

ANNUAL REPORT 2004
LAPORAN TAHUNAN 2004



KANDUNGAN

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Ringkasan Kewangan Kumpulan Group Financial Summary



	2000	2001	2002	2003	2004
LEMBARAN IMBANGAN YANG DISATUKAN Pada 31 Disember (RM'000) CONSOLIDATED BALANCE SHEET As At 31 December (RM'000)					
Modal Dan Rizab / Capital And Reserves					
Modal Saham / Share Capital	56,000	61,600	62,619	64,190	65,089
Rizab Tidak Diagihkan / Non-Distributable Reserves	134,048	127,951	100,685	102,157	103,223
Keuntungan Berkumpul / Retained Earnings	139,645	141,040	153,490	173,495	204,721
Dana Pemegang Saham / Shareholders' Equity	329,693	330,591	316,794	339,842	373,033
Keputusan Minoriti / Minority Interest	17,106	25,201	24,457	26,265	27,041
	346,799	355,792	341,251	366,107	400,074
Aset Bukan Semasa / Non Current Assets					
Hartanah, Loji dan Peralatan / Property, Plant and Equipment	313,140	272,480	269,123	265,940	312,821
Syarikat Bersekutu / Associates	31,908	34,343	39,502	46,491	54,039
Pelaburan Tak Tersiarharga / Unquoted Investments	1,170	2,299	2,299	2,299	2,299
Stok Pembiak / Breeding Stocks	469	939	919	760	513
Muhbah Daripada Penyatuan / Goodwill On Consolidation	114	-	-	-	-
	346,801	310,061	311,843	315,490	369,672
Aset Semasa / Current Assets	56,890	68,708	83,648	114,616	85,766
Liabiliti Semasa / Current Liabilities	33,579	19,592	11,016	16,903	5,106
Aset Semasa Bersih / Net Current Assets	23,311	49,116	72,632	97,713	80,660
Liabiliti Bukan Semasa / Non-Current Liabilities					
Peruntukan Perbelanjaan Penanaman Semula / Provision For Replanting Reserve	23,313	-	-	-	-
Cukai Tertunda / Deferred Taxation	-	-	40,859	45,751	50,258
Pinjaman / Borrowings	-	3,385	2,365	1,345	-
	23,313	3,385	43,224	47,096	50,258
	346,799	355,792	341,251	366,107	400,074

	2000	2001	2002	2003	2004
PENYATA PENDAPATAN YANG DISATUKAN Pada 31 Disember (RM'000) CONSOLIDATED INCOME STATEMENT As At 31 December (RM'000)					
Jualan / Sales	41,625	41,242	57,903	70,994	80,412
Keuntungan Sebelum Cukai / Profit Before Taxation	13,617	12,625	32,633	49,244	63,088
Keuntungan Selepas Cukai / Profit After Taxation	9,793	7,857	23,682	33,066	44,135
Keputusan Minoriti / Minority Interest	241	(999)	(1,883)	(1,807)	(3,463)
Keuntungan Bersih Bagi Tahun / Net Profit For The Year	10,034	6,858	21,799	31,259	40,672

	2000	2001	2002	2003	2004
TUMPUAN Pada 31 Disember HIGHLIGHTS As At 31 December					
Pendapatan Sesaham (sen) / Earning Per Share (sen)	17.92	11.13	35.24	49.16	62.99
Aset Ketara Bersih Sesaham (RM) / Net Tangible Assets Per Share (RM)	5.89	5.37	5.06	5.29	5.73
Nisbah Semasa / Current Ratio	1.69	3.51	7.59	6.78	16.80
Keuntungan Sebelum Cukai Sebagai Peratus Jualan (%) Pre-Tax Profit As a Percentage of Sales (%)	32.71	30.61	56.36	69.36	78.46
Keuntungan Sebelum Cukai Sebagai Peratus Dana Pemegang Saham (%) Pre-Tax Profit As a Percentage of Shareholders' Equity (%)	4.13	3.81	10.30	14.49	16.91

Nota / Note:

Angka-angka perbandingan untuk tahun 2001 dan 2000 tidak dipinda berdasarkan kepada peraturan baru Piawaian-Piawaian MASB. The comparative figures for year 2001 and 2000 have not been adjusted in accordance to the new MASB Standards.



Notis Mesyuarat Agung Tahunan

DENGAN INI DIBERITAHU BAHAWA Mesyuarat Agung Tahunan pemegang-pemegang saham yang ke 31 FAR EAST HOLDINGS BERHAD ("Syarikat") akan diadakan di Bilik Meranti, Hyatt Regency, Kuantan, Pahang Darul Makmur pada hari Rabu 22 Jun 2005 jam 10.00 pagi.

AGENDA

A: Urusan Biasa

1. Menerima dan menimbang Akaun bagi tahun kewangan berakhir 31 Disember 2004 berserta Laporan Pengarah dan Juruaudit mengenainya. (Resolusi 1)

2. Meluluskan pembayaran dividen akhir sebanyak 12.5 sen sesaham tolak 28% cukai pendapatan dan dividen khas 7.5 sen dikecualikan cukai bagi tahun kewangan berakhir 31 Disember 2004, seperti yang disyorkan oleh Lembaga Pengarah. (Resolusi 2)

3. Untuk memilih semula Pengarah-Pengarah berikut yang bersara menurut Artikel 97 Tataurusan Syarikat. Oleh kerana layak telah menawarkan diri untuk dilantik semula :-
 - i. YH Dato' Kamaruddin bin Mohammed (Resolusi 3)
 - ii. Mr Tee Cheng Hua (Resolusi 4)
 - iii. Mr Ng Say Pin (Resolusi 5)

4. Untuk memilih semula Pengarah berikut yang bersara menurut Artikel 102 Tataurusan Syarikat. Oleh kerana layak telah menawarkan diri untuk dilantik semula :-
 - i. En Tee Lip Hian (Resolusi 6)

5. Meluluskan pembayaran ganjaran Pengarah-Pengarah bagi tahun kewangan berakhir 31 Disember 2004. (Resolusi 7)

6. Melantik semula Tetuan Ash'ariCheong, sebagai Juruaudit Syarikat dan memberi kuasa kepada Lembaga Pengarah untuk menetapkan bayaran mereka. (Resolusi 8)

B: Sebagai Urusan Khas

Bagi tujuan mempertimbangkan dan jika difikirkan wajar meluluskan resolusi berikut sebagai resolusi biasa:-

7. Cadangan Pembaharuan Mandat Pemegang-Pemegang Saham berkenaan Transaksi Berulang dengan Pihak Berkaitan yang bersifat Pendapatan.

"Bahawa mandat yang diberikan oleh pemegang-pemegang saham Syarikat pada 21 Jun 2004 tertakluk kepada perenggan 10.09 Syarat-Syarat Penyenaraian Bursa Malaysia Securities Berhad, memberikuasa kepada Syarikat untuk menyertai transaksi berulang yang bersifat pendapatan seperti yang dinyatakan di perenggan 2.1 Pekeliling kepada pemegang saham yang bertarikh 31 Mei 2005 (Pekeliling) dengan pihak yang berkaitan yang menyatakan di mana perlu untuk operasi seharian Syarikat, dengan ini diperbaharui.

Dengan ini Syarikat diberikuasa untuk menyertai transaksi berulang dengan pihak berkaitan yang disebutkan tertakluk:

- a. transaksi tersebut dibuat dalam urusan biasa perniagaan dan terma biasa yang tidak memberi keutamaan kepada pihak berkaitan melainkan apa yang ada pada pihak tidak berkaitan dan tidak menyentuh hak pemegang saham minoriti Syarikat; dan
- b. pernyataan berkenaan mengikut nilai agregat yang dilakukan bagi sesuatu tahun kewangan termasuk jenis transaksi berulang dengan pihak berkaitan yang bersifat pendapatan, nama pihak berkaitan yang terlibat didalam setiap jenis transaksi berulang dengan pihak berkaitan yang bersifat pendapatan dan hubungan dengan syarikat yang dinyatakan di dalam Laporan Tahunan untuk tahun kewangan berikutnya.



Lembaga Pengarah memohon kelulusan pemegang-pemegang saham untuk memperbaharui Cadangan Mandat Tahunan Pemegang-Pemegang Saham tertakluk kepada penilaian yang memuaskan oleh Jawatankuasa Audit yang menunjukkan aplikasi berterusan kepada pihak yang berminat dengan transaksi tersebut. Dengan ini, jika diluluskan pada Mesyuarat Agung ini, kelulusan itu akan berterusan sehingga:

- a. penamatan Mesyuarat Agung akan datang selepas Mesyuarat Agung yang ke 31 di mana Cadangan Memperbaharui Mandat diluluskan, dengan ini ia dibatalkan, melainkan resolusi diluluskan di Mesyuarat Agung Tahunan, kuasa ini diperbaharui;
- b. penamatan tempoh di mana Mesyuarat Agung Tahunan yang akan datang perlu diadakan sejajar dengan Seksyen 143(1) Akta (tetapi tidak dilanjutkan ke suatu tempoh yang mungkin dibenarkan sejajar Seksyen 143(2) Akta); atau
- c. dibatalkan atau diubah melalui resolusi yang diluluskan pada Mesyuarat Agung Tahunan atau Mesyuarat Agung Luarbiasa, mana-mana yang terdahulu.

Dengan ini Lembaga Pengarah Syarikat diberikuasa untuk menyiapkan dan mengambil tindakan sewajarnya di atas Cadangan Memperbaharui Mandat Transaksi Berulang dengan Pihak Berkaitan ."
(Resolusi 9)

8. Untuk melaksanakan lain-lain urusan biasa perniagaan yang mana notis sewajarnya telahpun diberikan.

KELAYAKAN DAN PEMBAYARAN DIVIDEN

DENGAN INI DIBERITAHU BAHAWA dividen akhir sebanyak 12.5 sen sesaham tolak 28% cukai pendapatan dan dividen khas 7.5 sen dikecualikan cukai bagi tahun kewangan berakhir 31 Disember 2004, jika diluluskan oleh pemegang saham di Mesyuarat Agung Tahunan, akan dibayar pada 18 Julai 2005 kepada para pemegang saham yang nama-nama mereka terdapat di dalam Rekod Pendeposit Syarikat semasa tutup perniagaan pada 4 Julai 2005.

Seorang pendeposit adalah layak untuk menerima dividen hanya berhubung dengan;

- a) Saham-saham yang dipindahmilik kepada Akaun Sekuriti Pendeposit sebelum jam 4.00 petang pada 4 Julai 2005 berkenaan pemindahan; dan
- b) Saham-saham yang dibeli di Bursa selaras dengan kelayakan asas tertakluk kepada syarat-syarat Bursa.

Dengan Perintah Lembaga Pengarah
ASMIN BINTI YAHYA (MIA 10161)
NOOR ANISAH BINTI SABARUDIN (LS 0008153)
Setiausaha-Setiausaha Syarikat
Kuantan, Pahang
31 Mei 2005

NOTA

1. Seorang ahli yang berhak menghadiri dan mengundi dalam mesyuarat ini adalah berhak melantik proksi atau proksi-proksi untuk hadir dan mengundi bagi pihaknya. Proksi tidak semestinya seorang ahli syarikat.
2. Jika yang melantik sebuah perbadanan borang proksi mestilah dimeteri dengan cop mohor atau ditandatangani oleh peguam atau pegawai perbadanan tersebut.
3. Borang proksi ini mestilah diserahkan kepada Pendaftar Saham (Symphony Share Registrars Sdn Bhd yang dahulu dikenali Malaysian Share Registration Services Sdn Bhd, Level 26, Menara Multi Purpose, Capital Square, No 8, Jalan Munshi Abdullah, 50100 Kuala Lumpur) tidak lewat daripada empat puluh lapan jam (48) sebelum masa yang ditetapkan untuk mengadakan mesyuarat .
4. Maklumat berkaitan Lembaga Pengarah yang bersara menawarkan diri untuk perlantikan semula pada Mesyuarat Agung Tahunan ini dibentang dalam Laporan ini di mukasurat 6.
5. Catatan Penjelasan Bagi Urusan Khas [Transaksi Berulang Dengan Pihak Berkaitan]
 Untuk maklumat lanjut, sila rujuk Pekeliling kepada Pemegang Saham bertarikh 31 Mei 2005 yang diedarkan bersama Laporan Tahunan Syarikat untuk tahun kewangan berakhir 31 Disember 2004.



Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 31st Annual General Meeting of FAR EAST HOLDINGS BERHAD ("the Company") will be held at Meranti Room, Hyatt Regency, Kuantan, Pahang Darul Makmur on Wednesday, 22 June 2005 at 10.00 a.m. to transact the following businesses:-

AGENDA

A: Ordinary Business

1. To receive and adopt the Audited Financial Statement for the financial year ended 31 December 2004 together with the Directors and Auditors' Reports thereon. (Resolution 1)
2. To approve the payment of a final dividend of 12.5 sen less 28% Malaysian Income Tax and special dividend of 7.5 sen tax exempt per share for the financial year ended 31 December 2004 as recommended by Directors. (Resolution 2)
3. To re-elect the following Directors who retire pursuant to Article 97 of the Company's Articles of Association and being eligible offer themselves for re-election:-
 - i. YH Dato' Kamaruddin bin Mohammed (Resolution 3)
 - ii. Mr. Tee Cheng Hua (Resolution 4)
 - iii. Mr. Ng Say Pin (Resolution 5)
4. To re-elect the following Director who retires pursuant to Article 102 of the Company's Articles of Association and being eligible offer himself for re-election:
 - i. Mr Tee Lip Hian (Resolution 6)
5. To approve the payment of Directors' fees for the financial year ended 31 December 2004. (Resolution 7)
6. To re-appoint Messrs Ash'ariCheong as auditors and to authorise the Directors to fix their remuneration. (Resolution 8)

B: As Special Business

To consider and, if thought fit, to pass the following resolution as ordinary resolution:-

7. Proposed Renewal of Shareholders' Mandate In Respect of Recurrent Related Party Transactions of a Revenue or Trading Nature.

"That the mandate granted by the shareholders of the Company on 21 June 2004 pursuant to paragraph 10.09 of the Listing Requirements of the Bursa Malaysia Securities Berhad, authorising the Company to enter into recurrent transactions of a revenue nature as set in paragraph 2.1 of the Circular to Shareholders dated 31 May 2004 ("Circular") with the related parties mentioned therein which are necessary for the Company's day to day operations, be and is hereby renewed.

That the Company is hereby authorised to enter into the recurrent transactions with the related parties mentioned therein provided that:

- a. the transactions are in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company; and
- b. a disclosure of the aggregate value of the transactions conducted during a financial year including the type of the recurrent related party transactions of a revenue nature made, the names of the related parties involved in each type of the recurrent related party transactions of a revenue nature made and their relationship with the Company will be disclosed in the Annual Report for the said financial year.

Notice Of Annual General Meeting



The Board will seek shareholders' approval for the renewal of the proposed Shareholders' Mandate annually subject to satisfactory review by the Audit Committee of its continued application to the interested parties' transactions. In this respect, if approved at the forthcoming AGM, such approval shall continue to be in force until:

- a. the conclusion of the next AGM of the Company following the forthcoming 31st AGM at which such Proposed Renewal of Shareholders' Mandate is passed, at which time it will lapse, unless by a resolution passed at an AGM, the authority is renewed;
- b. the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 143(1) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or
- c. revoked or varied by resolution passed by the shareholders in an AGM or EGM, whichever is earlier.

That the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Renewal of the Recurrent Related Party Transactions Mandate." **(Resolution 9)**

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

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT a final dividend of 12.5 sen per share less 28% Malaysian Income Tax and special dividend of 7.5 sen tax exempt per share for the financial year ended 31 December 2004 if approved by the shareholders at the Annual General Meeting will be paid on 18 July 2005 to the shareholders whose names appear in the Record of Depositors of the Company at the close of business on 4 July 2005.

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

- a) Shares transferred into the Depositor's Securities Account before 4.00 p.m. on 4 July 2005 in respect of transfers; and
- b) Shares bought on the Exchange on a cum-entitlement basis according to the rules of the Exchange.

By Order of the Board

ASMIN BINTI YAHYA (MIA 10161)

NOOR ANISAH BINTI SABARUDIN (LS 0008153)

Company Secretaries

Kuantan, Pahang

31 May, 2005.

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 in his stead. A proxy need not be a member of the Company.
2. Where the appointment is executed by a corporation it must be either under seal or under the hand of any attorney or officer duly authorised.
3. The instrument appointing the proxy must be deposited at the Share Registrars Office (Symphony Share Registrars Sdn Bhd formerly known as Malaysian Share Registration Services Sdn Bhd, Level 26, Menara Multi Purpose, Capital Square, No 8, Jalan Munshi Abdullah, 50100 Kuala Lumpur) at least forty eight (48) hours before the time appointed for holding the meeting.
4. Detail information of the Directors who seek re-election at this forthcoming Annual General Meeting is presented on page 6.
5. Explanatory Notes on Special Business [Recurrent Related Party Transactions]
For further information, please refer to the Circular to Shareholders' dated 31 May 2005 accompanying the Company's Annual Report for the financial year ended 31 December 2004.



Penyata Mengiringi Notis Mesyuarat Agung Tahunan

Tertakluk Kepada Perenggan 8.28(2) Syarat-Syarat Penyenaraian Bursa Malaysia Securities Berhad

Statement Accompanying Notice Of Annual General Meeting

Pursuant To Paragraph 8.28(2) Of The Listing Requirements Of Bursa Malaysia Securities Berhad

Nama-nama para pengarah yang menawarkan diri untuk perlantikan semula:

Names of individuals who are standing for re-election:

- i) **YH Dato' Kamaruddin bin Mohammed**
(Non Independent Non Executive Director)
Age 57, Malaysian
- ii) **Mr. Tee Cheng Hua**
(Non Independent Executive Director)
Age 51, Malaysian
- iii) **Mr. Ng Say Pin**
(Independent Non Executive Director)
Age 52, Malaysian
- iv) **Mr. Tee Lip Hian**
(Non Independent Non Executive Director)
Age 32, Malaysian

Menurut Tatacara dan Tataurusan Syarikat, mereka yang tersebut di atas bersara pada Mesyuarat Agung Tahunan ke 31 dan, kerana layak menawarkan diri untuk dilantik semula.

In accordance of the Company's Articles of Association, all the above retire at the forthcoming 31st Annual General Meeting and being eligible offer themselves for reelection.

Maklumat terperinci YH Dato' Kamaruddin bin Mohammed, Mr. Tee Cheng Hua, Mr. Ng Say Pin dan Mr. Tee Lip Hian ada dinyatakan di Profil Pengarah pada mukasurat 10, 14, 16 dan 18. Pegangan saham di dalam syarikat dinyatakan di mukasurat 110.

The detail of YH Dato' Kamaruddin bin Mohammed, Mr. Tee Cheng Hua, Mr. Ng Say Pin and Mr. Tee Lip Hian are disclosed under the Board of Directors' Profile on page 10, 14, 16 and 18. The shareholdings of these Directors in the company are disclosed on page 110.

Tempat, tarikh dan masa Mesyuarat Agung Tahunan ke 31

Place, date and time of the 31st Annual General Meeting

Mesyuarat Agung Tahunan yang ke 31 Syarikat akan diadakan di Bilik Meranti, Hyatt Regency, Kuantan, Pahang Darul Makmur pada hari Rabu, 22 Jun 2005 jam 10.00 pagi.

The 31st Annual General Meeting of the Company will be held at Meranti Room, Hyatt Regency, Kuantan, Pahang Darul Makmur on Wednesday, 22 June 2005 at 10.00 a.m.

Maklumat-maklumat tentang kehadiran Lembaga Pengarah Details of attendance of Directors at Board Meetings



Sebanyak tujuh (7) kali Mesyuarat Lembaga Pengarah telah diadakan bagi tahun kewangan berakhir 31 Disember 2004. Maklumat kehadiran Lembaga Pengarah adalah seperti berikut :-

A total of seven (7) Board Meetings were held during the financial year ended 31 December 2004. Details of attendance of Directors at the Board Meeting are as follows:-

Nama / Name	Kehadiran / Attendance	Lantikan / Appointment
YH Dato' Kamaruddin bin Mohammed	7/7	16/08/2002
YH Dato' Haji Lias bin Mohd Noor	5/7	14/01/2002
Mr Tee Kim Tee @ Tee Ching Tee	7/7	16/08/2002
En Nowawi bin Abdul Rahman	7/7	16/08/2002
Mr Tee Cheng Hua	7/7	16/08/2002
Tuan Dr. Haji Amad @ Ahmad bin Aman	7/7	16/08/2002
Mr Ng Say Pin	7/7	23/08/2002
Puan Sharina Bahrin	7/7	15/01/2004
Mr Tee Lip Hian	2/7	09/09/2004

Tarikh, Masa dan Tempat Mesyuarat
Date, Time and Place of the Board Meetings

MESYUARAT TYPE OF MEETING	TARIKH DATE	WAKTU TIME	TEMPAT PLACE
Board of Directors Meeting (1/2004)	15.01.2004	10.30 a.m	Meeting Room, Far East Holdings Berhad, 1101, Block C, Kelana Business Centre, No 97 Jalan SS7/2, 47301 Petaling Jaya, Selangor
Board of Directors Meeting (2/2004)	26.2.2004	10.00 a.m	Meeting Room, Far East Holdings Berhad, 1101, Block C, Kelana Business Centre, No 97 Jalan SS7/2, 47301 Petaling Jaya, Selangor
Board of Directors Meeting (3/2004)	23.4.2004	2.30 p.m	Meeting Room, Far East Holdings Berhad, 1101, Block C, Kelana Business Centre, No 97 Jalan SS7/2, 47301 Petaling Jaya, Selangor
Board of Directors Meeting (4/2004)	12.8.2004	10.30 a.m	Meeting Room, Far East Holdings Berhad, 1101, Block C, Kelana Business Centre, No 97 Jalan SS7/2, 47301 Petaling Jaya, Selangor
Board of Directors Meeting (5/2004)	6.10.2004	9.30 a.m	Meeting Room, Far East Holdings Berhad, Tingkat 8, Kompleks Teruntum, Jalan Mahkota, 25000 Kuantan, Pahang Darul Makmur
Board of Directors Meeting (6/2004)	8.11.2004	11.30 a.m	Meeting Room, Far East Holdings Berhad, 1101, Block C, Kelana Business Centre, No 97 Jalan SS7/2, 47301 Petaling Jaya, Selangor
Board of Directors Meeting (7/2004)	14.12.2004	2.30 p.m	Meeting Room, Far East Holdings Berhad, Tingkat 8, Kompleks Teruntum, Jalan Mahkota, 25000 Kuantan, Pahang Darul Makmur



Maklumat Korporat Corporate Information

Lembaga Pengarah Board of Directors

1. **YH Dato Kamaruddin Bin Mohammed**
Pengerusi *Chairman*
Pengarah Tidak Bebas Bukan Eksekutif
Non-Independent Non-Executive Director
2. **YH Dato' Haji Lias Bin Mohd Noor**
Pengarah Tidak Bebas Bukan Eksekutif
Non-Independent Non-Executive Director
3. **Mr Tee Kim Tee @ Tee Ching Tee**
Pengarah Tidak Bebas Bukan Eksekutif
Non-Independent Non-Executive Director
4. **En Nowawi Bin Abdul Rahman**
Pengarah Tidak Bebas Eksekutif
Non-Independent Executive Director
5. **Mr Tee Cheng Hua**
Pengarah Tidak Bebas Eksekutif
Non-Independent Executive Director
6. **Tuan Dr. Haji Amad @ Ahmad Bin Aman**
Pengarah Bebas Bukan Eksekutif
Independent Non-Executive Director
7. **Mr Ng Say Pin**
Pengarah Bebas Bukan Eksekutif
Independent Non-Executive Director
8. **Puan Sharina Bahrin**
Pengarah Bebas Bukan Eksekutif
Independent Non-Executive Director
9. **Mr Tee Lip Hian**
Pengarah Tidak Bebas Bukan Eksekutif
Non-Independent Non-Executive Director

SETIAUSAHA-SETIAUSAHA SECRETARIES

Puan Asmin Binti Yahya
MIA10161
Puan Noor Anisah Binti Sabarudin
LS0008153

ALAMAT BERDAFTAR REGISTERED ADDRESS

Suite 5 & 6, Tingkat 8,
Kompleks Teruntum,
Jalan Mahkota, 25000 Kuantan,
Pahang Darul Makmur.
Tel: 09-514 1936 / 948 / 339
Faks: 09-513 6211
Laman Web: www.fehb.com.my
E-mail: fareh@po.jaring.my
SIRIM QAS ISO 9002 Certificate
Registration: AR1789

PENDAFTAR SAHAM SHARE REGISTRAR

Symphony Share Registrars Sdn Bhd
(formerly known as Malaysian Share Registration Services Sdn Bhd)
Level 26,
Menara Multi Purpose,
Capital Square, No 8,
Jalan Munshi Abdullah,
50100 Kuala Lumpur.
Tel: 03-2721 2222
Faks: 03-2721 2530/2721 2531

JURUBANK UTAMA MAJOR BANKERS

Bank Bumiputra-Commerce Berhad
67-69 Jalan Telok Sisek,
25000 Kuantan,
Pahang Darul Makmur.

Bank Bumiputra-Commerce Berhad
Lot G-1, Kompleks Teruntum,
Jalan Mahkota 25000 Kuantan,
Pahang Darul Makmur.

Bank Islam (Malaysia) Berhad
Lot 145, Jalan Telok Sisek
P.O. Box 396, 25740 Kuantan,
Pahang Darul Makmur

SUBSIDIARI-SUBSIDIARI SUBSIDIARIES

B.S. Oil Palm Plantations Sdn. Bhd.
Dawn Oil Palm Plantations Sdn. Bhd.
Kampong Aur Oil Palm Company (Sdn.) Berhad
Madah Perkasa Sdn. Bhd.
Gem-Asia Sdn. Bhd.
Far East Delima Plantations Sdn. Bhd.

SYARIKAT SEKUTU ASSOCIATES

Kilang Kosfarm Sdn. Bhd.
Prosper Palm Oil Mill Sdn. Bhd.
Business & Budget Hotels (Kuantan) Sdn. Bhd.



YH Dato' Kamaruddin Bin Mohammed
Pengerusi Chairman
Pengaruh Tidak Bebas Bukan Eksekutif
Non-Independent Non-Executive Director



Mr Tee Kim Tee @ Tee Ching Tee
Pengaruh Tidak Bebas Bukan Eksekutif
Non-Independent Non-Executive Director



YH Dato' Haji Lias Bin Mohd Noor
Pengaruh Tidak Bebas Bukan Eksekutif
Non-Independent Non-Executive Director



En Nowawi Bin Abdul Rahman
Pengaruh Tidak Bebas Eksekutif
Non-Independent Executive Director



Mr Tee Cheng Hua
Pengaruh Tidak Bebas Eksekutif
Non-Independent Executive Director



Puan Sharina Bahrin
Pengaruh Bebas Bukan Eksekutif
Independent Non-Executive Director



Mr Ng Say Pin
Pengaruh Bebas Bukan Eksekutif
Independent Non-Executive Director



**Tuan Dr. Haji Amad @ Ahmad
Bin Aman**
Pengaruh Bebas Bukan Eksekutif
Independent Non-Executive Director



Mr Tee Lip Hian
Pengaruh Tidak Bebas Bukan Eksekutif
Non-Independent Non-Executive Director



Profil Pengarah Director's Profile

YH DATO' KAMARUDDIN BIN MOHAMMED

Umur Age	: 57
Tarikh Perantikan Appointment Date	: 16 Ogos 2002 : 16 August 2002
Jawatan Position	: Pengerusi (Pengarah Tidak Bebas Bukan Eksekutif) : Chairman (Non-Independent Non-Executive Director)
Kelayakan	: Berkelulusan dalam jurusan Kajian Perniagaan (Business Studies) dari Maktab MARA (UiTM) pada tahun 1969. Kemudian mengikuti kursus professional dalam bidang Analisis Pelaburan di Securities Institute of Australia, Sydney, Australia pada tahun 1972. Kini seorang Ahli Fellow, The Securities Institute of Australia sejak tahun 1983. Pada tahun 1981, mengikuti kursus Pengurusan di Asian Institute of Management, Manila, Filipina.
Qualification	: A graduate of Business Studies from MARA College (UiTM) in 1969. Later, pursued a professional course in Investment Analysis at the Securities Institute of Australia, Sydney, Australia in 1972. He was made a Fellow Member of The Securities Institute of Australia in 1983. In 1981, pursued a Management course at the Asian Institute of Management, Manila, Philippines.
Pengalaman dan Jawatan	: Mula berkhidmat dengan Amanah Saham MARA Berhad pada bulan Julai 1969 sebagai Pegawai Pemasaran. Pada bulan Januari 1971 dilantik sebagai Pegawai Eksekutif, Pasaran Saham Bumiputra. Pada bulan Oktober 1973 dilantik sebagai Pengurus kepada syarikat subsidiari Amanah Saham MARA Berhad yang mengendalikan pelaburan dalam Pengurusan Portfolio. Pada tahun 1976 dilantik sebagai Ketua Perancangan dan Penyelidikan Amanah Saham MARA Berhad dan kemudian dilantik menjadi Pengurus dalam subsidiari Amanah Saham MARA Berhad yang mengendalikan produk-produk saham amanah. Mulai tahun 1979, mengetuai beberapa lagi Bahagian dalam Kumpulan Amanah Saham MARA Berhad termasuk Bahagian Kredit, Pemasaran dan Perkhidmatan Pendaftaran. Pada bulan Ogos 1981 dilantik sebagai Ketua Bahagian Pelaburan termasuk Pasaran Kewangan. Dilantik sebagai Ketua Pegawai Eksekutif Amanah Saham MARA Berhad pada bulan Januari 1990 dan seterusnya sebagai Pengarah Eksekutif pada bulan Januari 1992. Pada bulan Disember 1995 dilantik sebagai Pengarah Urusan Kumpulan, Amanah Saham MARA Berhad. Kini tumpuan bidang tugas termasuk Pengurusan Pelaburan dan Penasihat Korporat (Corporate Advisory).
Working Experience	: Started his career with Amanah Saham MARA Berhad in July 1969 as a Marketing Officer. In January 1971, he was appointed as the Executive Officer, Bumiputra Stock Exchange. In October 1973, was appointed as Manager of Amanah Saham MARA Berhad's subsidiary company handling investments and Portfolio Management. In 1976 he was appointed as the Head of Planning and Research at Amanah Saham MARA Berhad and was later appointed as Manager of another subsidiary of Amanah Saham MARA Berhad dealing in unit trust products. Since 1979, has headed several Divisions in the Amanah Saham MARA Berhad Group including the Credit, Marketing and Registration Services Divisions. In August 1981 he was appointed as the Head of the Investment Division including the Financial Markets. He was appointed as the Chief Executive Officer of Amanah Saham MARA Berhad in 1990 and was later appointed as the Executive Director in January 1992. In the month of December 1995 he was promoted to the position of Group Managing Director, Amanah Saham MARA Berhad. His current focus are in the areas of Investment Management and Corporate Advisory.
Lembaga pengarah syarikat awam Other directorship of public companies	: Amanah Saham MARA Berhad, ASM MARA Unit Trust Management Berhad, Amanah Saham Pahang Berhad, Pascorp Paper Industries Berhad, YTL Cement Berhad

Profil Pengarah Director's Profile



YH DATO' HAJI LIAS BIN MOHD NOOR

Umur Age	:	54
Tarikh Perantikan Appointment Date	:	14 Januari 2002 14 January 2002
Jawatan Position	:	Pengarah (Pengarah Tidak Bebas Bukan Eksekutif) Director (Non-Independent Non-Executive Director)
Kelayakan	:	Graduan Universiti Kebangsaan Malaysia (B.A. Hons/Econ). Pada 1993, beliau menghadiri Stanford Executive Programme di Stanford University, USA dan pada tahun 2000, mendapat MBA daripada Universiti Kebangsaan Malaysia.
Qualification	:	He is a graduate of Universiti Kebangsaan Malaysia (B.A Hons/Econ). In 1993, he attended the Stanford Executive Programme at Stanford University, USA and later in year 2000 earned an MBA from Universiti Kebangsaan Malaysia.
Pengalaman dan Jawatan	:	Beliau dilantik sebagai Ketua Eksekutif Perbadanan Kemajuan Negeri Pahang pada 1 Januari 2003. Sebelum itu, beliau telah memegang beberapa jawatan didalam Perbadanan Kemajuan Negeri Pahang.
Working Experience	:	He was appointed as the Chief Executive of Pahang State Development Corporation on 1 January 2003. Prior to being promoted as the Chief Executive of Pahang State Development Corporation Berhad, he held various post at the Pahang's state agency.
Lembaga pengarah syarikat awam Other directorship of public companies	:	Astana Golf Resort Berhad, Pasdec Holdings Berhad, Pascorp Paper Industries Berhad



Profil Pengarah Director's Profile

MR TEE KIM TEE @ TEE CHING TEE

Umur Age : 57

Tarikh Perlantikan : 16 Ogos 2002
Appointment Date : 16 August 2002

Jawatan : Pengarah (Pengarah Tidak Bebas Bukan Eksekutif)
Position : Director (Non-Independent Non-Executive Director)

Pengalaman dan Jawatan : Seorang ahli perniagaan yang mempunyai banyak pengalaman dan kemahiran dalam bidang perladangan. Beliau memulakan kerjaya 34 tahun lalu sebagai seorang kontraktor estet dan peniaga buah tandan segar.

Pada tahun 1978, beliau berkecimpung di dalam perniagaan mengilang minyak kelapa sawit sebagai pemilik dan pengendali operasi. Beliau turut melibatkan diri di dalam bidang penapisan kelapa sawit melalui kepentingannya sebagai salah seorang penapis di Kuantan.

Sekarang beliau adalah ahli Lembaga Pengarah bagi beberapa syarikat sendirian berhad yang terlibat dalam industri kelapa sawit.

Working Experience : A businessman possessing vast experience and expertise in the plantation industry. He started his career 34 years ago as an estate contractor and fresh fruit bunches dealer.

In 1978, he was involved in palm oil milling business both as an owner and operator. He was also involved in palm oil refinery business through his part ownership of a refinery in Kuantan.

Currently, he sits on the Board of a number of private limited companies involving in oil palm industry.

Lembaga pengarah syarikat awam : Tiada Nil
Other directorship of public companies

Profil Pengarah Director's Profile



EN NOWAWI BIN ABDUL RAHMAN

Umur Age	:	50
Tarikh Perlantikan Appointment Date	:	16 Ogos 2002 16 August 2002
Jawatan Position	:	Pengarah Eksekutif, Operasi (Pengarah Tidak Bebas Eksekutif) Executive Director, Operations (Non-Independent Executive Director)
Kelayakan	:	Sarjana Sains dalam Sains Pengurusan dari Cranfield University, England. Sarjana Muda Sains Perniagaantani, Universiti Putra Malaysia.
Qualification	:	Master of Science in Management Science, Cranfield University, England. Bachelor of Science in Agribusiness, University Putra Malaysia.
Pengalaman dan Jawatan	:	Berkhidmat di Far East Holdings Berhad semenjak 1995. Pada 1997 beliau telah dilantik sebagai Pengurus Besar dan meneruskan kerjayanya sebagai Pengarah Eksekutif, Operasi. Kerjaya lepas merangkumi sebagai Pegawai Pelaburan Perbadanan Kemajuan Negeri Pahang, Pensyarah Universiti Islam Antarabangsa dalam bidang Pengurusan Operasi, Sains Pengurusan dan Pengurusan Kewangan, dan Pengurus Pelaburan Yayasan Pahang. Telah menghadiri beberapa kursus pengurusan, antaranya di Asian Institute of Management, Manila, Filipina.
Working Experience	:	He Has been with Far East Holdings Berhad since 1995. In 1997 he was appointed as the General Manager and later resumed the post of Executive Director, Operations. Previous post include Perbadanan Kemajuan Negeri Pahang's Investment Officer, International Islamic University Lecturer in Operations Management, Managerial Science and Financial Management, and Investment Manager of Yayasan Pahang. Has attended several management courses, including at the Asian Institute of Management, Manila, Philippines.
Lembaga pengarah syarikat awam Other directorship of public companies	:	Tiada Nil



Profil Pengarah Director's Profile

MR TEE CHENG HUA

Umur Age	: 51
Tarikh Perlantikan Appointment Date	: 16 Ogos 2002 : 16 August 2002
Jawatan Position	: Pengarah Eksekutif, Estet Dan Perladangan (Pengarah Tidak Bebas Eksekutif) : Executive Director, Estates and Plantations (Non-Independent Executive Director)
Kelayakan Qualification	: Sarjana Kejuruteraan Mekanikal daripada Universiti Teknologi Malaysia. : Bachelor of Mechanical Engineering from University Technology Malaysia.
Pengalaman dan Jawatan	: Beliau memulakan kerjaya sebagai Jurutera bersama Highlands and Lowlands Bhd. Kemudian bersama Kulim (M) Bhd. sebagai Pengurus Kilang /Jurutera. Sekarang beliau adalah Pengarah Eksekutif Kumpulan Syarikat Prosper.
Working Experience	: He started his career as an Engineer with Highlands and Lowlands Bhd. Subsequently he was attached to Kulim (M) Bhd. as Mill Manager/Engineer. He is currently the Executive Director of Prosper Group of Companies.
Lembaga pengarah syarikat awam Other directorship of public companies	: Tiada Nil



TUAN DR HAJI AMAD @ AHMAD BIN AMAN

Umur Age	: 59
Tarikh Perlantikan Appointment Date	: 16 Ogos 2002 : 16 August 2002
Jawatan Position	: Pengarah (Pengarah Bebas Bukan Eksekutif) : Director (Independent Non-Executive Director)
Kelayakan	: Diploma Pertanian, Kolej Pertanian, Malaysia B.Sc. Sains Haiwan, Louisiana State University, USA M.Sc Genetik dan Pembiakan Haiwan, University of Arkansas, USA PhD. Genetik dan Pembiakan Haiwan, University of Arkansas, USA
Qualification	: Diploma of Agriculture, College of Agriculture, Malaysia B.Sc Animal Science, Louisiana State University, USA M.Sc Animal Breeding and Genetics, University of Arkansas, USA PhD Animal Breeding and Genetics, University of Arkansas, USA
Pengalaman dan Jawatan	: Sebaik menamatkan pengajian pada tahun 1979, beliau memulakan khidmatnya di MARDI sebagai Pegawai Penyelidik. Seterusnya dilantik sebagai Ketua Pusat Penyelidikan MARDI, Bukit Ridan, Pahang menguruskan 2000 ekar tanah pertanian. Akhirnya beliau telah dilantik untuk mengetuai MARDI negeri Pahang. Beliau juga pernah dilantik sebagai Pegawai Penyelidik Kanan Institut Penyelidikan dan Pembangunan Pertanian Malaysia (MARDI) Pusat Kluang, Johor. Beliau juga pernah dilantik sebagai Fellow Pelawat (Fulbright Malaysian American Fellowship Program), Cornell University, USA. Berpengalaman menguruskan aktiviti pertanian pelbagai disiplin dalam persekitaran kontang semasa bertugas sebagai Pengarah Stesyen Percubaan Pertanian, University Sultan Qaboos, Kesultanan Oman. Kini beliau merupakan Pakar runding di RAH Corporation khusus memberi khidmat nasihat dalam ternakan dan tanaman bersepadu dan juga Pengarah di Green Lion Group Corporation mengendalikan pembangunan dan pengurusan ternakan dan tanaman bersepadu. Beliau sekarang adalah Penolong Profesor di Universiti Islam Antarabangsa Malaysia sejak 2003
Working Experience	: Upon completing his study in 1979, he joined MARDI as Research Officer. Later he was appointed as Head of MARDI Research Centre, Bukit Ridan, Pahang managing 2000 acres agricultural land. Finally he was appointed as Head of MARDI state of Pahang. He also held a position as Senior Research Officer at Malaysian Agriculture Research and Development Institute (MARDI) Centre Kluang, Johor. He was also a Visiting Fellow (Fulbright Malaysian American Fellowship Program) Cornell University, USA. Experienced in managing multi-disciplinary agricultural activities in arid environment during his attachment as Director, Agriculture Experiment Station, Sultan Qaboos University, Sultanate of Oman. Presently he is a Consultant at RAH Corporation which managed and giving advise on integrated farming [livestock and crops]. He is also a Director of Green Lion Group Corporation dealing with development and management of integrated farming. At present he is an Assistant Professor at International Islamic University Malaysia since 2003
Lembaga pengarah syarikat awam Other directorship of public companies	: Tiada Nil



Profil Pengarah

Director's Profile

MR NG SAY PIN

Umur Age	: 52
Tarikh Perlantikan Appointment Date	: 23 Ogos 2002 : 23 August 2002
Jawatan Position	: Pengarah (Pengarah Bebas Bukan Eksekutif) : Director (Independent Non-Executive Director)
Kelayakan	: Sarjana Muda Kejuruteraan Mekanikal daripada Universiti Teknologi Malaysia. Sarjana Kejuruteraan daripada Universiti of Florida, USA. Diploma Lulusan Ijazah Pentadbiran Perniagaan daripada Swansea Institute of Higher Education, Wales, UK. Jurutera Profesional yang berdaftar dengan Lembaga Jurutera Malaysia.
Qualification	: Bachelor of Mechanical Engineering from University Technology Malaysia. Master of Engineering from University of Florida, USA. Postgraduate Diploma in Business Administration from Swansea Institute of Higher Education, Wales, UK. Professional Engineer registered with the Board of Engineers Malaysia.
Pengalaman dan Jawatan	: Pada 1977, beliau menyertai Jabatan Perikanan Malaysia sebagai Jurutera. Setelah berkhidmat selama lebih 19 tahun, beliau bersara awal pada 1996.
Working Experience	: In 1977, he joined Department of Fisheries, Malaysia as an Engineer. After serving the Department of Fisheries for more than 19 years, he took optional retirement in 1996.
Lembaga pengarah syarikat awam Other directorship of public companies	: Tiada Nil



PUAN SHARINA BAHRIN

Umur Age	: 39
Tarikh Perlantikan Appointment Date	: 15 Januari 2004 : 15 January 2004
Jawatan Position	: Pengarah (Pengarah Bebas Bukan Eksekutif) : Director (Independent Non-Executive Director)
Kelayakan	: Beliau adalah ahli kepada Institute of Chartered Accountants, Australia semenjak tahun 1991. Beliau adalah graduan Sarjana Perakaunan dan Sarjana Muda Perdagangan (Kewangan) daripada Universiti of Western Australia. Beliau juga ahli kepada Malaysian Institute of Certified Public Accountants.
Qualification	: She is a member of the Institute of Chartered Accountants in Australia since 1991. She graduated with Master of Accounting and Bachelor of Commerce with Honours in Finance from the University of Western Australia. She is also a member of the Malaysian Institute of Certified Public Accountants.
Pengalaman dan Jawatan	: Beliau memiliki pengalaman lebih 16 tahun di dalam Kewangan Korporat dan Penasihat Perniagaan di Malaysia dan Australia. Sebelum bertugas di Aftaas Consulting Sdn Bhd, beliau berkhidmat selama beberapa tahun di PricewaterhouseCoopers di bahagian Kewangan Korporat dan Pemulihan sebagai Pengarah Sekutu. Beliau berkhidmat beberapa tahun di PETRONAS sebagai Pengurus Akaun, Pengurus Kewangan projek usahasama dan juga Eksekutif Kanan Kewangan Korporat Kumpulan. Beliau juga pernah menjadi ahli Pasukan Strategi Korporat PETRONAS memfokus kepada globalisasi. Semasa di Australia, Sharina memberi khidmat nasihat perniagaan serta penyediaan akaun dan percukaian untuk beberapa syarikat dalam pelbagai industri.
Working Experience	: She has over 16 years experience in corporate finance and business advisory in Malaysia and Australia. Prior to joining Aftaas Consulting Sdn Bhd, she spent several years in PricewaterhouseCoopers' Corporate Finance and Recovery as an Associate Director. She spent several years in PETRONAS as holdings company Accounts Manager, Finance Manager of a joint-venture project and as a group corporate finance senior executive. She was also a member of the PETRONAS corporate strategy team focusing on globalisation. In Australia, Sharina provided business advisory services as well as preparing accounts and tax returns of entities in the various industries.
Lembaga pengarah syarikat awam Other directorship of public companies	: Tiada Nil



Profil Pengarah Director's Profile

MR TEE LIP HIAN

Umur Age	: 32
Tarikh Perantikan Appointment Date	: 9 September 2004
Jawatan Position	: Pengarah (Pengarah Tidak Bebas Bukan Eksekutif) Director (Non Independent Non-Executive Director)
Kelayakan	: Beliau merupakan siswazah Curtin University of Technology , Australia didalam jurusan Pentadbiran Perniagaan.
Qualification	: He is a graduate of Curtin University of Technology, Australia with a Bachelor of Business Administration.
Pengalaman dan Jawatan	: Sejak menamatkan ijazahnya pada tahun 1998, beliau berkhidmat di Kumpulan Syarikat-syarikat Prosper sebagai Eksekutif Pentadbiran dan Pemasaran. Kini beliau merupakan Pengarah Eksekutif Ria Gemilang Sdn Bhd bertanggungjawab didalam operasi perladangan dan perkilangan.
Working Experience	: Upon his graduation in 1998, he joined Prosper Group of Companies as an Administrative/ Marketing Executive. He is currently the Executive Director of Ria Gemilang Sdn Bhd in charge of the Company's plantation and milling operations.
Lembaga pengarah syarikat awam Other directorship of public companies	: Tiada Nil



TIDAK SEORANG PENGARAH PUN YANG :-

- Mempunyai kaitan persaudaraan dengan mana-mana Pengarah dan/atau pemegang saham utama, melainkan En Tee Kim Tee @ Tee Ching Tee dan En Tee Cheng Hua yang bersaudara dan En Tee Lip Hian adalah anak kepada En Tee Kim Tee @ Tee Ching Tee.
- Mempunyai percanggahan kepentingan dengan Far East Holdings Berhad (FEHB), melainkan En Tee Kim Tee @ Tee Ching Tee, En Tee Cheng Hua dan En Tee Lip Hian yang merupakan wakil Prosper Trading Sdn. Bhd. YH Dato' Kamaruddin bin Mohammed dan YH Dato' Haji Lias bin Mohd Noor merupakan wakil Perbadanan Kemajuan Negeri Pahang. En Nowawi bin Abdul Rahman merupakan wakil Lembaga Kemajuan Perusahaan Pertanian Pahang.
- Memegang saham pada 31 Disember 2004 di dalam Far East Holdings Berhad (FEHB), melainkan En Tee Kim Tee @ Tee Ching Tee, En Tee Cheng Hua, En Tee Lip Hian, YH Dato' Haji Lias bin Mohd Noor dan En Nowawi bin Abdul Rahman, seperti dinyatakan di mukasurat 40.
- Terbabit dengan mana-mana kesalahan undang-undang bagi tempoh 10 tahun yang lepas, melainkan jika ada, kesalahan ordinan trafik.

Kesemua Lembaga Pengarah adalah Warganegara Malaysia.

NONE OF THE DIRECTORS HAS :-

- Any family relationship with any Director and/or major shareholders of Far East Holdings Berhad(FEHB), save and except for Mr Tee Kim Tee @ Tee Ching Tee and Mr Tee Cheng Hua who are brothers and Mr Tee Lip Hian is a son of Mr Tee Kim Tee @ Tee Ching Tee.
- Any conflict of interest with Far East Holdings Berhad (FEHB), except by virtue of Mr Tee Kim Tee @ Tee Ching Tee, Mr Tee Cheng Hua and Mr Tee Lip Hian being representatives of Prosper Trading Sdn. Bhd. YH Dato' Kamaruddin bin Mohammed and YH Dato' Haji Lias bin Mohd Noor being nominees of Pahang State Development Corporation. En Nowawi bin Abdul Rahman is a nominee of Lembaga Kemajuan Perusahaan Pertanian Pahang.
- Held any share in Far East Holdings Berhad (FEHB) as at 31 December 2004, save and except for Mr Tee Kim Tee @ Tee Ching Tee, Mr Tee Cheng Hua, Mr Tee Lip Hian, YH Dato' Haji Lias bin Mohd Noor and En Nowawi bin Abdul Rahman, as stated on page 76.
- Any conviction for offence within the past 10 years, other than traffic offences, if any.

All of the Directors are Malaysian.