah, risiko kecairan dan kredit yang timbul di dalam urusan perniagaan biasa. Kumpulan beroperasi di dalam garis panduan jelas dengan objektif utama menguruskan pendedahan Kumpulan kepada risiko yang berkaitan dengan aktiviti perniagaan dan operasi kumpulan.

Satu rangka polisi pengurusan risiko telah diluluskan oleh Lembaga Pengarah untuk menguruskan operasi harian supaya dapat dikawal dan diuruskan risiko.

Bidang-bidang utama risiko kewangan yang dihadapi oleh Kumpulan ditunjukkan di bawah:-

Risiko matawang asing

Kumpulan mempunyai beberapa subsidiari luar negara, yang beroperasi di Hong Kong dimana hasil dan perbelanjaannya ditanggung dinominasikan dalam matawang asing.

Kumpulan mengekalkan lindung nilai semulajadi, di mana mungkin, melalui pinjaman dalam matawang negara di mana perniagaan tersebut terletak yang padan dengan aliran hasil yang akan dijana daripada pelaburannya.

Kumpulan meminimumkan pendedahan subsidiari beroperasi di luar negara terhadap risiko urusniaga dengan memadankan hasil matawang tempatan dengan kos matawang tempatan.

Risiko kadar faedah

Risiko kadar faedah Kumpulan yang penting adalah berhubung dengan aset yang mendatangkan faedah. Pelaburan dalam aset kewangan terutamanya bersifat jangka pendek dan kebanyakannya diletakkan dalam deposit tetap.

Kumpulan melalui sebuah subsidiari mempunyai kemudahan kredit jangka pendek daripada sebuah institusi kewangan. Kumpulan menguruskan liabiliti kewangan yang dikenakan faedah dengan pengurusan aliran tunai operasinya secara berhemat dan mengkaji semula portfolio hutangnya secara malar.

Risiko kecairan

Kumpulan menguruskan dan mengekalkan satu paras tunai dan setara tunai supaya dapat memastikan kesemua kehendak pendanaan dicapai. Sebagai sebahagian kepada pengurusan kecairan berhemat keseluruhannya, Kumpulan mengekalkan paras tunai yang mencukupi untuk memenuhi kehendak modal kerjanya di mana dana yang tidak digunakan diletakkan dalam deposit tetap dengan institusi-institusi kewangan yang diluluskan.

Risiko kredit

Pihak pengurusan mempunyai satu polisi kredit dan pendedahan kepada risiko kredit diawasi secara berterusan. Risiko kredit diminimumkan, diawasi dan hubungan Kumpulan dihadkan kepada rakan kongsi perniagaan yang mempunyai kepercayaan kredit yang baik.

Pendedahan maksimum kepada risiko kredit diwakili oleh jumlah dibawa setiap asset kewangan dalam penyata lembaran imbangan Kumpulan.

30. INSTRUMEN KEWANGAN (SAMB.)

Risiko kredit (samb.)

Pada tarikh lembaran inbangan, Kumpulan mempunyai satu penumpuan ketara risiko kredit dalam bentuk penerimaan dagangan daripada satu pelanggan yang mewakili RM14.4 juta di mana Kumpulan telah memperuntukkan hutang ragu sebanyak RM8.6 juta. Kumpulan mempunyai polisi kredit rasmi yang termasuk pemulihan kesemua hutang dagangannya, dan satu peruntukan hutang ragu telah dibuat dalam penyata-penyata kewangan untuk penghutang tersebut. Seperti yang dinyatakan dalam Nota 26.2 pada penyata-penyata kewangan, Para Pengarah, bedasarkan nasihat peguam-peguamnya, berpendapat bahawa subsidiari mempunyai satu tuntutan yang baik terhadap penghutang ini.

Nilai saksama

Jumlah dibawa aset dan liabiliti kewangan Kumpulan dan Syarikat adalah hampir bersamaan dengan nilai dibawanya.

31. PENGAMBILALIHAN SUBSIDIARI

Pada tahun 2003, Kumpulan melanggan kesemua saham dalam Aunyang Holdings Sdn. Bhd. untuk pertimbangan tunai sebanyak RM2.

Pada November 2003, Syarikat membeli kesemua saham dalam Ken Rimba Jaya Sdn. Bhd. dengan pertimbangan sebanyak RM14,170,000 yang diselesaikan secara tunai. Pengambilalihan tersebut diambilkira menggunakan kaedah pengambilalihan perakaunan. Subsidiari tersebut menyumbang kerugian bersih sebanyak RM36,000 dalam keuntungan bersih disatukan bagi tahun berakhir 31 Disember 2003.

Nilai saksama aset dan liabiliti dalam pengambilalihan Ken Rimba Jaya Sdn. Bhd. dan kesan aliran tunai adalah seperti berikut:

	Kumpulan 2003 RM'000
Aset semasa	25,002
Liabiliti semasa	(5,434)
Liabiliti jangka panjang	(5,058)
Aset bersih	14,510
Muhibah negatif	(201)
Pertimbangan pembelian	14,309
Tolak: Tunai subsidiari yang diambilalih	(2)
Pembayaran lain	(2,000)
Aliran keluar tunai bersih	12,307

Nota-nota Kepada Penyata-penyata Kewangan (samb.)

31. PENGAMBILALIHAN SUBSIDIARI (SAMB.)

Kesan pengambilalihan

Pengambilalihan Ken Rimba Jaya Sdn. Bhd. memberi kesan-kesan berikut kepada aset dan liabiliti Kumpulan pada 31 Disember 2003:

	2 bulan berakhir 31.12.2003 RM'000
Penyata pendapatan	
Hasil	-
Kos operasi	(36)
Kerugian sebelum cukai	(36)
Perbelanjaan cukai	-
Kerugian selepas cukai	(36)
Kurangan dalam keuntungan bersih Kumpulan pada akhir tahun kewangan	(36)

	31.12.2003 RM'000
Lembaran Imbangan	
Aset semasa	25,004
Liabiliti semasa	(5,472)
Liabiliti jangka panjang	(5,058)
Aset bersih yang diambilalih	14,474
Muhibah negatif	(201)
Tambahan dalam bahagian Kumpulan dalam aset bersih	14,273

32. ANGKA-ANGKA BANDINGAN

Angka-angka bandingan berikut telah dinyatakan semula untuk menunjukkan perubahan dalam dasar perakaunan seperti yang diterangkan dalam Nota 1.

	Seperti Dinyatakan semula RM'000	**Seperti dinyatakan sebelumnya RM'000**
Lembaran Imbangan		
Pada 31 Disember 2003		
Kos pembangunan hartanah	51,931	53,473
Inventori	4,533	5,844
Penerimaan dangangan dan penerimaan lain	23,073	20,220

Analysis Of Shareholdings As at 31 March 2005
Analisa Pemegang Saham Pada 31 Mac 2005

SHARE CAPITAL / *Modal Saham*

Authorised Share Capital *Modal Saham Dibenarkan*	:	RM100,000,000/-
Issued and fully paid-up capital *Modal diterbitkan dan dibayar penuh*	:	RM60,180,000/-
Class of Shares *Jenis Saham*	: :	Ordinary shares of RM1.00 each *Saham biasa berharga RM1.00 setiap satu*
Voting rights *Hak mengundi*	: :	1 vote per share *1 undi sesaham*

ANALYSIS BY SIZE OF SHAREHOLDINGS / *ANALISA SAIZ PEMEGANG SAHAM*

Size of Shareholdings ***Saiz Pemegang Saham***	**No. of Shareholders** ***Bil. Pemegang Saham***	**%**	**No. of Shares Held** ***Bil. Saham Dipegang***	**%**
Less than 100 shares	63	3.28	1,030	0.00
100 - 1,000 shares	202	10.52	172,730	0.29
1,001 - 10,000	1,411	73.45	5,431,200	9.02
10,001 - 100,000	218	11.35	5,620,600	9.34
100,001 to less than 5% of issued shares	23	1.20	9,608,486	15.97
5% and above of issued shares	4	0.20	39,345,954	65.38
Total	**1,921**	**100.00**	**60,180,000**	**100.00**

LIST OF THIRTY LARGEST SHAREHOLDERS /
SENARAI TIGA PULUH PEMEGANG SAHAM TERBESAR

	Name ***Nama***	**No. of Shares Held** ***Bil. Saham Dipegang***	**%**
1.	Kencana Bahagia Sdn. Bhd.	21,516,546	35.75
2.	Cimsec Nominees (Tempatan) Sdn. Bhd. *Pengurusan Danaharta Nasional Berhad* *For Budaya Dinamik Sdn. Bhd.*	7,064,000	11.74
3.	SJ Sec Nominees (Tempatan) Sdn. Bhd. *Budaya Dinamik Sdn. Bhd.*	7,060,408	11.73
4.	Tan Boon Kang	3,705,000	6.16
5.	Lau Chin Kok	1,565,000	2.60
6.	Employees Provident Fund Board	1,016,300	1.69
7.	M & A Nominee (Asing) Sdn. Bhd. *Pedigree Limited*	1,008,000	1.67
8.	Tan Boon Kang	809,000	1.34
9.	Yeoh Kean Hua	720,000	1.20
10.	Tan Moon Hwa	537,560	0.89
11.	Tan Boon Kang	499,000	0.83
12.	Poo Choo @ Ong Poo Choi	432,000	0.72
13.	Tan Foo See	403,326	0.67
14.	M & A Nominees (Tempatan) Sdn. Bhd. *Titan Express Sdn. Bhd.*	316,800	0.53
15.	Dato' Ng Tiong Seng @ Ng Ba	314,800	0.52
16.	Lau Chin Ka	276,040	0.46
17.	Low Siew Choong @ Liew Siew Meng	242,500	0.40
18.	Tan Bon Sin	205,000	0.34
19.	Wong Lai Kien	192,000	0.32
20.	Lim Hong Liang	191,160	0.32

Analysis Of Shareholdings As at 31 March 2005 (cont'd)
Analisa Pemegang Saham Pada 31 Mac 2005 (samb.)

	Name *Nama*	No. of Shares Held *Bil. Saham Dipegang*	%
21.	Tan Boon Kang	150,000	0.25
22.	Lim Hui Huat @ Lim Hooi Chang	140,000	0.23
23.	Yong Sing Her	137,000	0.23
24.	Ng Kie En	124,100	0.21
25.	Tan Hua Tong	111,900	0.19
26.	Ooi Wooi Hong	110,000	0.18
27.	Choo Yau Yan @ Choo Yaw Yan	107,000	0.18
28.	Tan Bak Fooi @ Tang Kiat	98,500	0.16
29.	Lin Ua Chonga	96,000	0.16
30.	Wong Seng Chan	96,000	0.16
	Total	**49,244,940**	**81.83**

SUBSTANTIAL SHAREHOLDERS (AS SHOWN IN THE REGISTER OF SUBSTANTIAL SHAREHOLDERS)
PEMEGANG SAHAM TERBESAR (SEPERTI YANG DITUNJUKKAN DALAM SAFTAR PEMEGANG SAHAM TERBESAR)

		No. of Ordinary shares of RM1.00 Each *Bil. Saham Biasa Berharga RM1.00 Setiap Satu*			
	Name of Substantial Shareholders *Nama Pemegang Saham Terbesar*	Direct *Secara Langsung*	%	Indirect *Secara Tidak Langsung*	%
1)	Tan Boon Kang	5,163,000	8.58	21,555,546	35.82
2)	Lau Pek Kuan	39,000	0.06	26,679,546	44.33
3)	Anton Syazi bin Ahmad Sebi	0	0.00	14,124,408	23.47
4)	Aryati Sasya binti Ahmad Sebi	0	0.00	14,124,408	23.47
5)	Budaya Dinamik Sdn. Bhd.	14,124,408	23.47	-	-
6)	Kencana Bahagia Sdn. Bhd.	21,516,546	35.75	-	-

STATEMENT OF DIRECTORS' SHAREHOLDINGS / *KETERANGAN PEMEGANG SAHAM PARA PENGARAH*

		No. of Ordinary Shares of RM1.00 Each *Bil. Saham Biasa Berharga RM1.00 Setiap Satu*	
	Directors' Name / *Nama Para Pengarah* The Company / *Syarikat*	Direct *Secara Langsung*	Indirect *Secara Tidak Langsung*
1)	Dato' Ahmad Badri bin Mohamed Basir	-	-
2)	Tan Boon Kang	5,163,000	21,555,546
3)	Lau Pek Kuan	39,000	26,679,546
4)	Dato' Raja Haji Ahmad Zainuddin bin Raja Haji Omar	-	-
5)	Tan Moon Hwa	537,560	-
6)	Tang Kam Chee	10,000	-
7)	Loo Pak Soon	-	-
8)	Sha Thiam Fook	-	-

By virtue of their interest in the Company, Mr. Tan Boon Kang and Madam Lau Pek Kuan are also deemed to be interested in the shares in all subsidiaries to the extent that the Company has an interest.

Di atas asas kepentingan mereka dalam Syarikat, Encik Tan Boon Kang dan Cik Lau Pek Kuan dianggap mempunyai kepentingan dalam saham-saham syarikat subsidiari setakat mana Syarikat mempunyai kepentingan.

List Of Properties As at 31 December 2004
Senarai Hartanah *Pada 31 Disember 2004*

The properties of the Group as at 31 December 2004 are as follows :
Hartanah Kumpulan pada 31 Disember 2004 adalah seperti berikut:

Location *Lokasi*	Description/ usage *Keterangan/ kegunaan*	Tenure/ year of expiry *Tempoh Pemegangan/ tahun tamat*	Age of property/ building *Usia hartanah/ bangunan*	Land/ Built-up area *Tanah/ keluasan yang dibangunkan*	Net book value (RM) *Nilai buku bersih (RM)*	Year of valuation/ acquisition *Tahun dinilaikan/ diperolehi*
HSD : 10305-312, 314, 317-322, 324-334, 485-492 (PT 0011128-135, 137, 140-145, 147-157, 308-315) Mukim of Bentong State of Pahang Darul Makmur	34 lots of vacant Bungalow lots	Freehold	-	14.44 acres	1,800,000	2003
HSD : 10305-312, 314, 317-322, 324-334, 485-492 (PT 0011128-135, 137, 140-145, 147-157, 308-315) Mukim Bentong Negeri Pahang Darul Makmur	*34 lot Bungalow kosong*	*Milik Bebas*	-	*14.44 ekar*	*1,800,000*	*2003*
PM 269, Lot No. 13555 Mukim of Sungai Buloh District of Petaling State of Selangor Darul Ehsan	A parcel of land occupied as store	Leasehold/ February 1, 2079	74 years Unexpired Lease	47,006 sq ft	1,668,776	2003
PM 269, Lot No. 13555 Mukim Sungai Buloh Daerah Petaling Negeri Selangor Darul Ehsan	*Sebidang tanah yang digunakan sebagai stor*	*Pajakan/ 1 Februari, 2079*	*74 tahun Tempoh Tamat*	*47,006 k.p.*	*1,668,776*	*2003*
GM 184 Lot 20198 Seksyen 39 Mukim of Sungai Buloh District of Petaling State of Selangor Darul Ehsan	A parcel of under development land	Freehold	-	2 acres	2,148,204	2003
GM 184 Lot 20198 Seksyen 39 Mukim Sungai Buloh Daerah Petaling Negeri Selangor Darul Ehsan	*Sebidang tanah untuk pembangunan*	*Milik Bebas*	-	*2 ekar*	*2,148,204*	*2003*

List Of Properties As at 31 December 2004 (cont'd)
Senarai Hartanah *Pada 31 Disember 2004 (samb.)*

Location ***Lokasi***	**Description/ usage** ***Keterangan/ kegunaan***	**Tenure/ year of expiry** ***Tempoh Pemegangan/ tahun tamat***	**Age of property/ building** ***Usia hartanah/ bangunan***	**Land/ Built-up area** ***Tanah/ keluasan yang dibangunkan***	**Net book value (RM)** ***Nilai buku bersih (RM)***	**Year of valuation/ acquisition** ***Tahun dinilaikan/ diperolehi***
Mukim 270, Lot No. 13559 Locality of Kampung Sungai Kayu Ara Mukim of Sungai Buloh District of Petaling State of Selangor Darul Ehsan	A parcel of land occupied as store	Leasehold/ February 1, 2079	74 years Unexpired Lease	36,909 sq ft	1,424,051	2000*
Mukim 270, Lot No. 13559 *Kawasan Kampung* *Sungai Kayu Ara* *Mukim Sungai Buloh* *Daerah Petaling* *Negeri Selangor Darul Ehsan*	*Sebidang tanah yang digunakan sebagai stor*	*Pajakan/ 1 Februari, 2079*	*74 tahun Tempoh Tamat*	*36,909 k.p.*	*1,424,051*	*2000**
Lot 29504, H.S.(0) 4926 Mukim & District of Kuala Lumpur State of Wilayah Persekutuan Postal address: 6, Jalan Datuk Sulaiman Taman Tun Dr. Ismail 60000 Kuala Lumpur	one unit of three-storey terrace shophouse/ occupied as corporate office	Freehold	24 years (Building)	1,875 sq ft	1,458,000	2000*
Lot 29504, H.S.(0) 4926 *Mukim Daerah* *Kuala Lumpur* *Negeri Wilayah Persekutuan* *Alamat:* *6, Jalan Datuk Sulaiman* *Taman Tun Dr. Ismail* *60000 Kuala Lumpur*	*Seunit rumah-kedai terrace tiga tingkat/ diguna sebagai pejabat korporat*	*Milik Bebas*	*24 tahun (Bangunan)*	*1,875 k.p.*	*1,458,000*	*2000**
Lot 205 Summervilla Condominium, Wangsa Baiduri, Subang Jaya Petaling Jaya, Selangor Held under title P.M. No.22 Lot 14785, Mukim Damansara District of Petaling State of Selangor Darul Ehsan	1 unit of condominium	Leasehold/ Jan 16, 2089	85 years unexpired lease	1890 sq ft	345,000	2001
Lot 205 *Summervilla Condominium,* *Wangsa Baiduri, Subang Jaya* *Petaling Jaya, Selangor* *Di bawah pegangan dokumen* *sah P.M. No.22* *Lot 14785, Mukim Damansara* *Daerah Petaling* *Negeri Selangor Darul Ehsan*	*1 unit kondominium*	*Pajakan/ 16 Jan, 2089*	*85 tahun tempoh tamat*	*1890 k.p.*	*345,000*	*2001*

List Of Properties As at 31 December 2004 (cont'd)
Senarai Hartanah *Pada 31 Disember 2004 (samb.)*

Location *Lokasi*	Description/ usage *Keterangan/ kegunaan*	Tenure/ year of expiry *Tempoh Pemegangan/ tahun tamat*	Age of property/ building *Usia hartanah/ bangunan*	Land/ Built-up area *Tanah/ keluasan yang dibangunkan*	Net book value (RM) *Nilai buku bersih (RM)*	Year of valuation/ acquisition *Tahun dinilaikan/ diperolehi*
Lot 405 Summervilla Condominium, Wangsa Baiduri, Subang Jaya Petaling Jaya, Selangor Held under title P.M. No.22 Lot 14785, Mukim Damansara District of Petaling State of Selangor Darul Ehsan	1 unit of condominium	Leasehold/ Jan 16, 2089	85 years unexpired lease	1890 sq ft	345,000	2001
Lot 405 Summervilla Condominium, Wangsa Baiduri, Subang Jaya Petaling Jaya, Selangor Di bawah pegangan dokumen sah P.M. No.22 Lot 14785, Mukim Damansara Daerah Petaling Negeri Selangor Darul Ehsan	*1 unit kondominium*	*Pajakan/ 16 Jan, 2089*	*85 tahun tempoh tamat*	*1890 k.p.*	*345,000*	*2001*
Lot A1-G-01 to A1-G-10 and A8-G-01 to A8-G-04 Rumah Pangsa Kampung Aman Satu, Jalan SK6/1 Taman Bukit Serdang, Seksyen 4&5, 43300 Selangor State of Selangor Darul Ehsan	14 units of Groundfloor Shoplots	Leasehold/ May 1, 2098	4 Years (Building)	9,100 sq ft	1,579,200	2002
Lot A1-G-01 to A1-G-10 dan A8-G-01 kepada A8-G-04 Rumah Pangsa Kampung Aman Satu, Jalan SK6/1 Taman Bukit Serdang, Seksyen 4&5, 43300 Selangor Negeri Selangor Darul Ehsan	*14 unit lot kedai*	*Pajakan/ 1 May, 2098*	*4 Tahun (Bangunan)*	*9,100 k.p.*	*1,579,200*	*2002*
A-3A-1, A-3A-2, A-3A-3, A-3A-3A, A-3A-7, B-3A-5, C-3A-2, C-3A-3, C-3A-6 Ken Damansara Kondominium No. 217 Jalan SS2/72 47400 Petaling Jaya State of Selangor Darul Ehsan	9 units of retail commercial lots	Freehold	2 Years	16,247 sq ft	893,400	2003
A-3A-1, A-3A-2, A-3A-3, A-3A-3A, A-3A-7, B-3A-5, C-3A-2, C-3A-3, C-3A-6 Ken Damansara Kondominium No. 217 Jalan SS2/72 47400 Petaling Jaya Negeri Selangor Darul Ehsan	*9 unit lot runcit komersial*	*Milik Bebas*	*2 Tahun*	*16,247 k.p.*	*893,400*	*2003*

List Of Properties As at 31 December 2004 (cont'd)

Senarai Hartanah *Pada 31 Disember 2004 (samb.)*

Location *Lokasi*	Description/ usage *Keterangan/ kegunaan*	Tenure/ year of expiry *Tempoh Pemegangan/ tahun tamat*	Age of property/ building *Usia hartanah/ bangunan*	Land/ Built-up area *Tanah/ keluasan yang dibangunkan*	Net book value (RM) *Nilai buku bersih (RM)*	Year of valuation/ acquisition *Tahun dinilaikan/ diperolehi*
Lot 22722 (formerly known as lot 1257) Mukim of Sungai Buloh District of Petaling State of Selangor Darul Ehsan	A parcel of under development land approved for residential development	Freehold	-	Approximately 2 acres	12,451,882	1996
Lot 22722 (dahulu dikenali sebagai lot 1257) *Mukim Sungai Buloh* *Daerah Petaling* *Negeri Selangor Darul Ehsan*	*Sebidang tanah yang sedang dibangunkan diluluskan untuk pembangunan perumahan*	*milik Bebas*	-	*Sekitar 2 ekar*	*12,451,882*	*1996*
Land located at Pekan Serdang Tambahan and District of Petaling State of Selangor Darul Ehasan held under	Land under development	Leasehold/ May 1, 2098	93 years unexpired lease			
PT45863				8.53 acres	8,536,108	2002*
PT45864				5.54 acres	3,108,541	2000*
PT45865				3.85 acres	3,855,595	2002*
Tanah terletak di Pekan Serdang Tambahan *dan Daerah Petaling* *Negeri Selangor Darul Ehasan* *di bawah pegangan*	*Tanah yang sedang dibangunkan*	*Pajakan/ 1 May, 2098*	*93 tahun tempoh tamat*			
PT45863				*8.53 ekar*	*8,536,108*	*2002**
PT45864				*5.54 ekar*	*3,108,541*	*2000**
PT45865				*3.85 ekar*	*3,855,595*	*2002**
Lot No 1927 Mukim and District of Petaling Negeri Selangor Darul Ehsan	A parcel of under development land	Freehold	-	Approximately 1.75 acres	313,238	2002
Lot No 1927 Mukim dan Daerah Petaling *Negeri Selangor Darul Ehsan*	*Sebidang tanah yang sedang dibangunkan*	*Milik Bebas*	-	*Sekitar 1.75 ekar*	*313,238*	*2002*
GM 43019 Lot No 37448 and GM 1849 Lot No 17494 Mukim of Kapar District of Klang State of Selangor Darul Ehsan	Two parcels of land for residential development	Freehold	-	Approximately 69.18 acres	25,000,000	2003
GM 43019 *Lot No 37448 dan* *GM 1849* *Lot No 17494* *Mukim Kapar* *Daerah Klang* *Negeri Selangor Darul Ehsan*	*Dua bidang tanah untuk pembangunan perumahan/ komersil*	*Milik Bebas*	-	*Sekitar 69.18 ekar*	*25,000,000*	*2003*

* Note: Valuation undertaken in Financial Years ending 31 December 2000 and 31 December 2002.
** Nota: Penilaian dibuat pada Tahun-tahun Kewangan berakhir 31 Disember 2000 dan 31 Disember 2002.*

PROXY FORM

I/We...
(FULL NAME IN BLOCK LETTERS)

of ....……...
(ADDRESS)

being a member(s) of KEN HOLDINGS BERHAD hereby appoint...

....
(FULL NAME)

of ....
(ADDRESS)

or failing him/her ....
(FULL NAME)

of ....
(ADDRESS)

or failing him/her, the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the TWENTY-FIRST ANNUAL GENERAL MEETING of the Company, to be held at the Tournament Room, Kuala Lumpur Golf & Country Club, 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur on Thursday, 19 May 2005, at 10.00 a.m. and at any adjournment thereof.
(*Strike out whichever is not desired)

My/Our proxy is to vote as indicated below:

NO.	RESOLUTIONS	FOR	AGAINST
1)	Adoption of Audited Financial Statements and Reports		
2)	Declaration of First and Final Dividend		
3)	Approval of Directors' fee		
4)	Re-election of Mr. Tan Boon Kang as Director		
5)	Re-election of Mr. Tan Moon Hwa as Director		
6)	Re-election of Mr. Dato' Ahmad Badri bin Mohamed Basir as Director		
7)	Re-appointment of Messrs. KPMG as Auditors		
8)	Ordinary Resolution 1 - Authority to issue shares pursuant to Section 132D of the Companies Act, 1965		
9)	Ordinary Resolution 2 - Authority to issue shares pursuant to the Employees' Share Option Scheme		

Please indicate with an "X" in the spaces provided how you wish your vote to be cast. If no instruction as to voting is given, the Proxy will vote or abstain from voting at his discretion.

Dated this .... day of 2005

No. of Shares Held:	

……………………………………
Signature

Notes:-
1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote instead of him/her. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
3. In the case of a corporate body, the proxy appointed must be in accordance with the Memorandum and Articles of Association, and the instrument appointing a proxy shall be given under the Company's Common Seal or under the hand of an officer or attorney duly authorised.
4. The Form of Proxy must be deposited at the Company's Registered Office at No. 6, Jalan Datuk Sulaiman, Taman Tun Dr. Ismail, 60000 Kuala Lumpur not less than 48 hours before the time set for the meeting or any adjournment thereof.

Fold here

Stamp

KEN HOLDINGS BERHAD
6, Jalan Datuk Sulaiman
Taman Tun Dr. Ismail
60000 Kuala Lumpur
Malaysia

Fold here

KEN HOLDINGS BHD

BORANG PROKSI

Saya/Kami...
(NAMA PENUH DALAM HURUF BESAR)

dari...……...
(ALAMAT)

adalah ahli/ahli-ahli KEN HOLDINGS BERHAD dengan ini melantik..

....
(NAMA PENUH)

dari..
(ALAMAT)

atau jika beliau tidak dapat hadir,...
(NAMA PENUH)

dari..
(ALAMAT)

atau jika beliau tidak dapat hadir, Pengerusi Syarikat sebagai proksi *saya/kami untuk mengundi mewakili *saya/kami dan bagi pihak *saya/kami di MESYUARAT AGUNG TAHUNAN KEDUA PULUH SATU Syarikat, yang akan berlangsung di Tournament Room, Kuala Lumpur Golf & Country Club, 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur pada hari Khamis, 19 Mei 2005, pada jam 10.00 pagi dan mana-mana mesyuarat ditangguhkan.
(*Batalkan mana-mana yang tidak berkenaan)

Proksi saya/kami akan mengundi seperti mana dinyata di bawah:

NO.	R E S O LUSI	SOKONG	TOLAK
1)	Penerimaan Penyata Kewangan Teraudit dan Laporan		
2)	Pengistyiharan Dividen Pertama dan Akhir		
3)	Kelulusan yuran Pengarah		
4)	Pemilihan semula Encik Tan Boon Kang sebagai Pengarah		
5)	Pemilihan semula Encik Tan Moon Hwa sebagai Pengarah		
6)	Pemilihan semula Dato' Ahmad Badri bin Mohamed Basir sebagai Pengarah		
7)	Perlantikan Tetuan KPMG sebagai Juruaudit		
8)	Resolusi Biasa 1 – Kuasa untuk menerbitkan saham menurut Seksyen 132D Akta Syarikat, 1965		
9)	Resolusi Biasa 2 – Kuasa untuk menerbitkan saham menurut Skim Opsyen Saham Kakitangan		

Sila tandakan "X" di dalam ruang yang disediakan untuk menunjukkan bagaimana anda ingin undi anda dibuang. Jika tiada arahan tentang pengundian diberi, Proksi akan mengundi atau tidak mengundi mengikut budi bicaranya.

Bertarikh .... haribulan 2005

Jumlah saham dimiliki	

……………………………………
Tandatangan

Nota-nota:-

1. *Seorang ahli Syarikat berhak untuk hadir dan mengundi dalam mesyuarat ini adalah untuk melantik seorang proksi atau proksi-proksi untuk hadir dan mengundi bagi pihaknya. Seorang proksi tidak semestinya ahli Syarikat dan peruntukan Seksyen 149(1)(b) Akta Syarikat, 1965 tidak dipakai terhadap Syarikat.*
2. *Jika ahli melantik lebih satu (1) proksi, perlantikan berkenaan adalah tidak sah melainkan dia menyatakan kadar pegangan sahamnya yang akan diwakili oleh setiap proksi.*
3. *Jikalau melibatkan badan korporat, proksi tersebut yang dilantik mestilah selaras dengan Memorandum dan Artikel Persatuan, dan suratcara melantik proksi mestilah dimeterai dengan meterai rasminya atau ditandatangani oleh pegawai atau wakil yang diberi kuasa.*
4. *Borang Proksi tersebut mesti diserahkan ke Pejabat Berdaftar Syarikat di No. 6, Jalan Datuk Sulaiman, Taman Tun Dr. Ismail, 60000 Kuala Lumpur tidak kurang daripada 48 jam sebelum masa yang ditetapkan untuk mesyuarat tersebut dan sebarang penangguhannya.*

Lipat di sini

Stem

KEN HOLDINGS BERHAD
6, Jalan Datuk Sulaiman
Taman Tun Dr. Ismail
60000 Kuala Lumpur
Malaysia

Lipat di sini