

Lembaga Pengarah/Board of Directors

Jeneral (B) Tan Sri Dato' Mohd Ghazali bin Haji Che Mat*
(Pengerusi/Chairman)
Syed Faisal Albar bin Syed A. R Albar
(Ketua Pegawai Eksekutif/Chief Executive Officer)
Dato' Kalimullah bin Masheerul Hassan
(Ketua Pengarang Kumpulan/Group Editor-in-Chief)
Dato' Zolkipli bin Abdul*
Shivadas a/l P K Raman*
Abdul Rahman bin Ahmad**
Shahril Ridza bin Ridzuan**
Dato' Dr. Mohd Shahari bin Ahmad Jabar*

* Pengarah-pengarah Bebas Bukan Eksekutif/
Independent Non-Executive Directors

** Pengarah-pengarah Bukan Bebas Bukan Eksekutif/
Non-Independent Non-Executive Directors

Setiausaha-setiausaha Syarikat/Company Secretaries

Kamarudin bin Baba
Yuslizal bin Monek

Jawatankuasa Audit/Audit Committee

Dato' Zolkipli bin Abdul (Pengerusi/Chairman)
Syed Faisal Albar bin Syed A. R Albar
Shivadas a/l P K Raman

Pejabat Berdaftar/Registered Office

Balai Berita
31 Jalan Riong
59100 Kuala Lumpur
MALAYSIA
Tel: 03-2282 3131
Faks: 03-2282 1428
Website: www.emedia.com.my

Pendaftar Saham/Share Registrar

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

Juruaudit/Auditors

PricewaterhouseCoopers
11th Floor, Wisma Sime Darby
Jalan Raja Laut
P.O. Box 10192
50706 Kuala Lumpur
MALAYSIA
Tel: 03-2693 1077
Faks: 03-2693 0997

Peguam-peguam/Solicitors

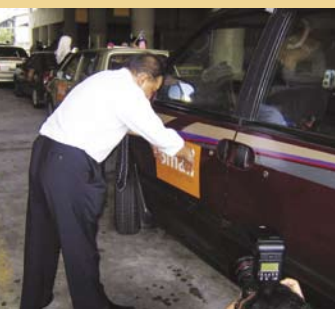
Shearn Delamore & Co
Shahrizat Rashid & Lee
TH Liew & Partners

Bank-bank/Bankers

Bumiputra-Commerce Bank Berhad
Malayan Banking Berhad

Penyenaraian/Listing

Bursa Malaysia Securities Berhad
(Disenaraikan pada 4 April 1973/
Listed on 4 April 1973)



August 30, 2004

Group Editor-in-Chief
pasting the
'Big or Small' sticker

Pengurusan Kanan/ Senior Management

Syed Faisal Albar bin Syed A. R Albar
Ketua Pegawai Eksekutif/*Chief Executive Officer*

Dato' Kalimullah bin Masheerul Hassan
Ketua Pengarang Kumpulan/*Group Editor-in-Chief*

Dato' Hishamuddin bin Aun
Timbalan Ketua Pengarang Kumpulan/
Pengarang Kumpulan Berita Harian Sdn Berhad
Deputy Group Editor-in-Chief/Group Editor Berita Harian Sdn Berhad

Salehuddin bin Othman
Pengarang Kumpulan New Straits Times Sdn Berhad/
Group Editor New Straits Times Sdn Berhad

Tun Ibrahim bin Mohd Jafri
Pengarah Pengeluaran/*Production Director*

Jezilee bin Mohamad Ramli
Ketua Pegawai Kewangan/Pengarah Kewangan
Chief Financial Officer/Finance Director

Kamarudin bin Baba
Pengarah Undang-undang/Setiausaha Syarikat
Legal Director/Company Secretary

Wee Teck Kee
Pengarah Pengedaran/*Circulation Director*

Abdul Wahab bin Mohamad
Pengarah Sumber Manusia/*Human Capital Director*

Mimi Megawati binti Abdul Wahid
Pengarah Penjualan Iklan & Pemasaran/
Advertising Sales & Marketing Director

Musni bin Mohamad
Pengarah Urusan/*Managing Director*
The Right Channel Sdn Bhd

Akram bin Haji Mohamed
Pengurus Besar Teknologi Maklumat/
General Manager Information Technology



August 30, 2004
The 'Big or Small' Sticker Contest motivated staff to put up stickers on their vehicle



Our signage at the Bukit Nanas Monorail Station's platform

APPOINTMENTS

SATURDAY, APRIL 30, 2005 • Tel: 03-2282 3888 • Fax: 03-2284 9050 • www.mstappointments.com NEW STRAITS TIMES

2 Operational risk fundamentals 4 New career development specialties 11 In quandary over lucrative job offer

Compiled by CompuTimes and NCIIS Research & Information Services

Coping with increased work responsibilities

Q & A
Do you have any questions regarding your job? Are there any aspects of human resource management that you like to know about?

The Manager:
Research of Information Services Department, The New Straits Times (Newspaper Division), 101, Cross Street, Singapore 054101. E-mail: msm@compu.com.sg. Tel: 03-2282 3888.

*Please note: "Appointments" is not a recruitment agency. It is a research and information service. It does not guarantee any job. It is a research and information service. It does not guarantee any job.

Malaysian Employment Federation
Malaysian Employment Federation, 101, Cross Street, Singapore 054101. Tel: 03-2282 3888.

Q: I am employed in Company XY as an IT manager. The company has another property with an IT officer in charge of the IT department. When this person resigned, they asked me to help out as IT-related matters until they got a replacement. Later, the company opened a new office and I was asked to troubleshoot all the problems at that office too.

I thought this was a temporary measure, but when I requested for an increase, the management said they had no intention to get me one. As a result, I have to monitor three plants at the same time. I seriously believe my management

is taking lightly of the IT issue whereby all the equipment made IT support to manage. Whenever I meet my human resource officer on this matter, he says I do not need any assistance and this really makes me angry because I have to rush here and there whenever critical problems arise.

I would like to seek your advice on this because I did not accept any letter of offer or salary increment to look into their three properties.

A: Your request for a raise would only get you back to work and your salary of duties. If it shows the employer to use your services in its other properties that belong to them, you



cannot expect to meet the other need that your employer requires. However, it must be noted that all the duties are carried out during your normal working hours. You should be

Vacancies in Cement Factory At Cambodia
ACCOUNTS ADMINISTRATIVE EXECUTIVE FEMALE
Minimum 30 years working experience.
* Must be able to handle 10 units of financial & Management Accounting.
* Knowledge of Microsoft Excel & Word is essential.
* Able to read and write Chinese is essential.
* Good & communicative personality.

ACCOUNTS ASSISTANT FEMALE IN MALAYSIA
* UIC Higher Full Certificate in Diploma in Accounting.
* Must be strong computer & public speaking.
* Able to read and write Chinese is essential.
* Good & communicative personality.

BROADLAND GARMENT INDUSTRIES SDN BHD
51/2, Jalan Sentral 03, Tropic City, Johor Bahru, 81000 Johor Bahru, Johor.
Tel: 07-3542838 Fax: 07-354 3385

GALE ENGINEERING & MANAGEMENT SERVICES PTE LTD
Specializes in all types of Engineering and Construction Services.
* Providing the best of all services and products.

1. SITE SUPERVISOR/CONCRETE WELDING INSPECTOR & PERFORM SUPERVISOR CIVIL
Minimum 10 years experience in concrete & in 12/19/19/20/24 in construction of building. The person should have a good knowledge of all types of concrete and steel reinforcement work. Able to read and write Chinese is essential. Good communication skills. Able to work independently with good interpersonal & communication skills.
* Good English & Malay family.

Interested applicants please call for immediate interview or fax resume to:-

SCAN FLOORING SDN BHD
Lot 3266, 24 Miles, Jalan Air Hitam, 81000 Kulai, Johor, Malaysia
Tel: 07-452 1199
Fax: 07-651 4317
s.moldrup@moldrup.com.sg

PARQUET FLOORING FACTORY URGENTLY REQUIRED:
Scan Flooring is a Danish company based in Kulai, Johor. The company is producing high quality solid timber flooring for export market. We are looking for the qualified candidates to fill the following positions:

SUPERVISOR / MANAGER for UV-Lacquering line

Responsibilities:

- manage a work force of 20 workers
- manage the overall production from moulding
- double-end and remove UV Finishing & Packing
- minimum 2 years experience in operating UV finishing line

Qualifications:

- minimum 5 years working experience in the timber industry
- familiar with moulding machine, DTF and Finishing line
- able to work independently with good interpersonal & communication skills
- good English & Malay family

Interested applicants please call for immediate interview or fax resume to:-

SCAN FLOORING SDN BHD
Lot 3266, 24 Miles, Jalan Air Hitam, 81000 Kulai, Johor, Malaysia
Tel: 07-452 1199
Fax: 07-651 4317
s.moldrup@moldrup.com.sg

TERENGGANU EQUESTRIAN & COUNTRY CLUB Job Vacancies
Terengganu Equestrian & Country Club (TECC) is a modern equestrian, sports and recreation complex under construction and is expected to be fully operational by the end of this year.

We are seeking dynamic and resourceful professionals to join us for:-

1. FINANCE AND ADMINISTRATION MANAGER
2. MARKETING AND COMMUNICATION MANAGER
3. SPORTS AND RECREATION MANAGER
4. EQUESTRIAN MANAGER
5. PROPERTY MANAGER
6. FOOD AND BEVERAGES MANAGER
7. ELECTRICAL CHARGEMAN
8. SECRETARY
9. FINANCE EXECUTIVE
10. ADMINISTRATION EXECUTIVE
11. MARKETING EXECUTIVE
12. SPORT COORDINATOR
13. CLERK
14. RECEPTIONIST

Qualified and experience candidates are invited to e-mail a full CV, current and expected salary along with a recent passport-sized photograph to: alam_bajuna@yahoo.com or mail to:

Eksakul Pentadbiran
Tayasan Kotajakas Perkasas Alam Terengganu
No. 1021 - E, Tingkat 1,
Jalan Panji Alam
21100 Kuala Terengganu, Terengganu.
Tel / Fax : 09-6311453

Closing date : 20th May 2005
Only shortlisted candidates will be called for interview.

KEANGGOTAAN AHLI

Pengerusi

Dato' Zolkipli bin Abdul
(Pengarah Bebas Bukan Eksekutif)

Ahli-Ahli

Syed Faisal Albar bin Syed A. R Albar
(Ketua Pegawai Eksekutif)
Shivadas a/l P K Raman
(Pengarah Bebas Bukan Eksekutif)

KEAHLIAN

Jawatankuasa perlu dilantik daripada kalangan Ahli Lembaga Pengarah yang memenuhi keperluan-keperluan berikut:

- a. Jawatankuasa Audit hendaklah dianggotai tidak kurang daripada tiga (3) ahli;
- b. Majoriti ahli hendaklah terdiri daripada Pengarah-pengarah bebas; dan
- c. Sekurang-kurangnya satu ahli daripada Jawatankuasa Audit:
 - i) hendaklah merupakan ahli kepada Institut Akauntan Malaysia ("MIA"); atau
 - ii) jika beliau bukan ahli MIA, dia hendaklah mempunyai sekurang-kurangnya tiga tahun pengalaman kerja dan:
 - lulus peperiksaan seperti yang ditetapkan dalam Bahagian 1 daripada Jadual Pertama Akta Akauntan 1967; atau
 - hendaklah menjadi ahli Persatuan Akauntan yang ditetapkan dalam Bahagian II daripada Jadual 1 Akta Akauntan 1967; atau
 - memenuhi keperluan lain seperti yang ditetapkan oleh Bursa Malaysia Securities Berhad ("Bursa Securities")

Pengerusinya hendaklah seorang Pengarah Bebas Bukan Eksekutif.

Tiada Pengarah Gantian dilantik sebagai ahli Jawatankuasa Audit.

Dalam keadaan wujudnya kekosongan dalam Jawatankuasa Audit yang menyebabkan ketiadaan pematuhan terhadap

keperluan seperti yang di atas, Syarikat hendaklah mengisi kekosongan itu dalam tempoh tiga (3) bulan.

Setiasaha Syarikat akan bertindak sebagai Setiausaha kepada Jawatankuasa Audit.

BIDANG RUJUKAN

1. Jawatankuasa Audit diberikan kuasa untuk menyiasat sebarang kegiatan Syarikat dan anak-anak syarikat dan semua kakitangannya mestilah diarahkan untuk bekerjasama seperti yang diminta oleh ahli Jawatankuasa.
2. Jawatankuasa Audit diberi kuasa untuk mengambil seseorang yang mempunyai kepakaran khusus yang diperlukan bagi membantu Jawatankuasa memenuhi tanggungjawabnya.
3. Jawatankuasa Audit akan membantu Lembaga Pengarah dalam menjalankan tanggungjawab fidusiarinya terutama yang berkaitan etika perniagaan, dasar, kawalan dan pengurusan kewangan.
4. Jawatankuasa Audit, menerusi mesyuarat-mesyuarat yang dijadualkan, hendaklah mengekalkan komunikasi berterusan di antara Lembaga Pengarah, Juruaudit Luar, Juruaudit Dalaman dan pihak Pengurusan.
5. Jawatankuasa Audit hendaklah memberi lebih penekanan terhadap fungsi audit dengan meningkatkan objektiviti dan kebebasan Juruaudit Luar dan Dalaman serta menyediakan forum untuk perbincangan yang bebas daripada pihak Pengurusan.

BIDANG KUASA

Jawatankuasa Audit mempunyai bidang kuasa berikut seperti yang telah dibenarkan oleh Lembaga Pengarah:

1. Menyiasat sebarang perkara dalam bidang rujukan;
2. Mempunyai sumber-sumber yang diperlukan untuk melaksanakan tanggungjawabnya;
3. Mempunyai laluan penuh, bebas dan tidak terhad terhadap sebarang maklumat, rekod, hartanah dan



August 31, 2004
On the eve of the
launch at Newsroom

Laporan Jawatankuasa Audit



August 31, 2004
Final check before
printing

- kakitangan Syarikat, serta syarikat-syarikat lain di dalam Kumpulan;
4. Mempunyai saluran hubungan terus dengan Juruaudit Luar dan mereka yang menjalankan fungsi atau kegiatan audit dalaman (jika ada);
 5. Mempunyai peluang menggunakan khidmat profesional bebas atau nasihat lain; dan
 6. Boleh mengatur mesyuarat dengan Juruaudit Luar, tanpa kehadiran ahli Jawatankuasa Eksekutif, pada bila-bila masa dirasakan perlu.

TUGAS DAN TANGGUNGJAWAB

1. Untuk mengkaji perkara-perkara berikut dan melaporkannya kepada Lembaga Pengarah Syarikat:
 - a. bersama Juruaudit Luar, perancangan audit;
 - b. bersama Juruaudit Luar, penilaiannya terhadap sistem kawalan dalaman;
 - c. bersama Juruaudit Luar, laporan auditnya;
 - d. bantuan yang diberikan oleh kakitangan Syarikat kepada Juruaudit Luar;
 - e. kemantapan skop, fungsi dan sumber fungsi audit dalaman dan memastikan ia mempunyai kuasa secukupnya untuk melaksanakan kerjanya;
 - f. program audit dalaman, proses berkaitan, keputusan daripada program audit dalaman, proses atau siasatan yang dilaksanakan dan sama ada sesuai atau tidak, langkah yang diambil terhadap cadangan fungsi audit dalaman;
 - g. keputusan-keputusan sukuan dan penyata kewangan akhir tahun, sebelum kelulusan oleh Lembaga Pengarah, dengan penumpuan kepada:
 - i. perubahan dalam atau pelaksanaan perubahan dasar perakaunan utama;
 - ii. perkara ketara dan luar biasa; dan
 - iii. pematuhan standard perakaunan dan keperluan undang-undang yang lain;
 - h. sebarang urusan niaga berkaitan dan konflik dalaman yang mungkin timbul dalam Syarikat atau Kumpulan termasuk urusan niaga, prosedur atau perbuatan yang menyebabkan wujudnya persoalan terhadap integriti pengurusan;
 - i. sebarang surat peletakan jawatan daripada Juruaudit Luar Syarikat; dan
 - j. sama ada wujud sebab (yang disokong) untuk percaya yang Juruaudit Luar Syarikat tidak sesuai untuk dilantik semula.
2. Untuk mencadangkan pelantikan calon atau calon-calon sebagai Juruaudit Luar.
 3. Untuk mendapatkan maklum balas yang memuaskan daripada Pengurusan terhadap Laporan Audit Dalaman dan laporan yang dihasilkan oleh Juruaudit Luar;
 4. Apabila penilaian laporan audit anak syarikat dan syarikat lain yang berkaitan juga termasuk dalam bidang kuasa Jawatankuasa, semua fungsi yang

"Big or Small" banner
at the entrance of
Balai Berita Bangsar



dinyatakan di atas juga perlu dilaksanakan oleh Jawatankuasa dengan kerjasama Lembaga Pengarah anak syarikat dan perbadanan berkaitan;

- Untuk menilai peraturan yang diwujudkan oleh Pengurusan bagi memastikan ia mematuhi undang-undang atau keperluan laporan luaran yang lain, undang-undang kecil dan peraturan berkaitan dengan operasi Kumpulan NSTP.

MESYUARAT

- Jawatankuasa akan bermesyuarat sekurang-kurangnya empat (4) kali setahun untuk membincangkan sebarang isu yang ditimbulkan oleh Juruaudit dalam pelaksanaan fungsi-fungsi mereka. Korum bagi mesyuarat Jawatankuasa Audit ialah tiga (3) ahli dengan majoriti daripadanya pengarah bebas.
- Setiausaha bertanggungjawab untuk menyelaras keperluan pentadbiran termasuk memanggil mesyuarat, pengundian dan menjaga minit.
- Selain ahli Jawatankuasa, Ketua Pegawai Kewangan dan Ketua Juruaudit Dalaman adalah dijemput menghadiri semua mesyuarat. Ketua syarikat/jabatan dan pasukan Pengurusan mereka akan hadir apabila proses audit terhadap syarikat/jabatan dibentangkan untuk perbincangan. Kehadiran Juruaudit Luar akan diminta apabila perlu.
- Apabila diminta oleh Juruaudit Luar, Pengerusi akan memanggil mesyuarat Jawatankuasa untuk menimbang sebarang isu yang Juruaudit Luar percaya perlu dibawa kepada perhatian para Pengarah atau pemegang saham.
- Juruaudit mempunyai hak untuk hadir dan didengari di mana-mana mesyuarat Jawatankuasa Audit dan perlu hadir menemui Jawatankuasa apabila diarahkan oleh Jawatankuasa.

Sepanjang tahun kewangan berakhir 31 Disember 2004, Jawatankuasa Audit mengadakan sejumlah lapan (8) mesyuarat. Maklumat tentang kehadiran ahli Jawatankuasa adalah seperti berikut:

Ahli Jawatankuasa Audit	Kehadiran	%
Dato' Zolkipli bin Abdul	8/8	100%
Syed Faisal Albar bin Syed A. R Albar	8/8	100%
Shivadas a/l P K Raman	8/8	100%

Pada tahun kewangan dalam kajian, Jawatankuasa Audit juga mengadakan satu Mesyuarat Khas Jawatankuasa Audit dengan Juruaudit Dalaman dan Juruaudit Luar Syarikat, tanpa kehadiran ahli Eksekutif Jawatankuasa Audit.

RUMUSAN KEGIATAN JAWATANKUASA AUDIT

Kegiatan berikut dilakukan oleh Jawatankuasa Audit sepanjang tahun kewangan berakhir 31 Disember 2004:-

Risiko dan Kawalan

- Mengkaji perkembangan fungsi pengurusan risiko sebagai sebahagian daripada usaha mengenal pasti dan pemantauan berterusan risiko organisasi utama, dan pelaksanaan kawalan oleh jabatan masing-masing dalam mengendalikan risiko berkenaan;
- Mengkaji dan membincangkan profil risiko Kumpulan; dan
- Menilai kecekapan keseluruhan sistem kawalan dalaman menerusi kajian terhadap hasil tugas yang dilaksanakan oleh Juruaudit Dalaman dan Luar serta perbincangan dengan Pengurusan Kanan.

Keputusan Kewangan

- Mengkaji keputusan sukuan dan penyata kewangan sudah diaudit NSTP dan anak syarikatnya ("Kumpulan") dengan Ketua Pegawai Kewangan dan Juruaudit Luar sebelum mengusulkannya kepada Lembaga Pengarah untuk diluluskan dan menghantar keputusan Kumpulan kepada Bursa Securities dengan menumpukan kepada perkara berikut, di mana berkaitan:
 - Keperluan Penyenaraian Bursa Securities
 - Keperluan Akta Syarikat 1965; dan
 - Standard Perakaunan yang diluluskan yang berkaitan.

Sept 1, 2004

NSTP's 'top guns' at Balai Berita Shah Alam plant on the eve of the launch





Sept 1, 2004

Group Editor-In-Chief
and former Group
Editor NSTSB looking
at the 1st issue

Audit Luaran

- Menyemak bersama Juruaudit Luar terhadap pelan, strategi dan skop audit yang ditetapkan untuk akaun Kumpulan bagi tahun kewangan 31 Disember 2004;
- Mengkaji keputusan dan isu yang timbul daripada audit mereka bagi penyata tahun akhir kewangan dan resolusi bagi setiap isu yang ditimbulkan dalam laporan mereka kepada Jawatankuasa; dan
- Mengkaji prestasi mereka dan kebebasan Juruaudit Luar sebelum mencadangkan kepada Lembaga Pengarah mengenai pelantikan semula dan yuran.

Audit Dalam

- Mengkaji dengan Juruaudit Dalam mengenai pelan audit bagi tahun kewangan berakhir 31 Disember 2004 bagi memastikan perkara risiko utama dikenal pasti dan diliputi sewajarnya dalam pelan itu;
- Mengkaji skop dan liputan audit mengenai kegiatan unit perniagaan setiap Kumpulan dan asas penilaian serta penarafan risiko terhadap perkara audit yang dicadangkan;
- Mengkaji dan mempertimbangkan semua lapan belas (18) laporan audit terhadap tugas yang diserahkan dan enam (6) laporan susulan yang dilaksanakan Juruaudit Dalam;
- Mengkaji cadangan oleh Juruaudit Dalam dan menilai kecukupan dan kecekapan maklum balas Pengurusan dalam menyelesaikan isu audit yang dilaporkan;
- Mengkaji keputusan siasatan yang dilaksanakan Audit Dalam secara ad-hoc dan tindakan yang diambil berkaitan siasatan itu;
- Mengkaji kecukupan sumber dan daya saing kakitangan dalam fungsi Audit Dalam untuk melaksanakan cadangan, dan program audit yang digunakan dalam pelaksanaan tugas Juruaudit Dalam dan hasil tugas mereka;
- Mengkaji langkah pembetulan sewajarnya yang dilaksanakan Pengurusan dalam mengenal pasti dan menyelesaikan isu, dan juga memastikan semua isu dipantau sewajarnya pada waktu yang sepatutnya; dan
- Mengkaji kecukupan bidang kuasa Jawatankuasa dan Audit Dalam.

Urus niaga dengan Pihak Berkaitan

Mengkaji urus niaga pihak berkaitan untuk pematuhan dengan Keperluan Penyenaraian Bursa Securities dan kesesuaian urus niaga berkenaan sebelum

mencadangkannya kepada Lembaga Pengarah untuk kelulusan.

Skim Opsyen Saham Kakitangan

Sebagai tambahan kepada perkara di atas, bagi tahun kewangan berakhir 31 Disember 2004 Jawatankuasa mengkaji senarai pengagihan opsyen di bawah Skim Opsyen Saham Kakitangan ("ESOS") untuk memastikan ia mematuhi kriteria pengagihan yang ditetapkan dalam Undang-Undang kecil ESOS dan seperti yang ditetapkan oleh Jawatankuasa ESOS.

FUNGSI AUDIT DALAMAN

Fungsi Audit Dalam kepada Kumpulan dilaksanakan oleh Jabatan Tadbir Urus Korporat dan Pengurusan Risiko. Jabatan ini melapor kepada Jawatankuasa Audit dan bertanggungjawab dalam menyediakan penilaian berkecuali untuk sistem kawalan dalaman yang lengkap, cekap dan berkesan bagi meramal pendedahan potensi risiko terhadap proses perniagaan utama dalam Kumpulan.

Kegiatan Audit Dalam antaranya termasuk mengkaji kecukupan proses pengurusan risiko dan mengkaji keberkesanan dan kecekapan sistem kawalan dalaman, kewibawaan dan integriti maklumat, pematuhan dengan dasar, prosedur, panduan, undang-undang dan peraturan serta penjagaan aset. Perkara yang diaudit termasuk pengurusan aset, pembelian, editorial, jualan, pengiklanan, penjenamaan, pengeluaran dan operasi teknologi maklumat. Semua tugas itu dilaksanakan sejajar dengan Pelan Audit Tahunan atau sebagai audit khusus secara ad-hoc apabila diminta oleh Pengurusan. Keputusan laporan audit yang dilaksanakan akan dibentangkan kepada Jawatankuasa Audit dan dihantar kepada Pengurusan berkaitan untuk perhatian dan tindakan sewajarnya. Sebagai tambahan, Audit Dalam juga menghadiri pengiraan stok akhir tahun di semua lokasi sebagai pemerhati bebas untuk memastikan proses yang dilaksanakan dipantau.

Pengurusan bertanggungjawab memastikan langkah pembetulan terhadap kelemahan yang dilaporkan seperti dicadangkan, diambil dalam tempoh waktu yang disarankan. Pengurusan juga bertanggungjawab memastikan laporan bertulis mengenai langkah yang sudah dirancang atau disiapkan dihantar kepada Pengerusi Jawatankuasa Audit dan Ketua Audit Dalam.

COMPOSITION OF MEMBERS

Chairman

Dato' Zolkipli bin Abdul

(Independent Non-Executive Director)

Members

Syed Faisal Albar bin Syed A. R Albar

(Chief Executive Officer)

Shivadas s/o P K Raman

(Independent Non-Executive Director)

MEMBERSHIP

The Committee must be appointed from amongst the Board of Directors which fulfils the following requirements:

- a. The Audit Committee must be composed of no fewer than three (3) members;
- b. A majority of the members must be independent Directors; and
- c. At least one member of the Audit Committee:
 - i. must be a member of the Malaysian Institute of Accountants ("MIA"); or
 - ii. if he is not a member of the MIA, he must have at least three (3) years' working experience and:
 - he must have passed the examination specified in Part I of the 1st Schedule of the Accountants Act 1967; or
 - he must be a member of one of the Associations of Accountants specified in Part II of the 1st Schedule of the Accountants Act 1967; or
 - fulfils such other requirements as prescribed by Bursa Malaysia Securities Berhad ("Bursa Securities").

The Chairman shall be an independent, non-executive Director.

No alternate Director shall be appointed as a member of the Audit Committee.

In the event of any vacancy in the Audit Committee resulting in the non-compliance of the above requirements, the Company must fill the vacancy within three (3) months.

The Company Secretary shall act as the Secretary to the Audit Committee.

TERMS OF REFERENCE

1. The Audit Committee shall be granted the authority to investigate any activity of the Company and its subsidiaries and all employees shall be directed to cooperate as requested by members of the Committee.
2. The Audit Committee shall be empowered to retain person(s) having special competence as necessary to assist the Committee in fulfilling its responsibilities.
3. The Audit Committee shall provide assistance to the Board in fulfilling its fiduciary responsibilities particularly relating to business ethics, policies, financial management and control.
4. The Audit Committee, through regularly scheduled meetings, shall maintain a direct line of communication between Board, External Auditors, Internal Auditors and Management.



Sept 1, 2004

Balai Berita Shah Alam's plant buzzing with activities



Billboard at Jalan Universiti, PJ to get the message across

Audit Committee Report



Sept 1, 2004
Vendors admiring the
new look

5. The Audit Committee shall provide greater emphasis on the audit functions by increasing the objectivity and independence of External and Internal Auditors and providing a forum for discussion that is independent of the Management.

AUTHORITY

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

1. Investigate any matter within its terms of reference;
 2. Have the resources required to perform its duties;
 3. Have full, free and unrestricted access to any information, records, properties and personnel of the Company and any other companies within the Group;
 4. Have direct communication channels with the External Auditors and person(s) carrying out internal audit function or activity (if any);
 5. Be able to obtain independent professional or other advice; and
 6. Be able to convene meetings with the External Auditors, excluding the attendance of the Executive members of the Committee, whenever deemed necessary.
- e. the adequacy of the scope, functions and resources of the internal audit functions and that it has the necessary authority to carry out its work;
 - f. the internal audit programme, processes, the results of the internal audit programme, processes or investigation undertaken and whether or not appropriate action is taken on the recommendations of the internal audit function;
 - g. the quarterly results and year-end financial statements, prior to the approval by the Board of Directors, focusing particularly on:
 - i. changes in or implementation of major accounting policy changes;
 - ii. significant and unusual events; and
 - iii. compliance with accounting standards and other legal requirements;
 - h. any related party transaction and conflict of interest situation that may arise within the Company or Group, including any transaction, procedure or course of conduct that raises questions of management integrity;
 - i. any letter of resignation from the External Auditors of the Company; and
 - j. whether there is reason (supported by grounds) to believe that the Company's External Auditors is not suitable for re-appointment.
2. To recommend the nomination of a person or persons as External Auditors.

DUTIES AND RESPONSIBILITIES

1. To review the following and report the same to the Board of Directors of the Company:
 - a. with the External Auditors, the audit plan;
 - b. with the External Auditors, his evaluation of the system of internal controls;
 - c. with the External Auditors, his audit report;
 - d. the assistance given by the employees of the Company to the External Auditors;

Vertical banners
along Balai Berita
Bangsar's fences



3. To obtain satisfactory response from Management on the Internal Audit Reports and reports issued by External Auditors.
4. Where review of audit reports of subsidiaries and any related corporation also falls under the jurisdiction of the Committee, all the abovementioned function shall also be performed by the Committee in co-ordination with the Board of Directors of the subsidiaries and related corporation.
5. To review arrangements established by Management for compliance with any regulatory or other external reporting requirements, bye-laws and regulation related to the NSTP Group's operations.

MEETINGS

1. The Committee shall meet at least four (4) times in a year to discuss any matters raised by the Auditors in discharging their functions. The quorum for a meeting of the Audit Committee shall be three (3) of which the majority must be independent Directors.
2. The Secretary is responsible for the co-ordination of administrative details including calling the meetings, voting and keeping of minutes.
3. In addition to the Committee members, the Chief Financial Officer and Head of Internal Audit are invited to attend each meeting. The Head of companies/

departments and their Management team will attend when audit reports on their companies/departments are tabled for discussion. The presence of External Auditors will be requested when required.

4. The Chairman shall upon the request of the External Auditors, convene a meeting of the Committee to consider any matter the External Auditors believes should be brought to the attention of the Directors or shareholders.
5. The Auditors have the right to appear and be heard at any meeting of the Audit Committee and shall appear before the Committee when required to do so by the Committee.

During the financial year ended 31 December 2004, the Audit Committee held a total of eight (8) meetings. The details of attendance of the Committee members are as follows:

Audit Committee Members	Attendance	%
Dato' Zolkipli bin Abdul	8/8	100%
Syed Faisal Albar bin Syed A. R. Albar	8/8	100%
Shivadas s/o P K Raman	8/8	100%

Sept 1, 2004

NSTP's management celebrates the birth of compact with Vendors.



Audit Committee Report

During the financial year under review, the Audit Committee also convened a Special Audit Committee meeting with the Company's Internal and External Auditors without the presence of the Audit Committee's Executive member.

SUMMARY OF ACTIVITIES OF THE AUDIT COMMITTEE

The following activities were performed by the Audit Committee during the financial year ended 31 December 2004:-

Risks and Controls

- Reviewed the progress of the risk management function as part of its on-going identification and monitoring of key organisational risks, and the controls implemented by the respective departments in managing those risks;
- Reviewed and deliberated on the Group risk profile; and
- Evaluated the overall effectiveness of the system of internal control through the review of the results of work performed by Internal and External Auditors and discussions with key Senior Management.

Financial Results

- Reviewed the quarterly results and the audited financial statements of NSTP and its subsidiaries ("the Group") with the Chief Financial Officer and the External Auditors before recommending to the Board for their approval and release of the Group's results to Bursa Securities focusing on the following areas, where relevant:
 - Listing Requirements of Bursa Securities;
 - Provisions of the Companies Act 1965; and
 - Applicable approved Accounting Standard.

External Audit

- Reviewed with the External Auditors their audit plan, strategy and scope of the statutory audits of the Group accounts for the financial year ended 31 December 2004;
- Reviewed the results and issues arising from their audit of the year end financial statements and their resolution of such issues highlighted in their report to the Committee; and

- Reviewed their performance and independence before recommending to the Board their re-appointment and remuneration.

Internal Audit

- Reviewed with the Internal Auditors their audit plan for the financial year ended 31 December 2004 ensuring the key risk areas are adequately identified and covered in the plan;
- Reviewed the scope and coverage of the audit over the activities of the respective business units of the Group and the basis of assessment and risk rating of the proposed areas of audit;
- Reviewed and deliberated a total of eighteen (18) audit reports on assignments and six (6) follow-up reports conducted by Internal Audit;
- Reviewed the recommendations by Internal Audit and appraised the adequacy and effectiveness of Management response in resolving the audit issues reported;
- Reviewed the results of ad-hoc investigations performed by Internal Audit and the actions taken relating to those investigations;
- Reviewed the adequacy of resources and the competencies of staff within the Internal Audit function to execute the plan, as well as the audit programmes used in the execution of the Internal Auditors' work and the results of their work;
- Reviewed the necessary corrective actions taken by Management in addressing and resolving issues as well as ensuring that all issues are adequately addressed on a timely basis; and

Sept 1, 2004

Marketing staff preparing compact 1st issue to be hand-delivered to corporate clients.



Our billboard at Jalan Mahameru



- Reviewed the adequacy of the terms of reference of the Committee and Internal Audit.

Related Party Transactions

- Reviewed related party transactions for compliance with the Listing Requirements of Bursa Securities and the appropriateness of such transactions before recommending to the Board for its approval.

Employee Share Option Scheme

- In addition to the above, for the financial year ended 31 December 2004 the Committee reviewed the list of allocation of options under the Company's Employee Share Option Scheme ("ESOS") to ensure that it complied with the allocation criteria stipulated in the ESOS By-Laws and as determined by the ESOS Option Committee.

INTERNAL AUDIT FUNCTION

The Internal Audit function for the Group is carried out by the Corporate Governance & Risk Management Department. The department reports to the Audit Committee and is responsible in providing independent assessments for adequate, efficient and effective internal control systems in anticipating potential risk exposures over key business processes within the Group.

The activities carried out by Internal Audit include amongst others, review of the adequacy of risk management process and review of the effectiveness and efficiency of the system of internal control, reliability and integrity of information, compliance with established policies, procedures, guidelines, laws and regulations and safeguarding of assets. Areas audited included assets management, purchasing, editorial, circulation, advertising, branding, production and IT operation. These were carried out in accordance with the Annual Audit Plan or as special ad-hoc audit at Management's request. The resulting reports of the audits undertaken were presented to the Audit Committee and forwarded to the Management concerned for attention and necessary action. In addition, Internal Audit also attended the year-end stock counts at all locations as an independent observer to ensure due process was observed.

The Management is responsible for ensuring that recommended corrective action on reported weaknesses are taken within the required timeframe. The Management is also responsible for ensuring that a written report on actions planned or completed is sent to the Chairman of the Audit Committee and the Head of Internal Audit.

Sept 1, 2004

Roving teams getting ready to blitz the town



Kenyataan Tadbir Urus Korporat



Sept 1, 2004
Celebration with
the advertising
agencies

Lembaga Pengarah The New Straits Times Press (Malaysia) Berhad ("NSTP") ("Lembaga Pengarah" atau "Lembaga") adalah komited bagi memastikan NSTP dan anak-anak syarikatnya ("Kumpulan") mengamalkan tadbir urus korporat terbaik sebagai asas penting dalam melaksanakan tanggungjawab melindungi dan meningkatkan nilai pemegang saham dan prestasi kewangan Kumpulan. Lembaga menyokong penuh cadangan Kod Tadbir Urus Korporat Malaysia ("Kod") dan percaya bahawa tadbir urus yang baik adalah penting bagi mencapai objektif perniagaan dan sosial Kumpulan.

Lembaga Pengarah sedang menuju ke arah pematuhan penuh dengan semua Prinsip dalam Bahagian 1 Kod dan juga komited untuk menerima pakai Amalan-amalan Terbaik yang dicadangkan dalam Bahagian 2 Kod. Di bawah adalah pernyataan bagaimana Kumpulan mengguna pakai Prinsip-prinsip Kod.

LEMBAGA PENGARAH

Lembaga mempunyai tanggungjawab keseluruhan terhadap tadbir urus, menyamak kecukupan dan kewibawaan sistem

kawalan dalaman, mengkaji dan mengguna pakai hala tuju strategik dan memantau pelaburan Kumpulan. Kumpulan ini dipimpin dan dikawal oleh sebuah Lembaga Pengarah yang berkesan. Lembaga Pengarah bertemu pada asas berjadual, sekurang-kurangnya empat (4) kali setahun dengan mesyuarat tambahan diadakan bila perlu. Semua ahli Lembaga memberikan penilaian bebas berhubung isu berkaitan strategi, prestasi, sumber-sumber dan standard tingkah laku. Sepanjang tahun kewangan berakhir 31 Disember 2004, sejumlah sembilan (9) mesyuarat Lembaga Pengarah diadakan.

Lembaga mengamanahkan tanggungjawab khusus kepada lima (5) jawatankuasa kecil iaitu Jawatankuasa Audit, Jawatankuasa Pencalonan, Jawatankuasa Imbuan, Jawatankuasa Lembaga dan Jawatankuasa Skim Opsyen Saham Kakitangan, yang mana butiran berkenaan dilaporkan seperti di bawah. Jawatankuasa-jawatankuasa tersebut mempunyai kuasa untuk memperhalusi isu-isu tertentu dan melaporkannya semula kepada Lembaga Pengarah bersama cadangan mereka. Bagaimanapun, tanggungjawab akhir untuk membuat keputusan muktamad terhadap semua perkara terletak atas keseluruhan Lembaga Pengarah.

Sepanjang tahun kewangan berakhir 31 Disember 2004, sejumlah sembilan (9) mesyuarat Lembaga Pengarah diadakan, butiran terperinci kehadiran seperti yang dicatatkan di bawah.

Pengarah	Pelantikan	Peletakan Jawatan	Kehadiran	%
Jeneral (B) Tan Sri Dato' Mohd Ghazali bin Haji Che Mat (Pengerusi Bebas Bukan Eksekutif)	1 Januari 1988	-	9/9	100
Syed Faisal Albar bin Syed A. R. Albar (Ketua Pegawai Eksekutif)	1 April 2003	-	9/9	100
Dato' Kalimullah bin Masheerul Hassan (Ketua Pengarang Kumpulan/ Pengarah Eksekutif)	1 Januari 2004	-	8/9	89
Dato' Zolkipli bin Abdul (Pengarah Bebas Bukan Eksekutif)	27 September 2000	-	6/9	67
Shivadas a/l P K Raman (Pengarah Bebas Bukan Eksekutif)	26 Julai 1999	-	9/9	100
Abdul Rahman bin Ahmad (Pengarah Bukan Bebas Bukan Eksekutif)	16 Ogos 2001	-	8/9	89
Shahril Ridza bin Ridzuan (Pengarah Bukan Bebas Bukan Eksekutif)	16 Ogos 2001	-	9/9	100
Dato' Dr. Mohd Shahari bin Ahmad Jabar (Pengarah Bebas Bukan Eksekutif)	12 Mei 2004	-	5/5	100

Keseimbangan Lembaga

Lembaga Pengarah mempunyai keanggotaan seimbang antara Pengarah eksekutif dan bukan eksekutif. Ketika ini Lembaga Pengarah mengandungi lapan (8) ahli yang mana dua (2) adalah Pengarah Eksekutif dan enam (6) Pengarah bukan eksekutif, dan empat (4) daripadanya adalah Pengarah bebas (termasuk Pengerusi). Tiada individu atau kumpulan individu yang mendominasi kuasa dan proses membuat keputusan Lembaga Pengarah dan jumlah Lembaga Pengarah jelas mencerminkan pelaburan Syarikat.

Secara bersama, para Pengarah menyumbangkan pengalaman kewangan dan perniagaan meluas yang berkaitan dengan hala tuju sebuah Kumpulan besar yang sedang berkembang. Profil ringkas mengenai setiap Pengarah dibentang pada muka surat 20 hingga 24 dalam Laporan Tahunan ini.

Terdapat pembahagian jelas terhadap peranan dan tanggungjawab antara Pengerusi Lembaga Pengarah dan Ketua Pegawai Eksekutif bagi memastikan ada keseimbangan kuasa. Pengerusi bertanggungjawab bagi memastikan keberkesanan dan tata amalan Lembaga Pengarah, manakala Ketua Pegawai Eksekutif mempunyai tanggungjawab menyeluruh terhadap unit operasi, keberkesanan organisasi dan pelaksanaan dasar dan keputusan Lembaga Pengarah. Sebagai tambahan, Lembaga Pengarah telah mengenalpasti Dato' Zolkipli bin Abdul sebagai Pengarah bebas bukan eksekutif kanan yang mana pemegang saham boleh menyampaikan pandangan mereka.

Kehadiran Pengarah bebas bukan eksekutif dalam Lembaga Pengarah menyediakan objektif dan mempunyai kaliber yang diperlukan untuk mewajarkan setiap keputusan dalam setiap keputusan Lembaga Pengarah. Meskipun semua Lembaga Pengarah mempunyai tanggungjawab yang saksama terhadap operasi Kumpulan, peranan Pengarah bukan eksekutif penting terutamanya dalam memastikan strategi yang dicadangkan oleh pengurusan eksekutif dibincangkan sepenuhnya dan diperhalusi, dan mengambil kira kepentingan jangka panjang, bukan hanya dari sudut pemegang saham tetapi juga kakitangan, pelanggan, pembekal dan sebahagian besar kelompok masyarakat yang mana Kumpulan menjalankan perniagaan dengan mereka.

Pembekalan Maklumat

Lembaga Pengarah mempunyai akses yang tidak terhad kepada maklumat yang tepat, yang diperlukan dalam melaksana tugas mereka, yang bukan hanya dari segi kuantitatif tetapi juga maklumat lain yang dianggap sesuai seperti kepuasan pelanggan, mutu produk dan perkhidmatan, penguasaan pasaran, reaksi pasaran dan prestasi alam sekitar.

Semua Pengarah dilengkapi dengan agenda dan satu set kertas mesyuarat Lembaga Pengarah untuk dikaji sebelum mesyuarat Lembaga Pengarah. Dokumen berkenaan akan dikeluarkan dalam masa yang cukup (sekurang-kurangnya lima (5) hari sebelum mesyuarat) bagi membolehkan Pengarah mendapatkan lebih penjelasan, yang mana perlu, dan agar maklumat sewajarnya diberi sebelum mesyuarat.

Kertas mesyuarat Lembaga Pengarah antara lain merangkumi yang berikut:-

- i. Laporan Ketua Pegawai Eksekutif;
- ii. Laporan Kewangan Sukuan; dan
- iii. Ringkasan minit-minit mesyuarat setiap Jawatankuasa Lembaga.

Sebagai tambahan kepada prestasi Kumpulan yang dibincangkan pada mesyuarat itu, ada juga perkara-perkara yang dikhususkan untuk diputuskan Lembaga Pengarah, termasuk meluluskan rancangan korporat dan belanjawan tahunan, pengambilalihan dan pelupusan aset yang memberi kesan material kepada Kumpulan, pelaburan dan keputusan kewangan yang besar dan perubahan terhadap pengurusan dan struktur kawalan Kumpulan termasuk dasar-dasar utama, prosedur dan penugasan had kuasa.

Semua Pengarah mempunyai akses kepada nasihat dan perkhidmatan Setiausaha Syarikat dan jika perlu, dalam melaksanakan tugas mereka, mendapatkan nasihat profesional bebas atas perbelanjaan Kumpulan.

Pelantikan Ahli Lembaga

Jawatankuasa Pencalonan mengesyorkan pelantikan Pengarah baru kepada Lembaga Pengarah.

Pemilihan semula Pengarah

Selaras dengan Taturusan Syarikat, semua Pengarah yang dilantik oleh Lembaga adalah tertakluk kepada pemilihan oleh pemegang saham pada peluang pertama Mesyuarat Agung Tahunan selepas pelantikan mereka. Selain itu, Pengarah hendaklah bersara sekurang-kurangnya sekali dalam setiap tiga tahun di Mesyuarat Agung Tahunan.

Pengarah yang sudah berumur melebihi 70 tahun adalah dikehendaki menawarkan diri bagi pelantikan semula oleh pemegang saham setiap tahun, selaras dengan Seksyen 129 (6) Akta Syarikat 1965.

Latihan Pengarah-Pengarah

Sebahagian daripada elemen penting dalam proses melantik Pengarah baru, Jawatankuasa Pencalonan memastikan ada program orientasi dan pendidikan

Sept 2, 2004

Roving team wooing street crowds



Sept 23, 2004

Celebration with vendors at Oriental Restaurant, Penang



untuk ahli Lembaga Pengarah baru. Pengarah juga menerima latihan selanjutnya dari semasa ke semasa, terutamanya berhubung undang-undang dan peraturan baru, dan perubahan risiko komersial. Sepanjang tahun kewangan dikaji, Pengarah-pengarah telah menghadiri pelbagai program pendidikan berterusan dan seminar untuk melengkapkan mereka dengan perkembangan baru pasaran.

JAWATANKUASA- JAWATANKUASA LEMBAGA PENGARAH

Jawatankuasa-jawatankuasa Lembaga berikut ditubuhkan bagi membantu Lembaga Pengarah memikul tanggungjawabnya.

Jawatankuasa Pencalonan ("NC")

NC ditubuhkan pada 25 Oktober 2001. NC dipertanggungjawab bagi mengenal pasti dan mencadangkan calon-calon baru kepada Lembaga Pengarah. Ahli NC sepanjang tahun merangkumi Pengarah bukan eksekutif, yang sebahagian besarnya adalah bebas.

Bagi tahun kewangan berakhir 31 Disember 2004, satu (1) mesyuarat diadakan, dihadiri oleh semua ahli iaitu Jeneral (B) Tan Sri Dato' Mohd Ghazali bin Haji Che Mat (Pengerusi), Shivadas a/l P K Raman dan Abdul Rahman bin Ahmad. Pada tahun berkenaan, NC juga menyelesaikan satu (1) perkara menerusi cara resolusi pekeliling.

Setiausaha Syarikat bertindak sebagai Setiausaha kepada NC.

NC dikehendaki bertemu sekurang-kurangnya sekali setahun dengan korum sebanyak tiga (3) ahli bagi menjalankan mesyuarat.

Bidang tugas yang diluluskan untuk NC adalah:

- Untuk mencadangkan calon-calon yang akan dilantik sebagai Pengarah Syarikat;
- Untuk mempertimbangkan dalam membuat cadangannya, calon untuk memegang jawatan Pengarah yang dicadangkan oleh Ketua Pegawai

Eksekutif atau oleh mana-mana eksekutif kanan lain atau mana-mana pengarah dan pemegang saham;

- Untuk mencadangkan kepada Lembaga, pengarah - pengarah untuk jawatankuasa-jawatankuasa Lembaga Pengarah;
- Untuk membantu Lembaga Pengarah dalam semakan semula tahunan mengenai gabungan kemahiran dan pengalaman dan kualiti lain yang diperlukan termasuk kecekapan utama yang patut disumbangkan Pengarah bukan eksekutif kepada Lembaga; dan
- Bagi membantu Lembaga dalam melaksanakan program penilaian bagi menilai keberkesanan Lembaga dan Pengarah individu setiap tahun.

Jawatankuasa Imbuan ("RC")

Selaras dengan Kod, satu Jawatankuasa telah dibentuk pada 25 Oktober 2001. Ahli RC pada tahun dikaji dianggotai Pengarah bukan eksekutif, sebahagian besarnya Pengarah bebas. Dalam tahun kewangan berakhir 31 Disember 2004 dua (2) mesyuarat diadakan. Kehadiran pada mesyuarat RC adalah seperti berikut:-

Nama Ahli	Kehadiran
Jeneral (B) Tan Sri Dato' Mohd Ghazali bin Haji Che Mat (Pengerusi)	2/2
Shahril Ridza bin Ridzuan	2/2
Dato' Zolkipli bin Abdul (meletak jawatan pada 12 Mei 2004)	1/1
Dato' Dr. Mohd Shahari bin Ahmad Jabar (dilantik pada 12 Mei 2004)	1/1

RC juga menyelesaikan satu (1) perkara menerusi resolusi pekeliling pada tahun kewangan berakhir 31 Disember 2004.

Setiausaha Syarikat bertindak sebagai Setiausaha RC.

RC perlu bertemu sekurang-kurangnya sekali setahun dan korum sebanyak tiga (3) ahli adalah diperlukan bagi menjalankan mesyuarat.

Bidang tugas yang diluluskan bagi RC adalah:

- Untuk menentukan dan mencadangkan kepada Lembaga rangka kerja atau dasar meluas bagi pakej-pakej imbuhan Syarikat atau Ketua Eksekutif Kumpulan, Pengerusi Syarikat dan ahli pengurusan eksekutif yang diperuntukkan kepadanya untuk dipertimbangkan;
- Untuk mewujudkan prosedur rasmi dan telus bagi membangunkan dasar mengenai pakej-pakej imbuhan keseluruhan individu bagi Pengarah Eksekutif termasuk, yang mana sesuai, bonus, insentif dan opsyen saham;
- Untuk membentuk pakej imbuhan bagi semua Pengarah eksekutif dengan matlamat untuk menarik dan mengekalkan individu-individu berkualiti tinggi yang akan memberikan kejayaan kepada pemegang saham dan standard perkhidmatan yang tinggi kepada pelanggan, serta mengambil kira persekitaran perniagaan yang mana Kumpulan beroperasi. Sebaik dirumus, RC perlu mencadangkannya kepada Lembaga Pengarah untuk diterima pakai;
- Untuk menyemak dan mencadangkan kepada Lembaga Pengarah pembaikan (jika ada) terhadap dasar dan pakej imbuhan Pengarah Eksekutif dan pelbagai isu lain yang berkaitan dengan manfaat Pengarah Eksekutif setiap tahun;
- Untuk menyemak sebarang perubahan besar dalam struktur manfaat kakitangan seluruh Syarikat atau Kumpulan dan jika bersesuaian mencadangkan kepada Lembaga untuk diterima pakai; dan
- Untuk menyemak dan mencadangkan kepada Lembaga untuk diterima pakai rangka kerja bagi skim insentif tahunan Syarikat. Rangka kerja bagi insentif tahunan boleh membabitkan:

- Kenaikan merit
- Bonus merit.

Dalam membentuk dasar imbuhan Kumpulan, Jawatankuasa Imbuhan menerima nasihat daripada penasihat luar. Namun demikian, tanggungjawab akhir bagi meluluskan imbuhan kepada Pengarah terletak kepada keseluruhan Lembaga Pengarah.

Penentuan imbuhan Pengarah bukan eksekutif adalah urusan Lembaga Pengarah secara keseluruhannya.

Jawatankuasa Audit ("AC")

AC menyemak isu-isu dasar perakaunan dan pembentangan laporan kewangan luaran, memantau fungsi audit dalaman dan memastikan suatu perhubungan yang objektif dan profesional dikekalkan dengan juruaudit luar. AC mempunyai akses penuh kepada juruaudit luar dan dalaman, yang sebaliknya juga mempunyai akses pada setiap masa kepada Pengerusi Jawatankuasa itu. AC juga boleh bertemu dengan juruaudit luar tanpa kehadiran ahli eksekutif Jawatankuasa itu, apabila difikirkan perlu.

Laporan mengenai AC dibentangkan pada muka surat 33 hingga 36 Laporan Tahunan ini.

Jawatankuasa Lembaga ("BC")

BC ditubuhkan pada 6 Mei 2003. Sepanjang tahun kewangan berakhir 31 Disember 2004, dua (2) mesyuarat telah diadakan. Ahli BC dan butir-butir kehadiran mereka pada mesyuarat-mesyuarat adalah seperti berikut:-



*Sept 23, 2004
Penang vendors pose for photos*

The 'Big or Small' flag; paraded around Ipoh

Nama ahli jawatankuasa	Kehadiran
Dato' Kalimullah bin Masheerul Hassan (Pengerusi) (dilantik pada 1 Januari 2004)	2/2
Syed Faisal Albar bin Syed A. R Albar	2/2
Abdul Rahman bin Ahmad	2/2
Shahril Ridza bin Ridzuan	2/2



Kenyataan Tadbir Urus Korporat



Sept 27, 2004
Vendors' night at
Moven Peak, Ipoh.

BC juga menyelesaikan beberapa perkara menerusi empat (4) resolusi-resolusi pekeliling pada tahun kewangan berakhir 31 Disember 2004.

Setiausaha Syarikat bertindak sebagai Setiausaha BC.

BC bermesyuarat apabila perlu. Kelulusan boleh dibuat menerusi resolusi secara bertulis jika mesyuarat rasmi tidak dapat diadakan.

Korum mesyuarat itu hendaklah terdiri daripada tiga ahli.

Bidang tugas yang diluluskan untuk Jawatankuasa ini adalah:-

- Untuk melaksanakan keputusan dan budi bicara di bawah kuasa yang diberikan Lembaga Pengarah;
- Untuk menyemak dan memantau prestasi keseluruhan Syarikat;
- Untuk mengambil tindakan pembetulan yang perlu bagi memastikan objektif Syarikat dipenuhi; dan
- Untuk menyemak dan memutuskan sebarang perkara yang dirujuk kepadanya oleh Pengurusan.

Jawatankuasa Skim Opsyen Saham Kakitangan ("Jawatankuasa ESOS")

Jawatankuasa ESOS dibentuk pada 10 Oktober 2003 untuk mentadbir Skim Opsyen Saham Kakitangan NSTP selaras dengan objektif dan peraturannya serta untuk memastikan kelayakan penyertaan, tawaran opsyen dan peruntukan

saham dan juga untuk menangani apa-apa hal lain yang mungkin diperlukan.

Bagi tahun kewangan berakhir 31 Disember 2004, satu (1) mesyuarat diadakan, dihadiri oleh semua ahli iaitu Dato' Zolkipli bin Abdul (Pengerusi), Shivadas a/l P K Raman dan Abdul Rahman bin Ahmad. Pada tahun berkenaan, Jawatankuasa ESOS juga menyelesaikan beberapa perkara menerusi dua belas (12) resolusi-resolusi pekeliling.

IMBUHAN PARA PENGARAH

Objektif polisi Kumpulan mengenai imbuhan Pengarah-pengarah adalah untuk menarik dan mengekalkan Pengarah berkaliiber bagi menguruskan Kumpulan dengan jayanya. Komponen bahagian-bahagian imbuhan distruktur bagi mengaitkan anugerah kepada prestasi individu dan korporat, terutamanya bagi Pengarah eksekutif. Bagi Pengarah bukan eksekutif, tahap imbuhan menggambarkan pengalaman dan tahap tanggungjawab mereka.

Satu ringkasan mengenai imbuhan Pengarah-pengarah bagi tahun kewangan berakhir 31 Disember 2004 membezakan antara Pengarah eksekutif dan bukan eksekutif dalam agregat, dengan pengasingan dalam komponen yang bersesuaian, dan bilangan Pengarah dan imbuhan mereka tertakluk di dalam setiap jalur RM50,000 seperti yang digariskan di bawah:

Imbuhan Agregat

	Pengarah Eksekutif	Pengarah Bukan Eksekutif	Jumlah
Yuran (RM)	-	235,640.00	235,640.00
Gaji (RM)	643,800.00	-	643,800.00
KWSP (RM)	136,218.00	-	136,218.00
Bonus (RM)	-	-	-
Elaun (RM)	128,797.00	-	128,797.00
Manfaat Cuti	44,281.00	-	44,281.00
Faedah-Ihsan	7,200.00	-	7,200.00
Jumlah (RM)	960,296.00	235,640.00	1,195,936.00

Analisa Imbuhan

Imbuhan Pengarah	Pengarah Eksekutif	Pengarah Bukan Eksekutif	Jumlah
0 – RM50,000	-	5	5
RM50,001 – RM100,000	-	1	1
RM100,001 – RM150,000	-	-	-
RM150,001 – RM200,000	-	-	-
RM200,001 – RM250,000	-	-	-
RM250,001 – RM300,000	-	-	-
RM300,001 – RM350,000	-	-	-
RM350,001 – RM400,000	-	-	-
RM400,001 – RM450,000	-	-	-
RM450,001 – RM500,000	1	-	1
RM500,001 – RM550,000	1	-	1

KOMUNIKASI DENGAN PEMEGANG SAHAM DAN HUBUNGAN PELABUR

Dialog di antara Syarikat dan para Pelabur

Kumpulan menghargai dialog dengan para pelabur. Pengarah-pengarah eksekutif secara berterusan mengadakan taklimat dengan penganalisis dan pemegang saham biasanya selepas setiap pengumuman keputusan kewangan suku tahunan kepada Bursa Malaysia Securities Berhad dan pengumuman korporat lain bagi menjelaskan strategi Kumpulan, prestasi dan perkembangan-perkembangan penting. Bagaimanapun, sebarang maklumat yang mungkin dianggap sebagai maklumat rahsia mengenai Kumpulan tidak akan didedahkan.

Mesyuarat Agung Tahunan

Pada setiap Mesyuarat Agung Tahunan, Lembaga Pengarah membentangkan perkembangan prestasi perniagaan dan menggalakkan pemegang saham mengambil bahagian dengan bertanya soalan kepada Lembaga Pengarah dalam sesi Soal Jawab.

Setiap perkara urusan khas yang dimasukkan dalam notis mesyuarat akan disertakan dengan penjelasan penuh mengenai kesan sesuatu cadangan resolusi. Resolusi berasingan akan dicadangkan bagi isu besar berasingan pada mesyuarat.

KEBERTANGGUNGJAWABAN DAN AUDIT

Laporan Kewangan

Dalam membentangkan penyata kewangan tahunan dan pengumuman sukuan kepada pemegang saham, para Pengarah bermatlamat membentangkan penilaian yang boleh difahami dan seimbang mengenai prospek dan kedudukan Kumpulan. Ini juga diguna pakai bagi laporan awam yang sensitif harga dan laporan kepada pengawal kawal selia.

Kawalan Dalaman

Lembaga Pengarah menyedari tanggungjawabnya terhadap sistem kawalan dalaman Kumpulan dan pengurusan risiko dan mengkaji kerberkesanan sistem-sistem tersebut. Sistem seperti itu bagaimanapun, hanya boleh dibangunkan untuk mengurus dan bukannya menghapuskan risiko kegagalan dalam mencapai objektif perniagaan. Ia juga hanya boleh memberi kawalan yang berpatutan dan bukan jaminan sepenuhnya terhadap salah nyata, kerugian atau penyelewengan ketara.

Laporan mengenai kawalan dalaman Kumpulan dibentangkan dalam Penyata Kawalan Dalaman pada muka surat 62 hingga 64 Laporan Tahunan ini.

Sept 29, 2004
Vendors' dinner at
New York Hotel,
Johor Bahru



Hubungan dengan Juruaudit

Syarikat mewujudkan perhubungan yang telus dan bersesuaian dengan Juruaudit Luar Syarikat menerusi Jawatankuasa Audit.

Peranan Jawatankuasa Audit berkaitan dengan Juruaudit Luar dinyatakan pada muka surat 36 Laporan Tahunan ini.

PENYATA TANGGUNGJAWAB PENGARAH-PENGARAH UNTUK MENYEDIAKAN PENYATA KEWANGAN

Para Pengarah dikehendaki oleh Akta Syarikat 1965 untuk menyediakan penyata kewangan bagi setiap tahun kewangan selaras dengan Standard Perakaunan yang diguna pakai dan memberikan pandangan yang benar dan jujur mengenai kedudukan Kumpulan dan Syarikat pada tahun kewangan itu.

Para Pengarah bertanggungjawab bagi memastikan bahawa Syarikat menyimpan rekod perakaunan yang mendedahkan dengan ketepatan yang munasabah kedudukan kewangan Kumpulan dan Syarikat yang membolehkan mereka memastikan bahawa penyata kewangan itu mematuhi Akta Syarikat 1965.

Para Pengarah juga bertanggungjawab untuk mengambil langkah-langkah berpatutan yang terbuka padanya untuk melindungi aset-aset Kumpulan bagi mencegah dan mengesan penyelewengan dan sebarang salah laku.

Dalam menyediakan penyata kewangan, para Pengarah telah:

- memilih dasar perakaunan yang bersesuaian dan mengguna pakainya secara konsisten;
- membuat keputusan dan anggaran yang munasabah dan berhemat;
- memastikan semua standard perakaunan yang diguna pakai sudah diikuti; dan
- menyediakan penyata kewangan berasaskan andaian perniagaan berterusan kerana para Pengarah mempunyai jangkaan yang munasabah, sesudah membuat pertanyaan, bahawa Kumpulan dan Syarikat mempunyai sumber-sumber mencukupi untuk meneruskan operasinya pada masa depan.



Oct 1, 2004
Peeling off the first copy during the nationwide compact rollout at Balai Berita Senai's plant

Corporate Governance Statement

The Board of Directors ("the Board") of The New Straits Times Press (Malaysia) Berhad ("NSTP") is committed to ensuring that the highest standards of corporate governance are practiced throughout NSTP and its subsidiaries ("the Group") as a fundamental part of discharging its responsibilities to protect and enhance shareholder value and the financial performance of the Group. The Board fully supports the recommendations of the Malaysian Code of Corporate Governance ("the Code") and believes that good corporate governance is essential to attain the Group's business and social objectives.

The Board has moved closer towards full compliance with all the Principles in Part 1 of the Code and is also committed to ensuring adoption of the Best Practices as recommended in Part 2 of the Code. Set out below is a statement of how the Group has applied the Principles of the Code.

THE BOARD OF DIRECTORS

The Board has the overall responsibility for corporate governance, reviewing the adequacy and integrity of the system of internal controls, reviewing and adopting the strategic direction of the Group and overseeing the investments of the Group. The Group is led and controlled by an effective Board. The Board meets on a scheduled basis, at least four (4) times a year, with additional meetings convened as necessary. All Board members bring an independent judgement to bear on issues of strategy, performance, resources and standards of conduct. During the financial year ended 31 December 2004, nine (9) Board meetings were held.

The Board has further delegated specific responsibilities to five (5) sub-committees namely the Audit Committee, Nomination Committee, Remuneration Committee, Board Committee and Employee Share Option Scheme Committee, the details of which

are set out below. These Committees have the authority to examine particular issues and report back to the Board with their recommendation. The ultimate responsibility for the final decision on all matters, however, lies with the entire Board.

Board Balance

The Board has a balanced composition of executive and non-executive Directors. Presently, the Board comprises eight (8) members, of which two (2) are executive Directors and six (6) non-executive Directors, four (4) of whom are independent (including the Chairman). No individual or group of individuals dominates the Board's decision-making powers and processes, and the number of Directors fairly reflects investment in the Company.

Together, the Directors bring a wide range of business and financial experience relevant to the direction of a large, expanding Group. A brief profile of each Director is presented on pages 25 to 28 of the Annual Report.



Oct 1, 2004
The nationwide launch at Johor Bahru

During the financial year ended 31 December 2004, a total of nine (9) Board meetings were held, the details of attendance of which are set out below:

Directors	Appointment	Resignation	Attendance	%
Jeneral (B) Tan Sri Dato' Mohd Ghazali bin Haji Che Mat (Independent Non-Executive Chairman)	1 January 1988	-	9/9	100
Syed Faisal Albar bin Syed A. R Albar (Chief Executive Officer)	1 April 2003	-	9/9	100
Dato' Kalimullah bin Masheerul Hassan (Group Editor-in-Chief/ Executive Director)	1 January 2004	-	8/9	89
Dato' Zolkipli bin Abdul (Independent Non-Executive Director)	27 September 2000	-	6/9	67
Shivadas slo P K Raman (Independent Non-Executive Director)	26 July 1999	-	9/9	100
Abdul Rahman bin Ahmad (Non-Independent Non-Executive Director)	16 August 2001	-	8/9	89
Shahril Ridza bin Ridzuan (Non-Independent Non-Executive Director)	16 August 2001	-	9/9	100
Dato' Dr. Mohd Shahari bin Ahmad Jabar (Independent Non-Executive Director)	12 May 2004	-	5/5	100

Corporate Governance Statement



Oct 1, 2004

Big bikes entourage at Johor Bahru during the nationwide launch

There is a clear division of roles and responsibilities between the Chairman of the Board and the Chief Executive Officer ("CEO") to ensure that there is a balance of power and authority. The Chairman is responsible for ensuring Board effectiveness and conduct whilst the CEO has overall responsibilities over the operating units, organisational effectiveness and implementation of the Board policy and decisions. In addition, the Board has identified Dato' Zolkipli bin Abdul as being a senior independent non-executive Director to whom shareholders can convey their concerns.

The presence of independent non-executive Directors in the Board provides objectivity and is of the calibre necessary to carry sufficient weight in Board decisions. Although all the Directors have an equal responsibility for the Group's operations, the role of these independent non-executive Directors is particularly important in ensuring that the strategies proposed by the executive management are fully discussed and examined, and take account of the long term interests, not only of the shareholders, but also of employees, customers, suppliers, and the many communities in which the Group conducts business.

The monorail station looked great with our lively ads

Supply Of Information

The Board has unrestricted access to timely and accurate information, necessary in the furtherance of their duties, which is not only quantitative but also other information deemed suitable such as customer satisfaction, product and service quality, market share, market reaction and environmental performance.

All Directors are provided with an agenda and a set of Board papers to review prior to the Board meeting. The documents are issued in sufficient time (at least 5 days prior to the meeting) to enable the Directors to obtain further explanations, where necessary, in order to be briefed properly before the meeting. The Board papers include among others, the following:-

- i. Chief Executive Officer Report;
- ii. Quarterly Financial Report; and
- iii. Summary minutes of meetings of the Committees of the Board.

In addition to Group performance discussed at the meeting, there is a schedule of matters reserved specifically for the Board's decision, including the approval of corporate plans and annual budgets, acquisitions and disposals of assets that are material to the Group, major investments and financial decisions and changes to management and control structure of the Group, including key policies, procedures and delegated authority limits.



All Directors have access to the advice and services of the Company Secretary and where necessary, in the furtherance of their duties, take independent professional advice at the Group's expense.

Appointments To The Board

The Nomination Committee recommends the appointments of new Directors to the Board.

Re-election of the Directors

In accordance with the Company's Articles of Association, all Directors who are appointed by the Board are subject to election by shareholders at the first opportunity Annual General Meeting after their appointment. Furthermore a Director shall retire at least once every three years at an Annual General Meeting.

Directors who are above the age of 70 are required to submit themselves for re-appointment by shareholders annually in accordance with Section 129(6) of the Companies Act 1965.

Directors' Training

As an integral element of the process of appointing new directors, the Nomination Committee ensures that there is an orientation and education programme for new Board members. Directors also receive further training from time to time, particularly on relevant new laws and regulations, and changing commercial risks. During the financial year under review, the Directors attended various continuing education programmes and seminars to keep abreast with developments in the market place.

BOARD COMMITTEES

The following Board Committees have been established to assist the Board in the execution of its responsibilities.

Nomination Committee ("NC")

The NC was established on 25 October 2001. The NC has been charged with identifying and recommending new nominees to the Board. The members of the NC during the year comprised wholly of non-executive Directors, a majority of whom are independent.

During the financial year ended 31 December 2004, one (1) meeting was held, attended by all members, namely Jeneral (B) Tan Sri Dato' Mohd Ghazali bin Haji Che Mat (Chairman), Shivadas slo P K Raman and Abdul Rahman bin Ahmad. During that year the NC also resolved one (1) matter by way of a circular resolution.

The Company Secretary acts as the Secretary to the NC.

The NC is required to meet at least once a year with a quorum of three (3) needed to convene the meeting.

The terms of reference approved for the NC are:

- To nominate and recommend, candidates to be appointed as Directors of the Company;
- To consider in making its recommendations, candidates for directorships proposed by the Chief Executive Officer or by any other senior executive or any director or shareholder;
- To recommend to the Board, Directors for Board committees;
- To assist the Board in its annual review of the required mix of skills and experience and other qualities, including core competencies which non-executive Directors should bring to the Board; and
- To assist the Board in implementing an assessment programme to assess the effectiveness of the Board as a whole, the committees of the Board and the individual Director on an annual basis.

Remuneration Committee ("RC")

In line with the Code, the Committee was established on 25 October 2001. The members of the RC during the year consisted wholly of non-executive Directors, a majority of whom are independent. During the financial year ended 31 December 2004, two (2) meetings were held. The attendance at the RC meetings were as follows:-

Name of Members	Attendance
Jeneral (B) Tan Sri Dato' Mohd Ghazali bin Haji Che Mat (Chairman)	2/2
Shahril Ridza bin Ridzuan	2/2
Dato' Zolkipli bin Abdul (resigned on 12 May 2004)	1/1
Dato' Dr. Mohd Shahari bin Ahmad Jabar (appointed on 12 May 2004)	1/1



Oct 1, 2004
Beetles entourage
at Johor Bahru

The RC also resolved one (1) matter through a circular resolution during the financial year ended 31 December 2004.

The Company Secretary acts as the Secretary to the RC.

The RC meets at least once a year and a quorum of three (3) is required to convene the meeting.

The terms of reference approved for the RC are:

- To determine and recommend to the Board the framework or broad policy for the remuneration packages of the Company's or Group's Chief Executive, the Chairman of the Company and such other members of the executive management as it is designated to consider;
- To establish a formal and transparent procedure for developing policy on the total individual remuneration package of executive Directors including, where appropriate, bonuses, incentives and share options;
- To design the remuneration package for all executive Directors with the aim of attracting and retaining high-calibre individuals who will deliver success for shareholders and high standards of service for customers, while having due regard to the business environment in which the Group operates. Once formulated, to recommend to the Board for approval;
- To review and recommend to the Board improvement (if any) on executive Directors' remuneration policy and package and any other issues relating to benefits of executive Directors on an annual basis;
- To review any major changes in employee benefit structures throughout the Company or Group, and if fit recommend to the Board for adoption; and
- To review and recommend to the Board for adoption the framework for the Company's annual incentive scheme. The framework for the annual incentive

scheme may include:

- Merit increment
- Merit bonus.

In framing the Group's remuneration policy, the Remuneration Committee receives advice from external consultants. It is, nevertheless, the ultimate responsibility of the entire Board to approve the remuneration of these Directors.

The determination of the remuneration of the non-executive Directors is a matter for the Board as a whole.

Audit Committee ("AC")

The AC reviews issues on accounting policies and presentation of external financial reporting, monitors the works of the internal audit function and ensures an objective and professional relationship being maintained with the external auditors. The AC has full access to the auditors both internally and externally who, in turn, have access at all times to the Chairman of the Committee. The AC meets with the external auditors, excluding the attendance of the executive members of the Committee, whenever deemed necessary.

The report of the AC is found on pages 37 to 41 of this Annual Report.

Board Committee (BC)

The BC was established on 6 May 2003. During the financial year ended 31 December 2004, two (2) meetings were held. The members of the BC as well as details of their attendance at the BC meetings during the year are set out in the following page:-

The roving colours of the station encapsulates the train as it passes by



Oct 1, 2004

Roving in Johor Bahru



Corporate Governance Statement

Members	Attendance
Dato' Kalimullah bin Masheerul Hassan (Chairman) (appointed on 1 January 2004)	2/2
Syed Faisal Albar bin Syed A. R Albar	2/2
Abdul Rahman bin Ahmad	2/2
Shahril Ridza bin Ridzuan	2/2

The BC also resolved various matters through four (4) circular resolutions during the financial year ended 31 December 2004.

The Company Secretary acts as the Secretary to the BC.

The BC meets as and when required. Approvals can be made via resolutions in writing if formal meetings cannot be held.

The quorum for the meeting shall be three (3) members.

The terms of reference approved for the Committee are:-

- To execute decisions and discretions under the power given by the Board of Directors;
- To review and monitor the Company's overall performance;
- To take the necessary remedial action to ensure the Company's objectives are met; and
- To review and decide on all matters referred to it by the Management

Employee Share Option Scheme Committee ("Option Committee")

The Option Committee was established on 10 October 2003 to administer the NSTP Employee Share Option Scheme in accordance with the objectives and regulations thereof and to determine participation eligibility, option offers and share allocations and to attend to such other matters as may be required.

During the financial year ended 31 December 2004 one (1) meeting was held, attended by all members, namely Dato' Zolkipli bin Abdul (Chairman), Shivadas s/o P K Raman and Abdul Rahman bin Ahmad. During the year under review the Option Committee also resolved various matters through twelve (12) circular resolutions.

DIRECTORS' REMUNERATION

The objectives of the Group's policy on Directors' remuneration are to attract and retain Directors of the caliber needed to manage the Group successfully. The component parts of remuneration are structured so as to link rewards to corporate and individual performance, in the case of executive Directors.

In the case of non-executive Directors, the level of remuneration reflects their experience and responsibilities.

A summary of the remuneration of the Directors for the financial year ended 31 December 2004 distinguishing between executive and non-executive Directors in aggregate, with categorisation into appropriate components and the number of Directors whose remuneration falls into each successive band of RM50,000 are set out below:

Aggregate Remuneration

	Executive Directors	Non-Executive Directors	Total
Fees (RM)	-	235,640.00	235,640.00
Salary (RM)	643,800.00	-	643,800.00
EPF (RM)	136,218.00	-	136,218.00
Bonus (RM)	-	-	-
Allowance (RM)	128,797.00	-	128,797.00
Leave Passage	44,281.00	-	44,281.00
Benefits-in-kind	7,200.00	-	7,200.00
Total (RM)	960,296.00	235,640.00	1,195,936.00

Analysis of Remuneration

Directors' Remuneration	Executive Directors	Non-Executive Directors	Total
0 – RM50,000	-	5	5
RM50,001 – RM100,000	-	1	1
RM100,001 – RM150,000	-	-	-
RM150,001 – RM200,000	-	-	-
RM200,001 – RM250,000	-	-	-
RM250,001 – RM300,000	-	-	-
RM300,001 – RM350,000	-	-	-
RM350,001 – RM400,000	-	-	-
RM400,001 – RM450,000	-	-	-
RM450,001 – RM500,000	1	-	1
RM500,001 – RM550,000	1	-	1



Oct 1, 2004

Production Director introducing the new NST Compact



Oct 1, 2004
"It looks good,
doesn't it?"

COMMUNICATION WITH SHAREHOLDERS AND INVESTOR RELATIONS

Dialogue Between The Company And Investors

The Group values dialogue with investors. The executive Directors hold regular briefings with analysts and shareholders usually after each quarter's announcement of results to the Bursa Malaysia Securities Berhad and other corporate announcements to explain the Group's strategy, performance and major developments. However, any information that may be regarded as undisclosed material information about the Group will not be given.

Annual General Meeting

At each Annual General Meeting, the Board presents the progress and performance of the business and encourages shareholders to participate and pose questions to the Board in the Question and Answer session.

Each item of special business included in the notice of the meeting will be accompanied by a full explanation of the effects of a proposed resolution. Separate resolutions are proposed for substantially separate issues at the meeting.

ACCOUNTABILITY AND AUDIT

Financial Reporting

In presenting the annual financial statements and quarterly announcement to shareholders, the Directors aim to present a balanced and understandable assessment of the Group's position and prospects. This also applies to other price-sensitive public reports and reports to regulators.

Internal Control

The Board acknowledges its responsibility for the Group's systems of internal controls and risk management and for reviewing the effectiveness of those systems. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives. Any system can only provide a reasonable but not absolute assurance against material misstatement, loss or fraud.

Information on the Group's internal control is presented in the Statement on Internal Control laid out on pages 65 to 67 of this Annual Report.

Relationship With The Auditors

The Company has established transparent and appropriate relationships with the Company's External Auditors through the Audit Committee.

The role of the Audit Committee, in relation to the External Auditors, is described on page 40 of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT FOR PREPARING THE FINANCIAL STATEMENTS

The Directors are required by the Companies Act 1965 to prepare financial statements for each financial year which have been made in accordance with the applicable Approved Accounting Standards and give a true and fair view of the state of affairs of the Group and Company for the financial year.

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

The Directors also have overall responsibilities for taking such steps as are reasonably open to them to safeguard the assets of the Group to prevent and select and detect fraud and other irregularities.

In preparing the financial statements, the Directors have:

- selected suitable accounting policies and applied them consistently;
- made judgements and estimates that are reasonable and prudent;
- ensured that all applicable accounting standards have been followed; and
- confirmed that the financial statements have been prepared on the going concern basis as the Directors have a reasonable expectation, having made enquiries, that the Group and Company have adequate resources to continue in operational existence for the foreseeable future.



Cabaran Angkasa

Gan A Yunanesso (dari kiri), Muhammad Azem Zuhami dan Sahwien Lee Mohan, tertarik melihat replika kapal angkasa yang dipamerkan sempena majlis pelancaran Cabaran Angkasa Nespray, Piala Perdana Menteri 2005, baru-baru ini. Lagi berita di muka 2. - Gambar oleh I. Manimaran

Menarik di Dalam

<p>Sains Bahagian A Fasa-fasa Bulan</p> <p>3</p>	<p>Bahasa Melayu (Kertas 2) Karangan Syarahan</p> <p>6</p>	<p>Bahasa Inggeris Paper 1, Section A, B</p> <p>9</p>	<p>"DIDIK" Minda Pelajar dan IKOM, mempromosikan bahan pembelajaran berminat sebagai tambahan kepada pengetahuan yang diperolehi di sekolah. Satu Minut Pelajaran, Databank, dan Informatik dan Rancangan</p>
<p>Matematik Kertas 1 Masa dan Waktu</p> <p>7</p>	<p>Year 1, Year 2 & Year 3 Science & Mathematics</p> <p>11 - 16</p>		