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The completed Ukaylake Country Club would further enhance the Ulu Kelang Project as one of the most sought after premier residential development precincts in the eastern corridor of Klang Valley.





The Group is committed towards the successful development of its projects.

Board Of Directors

Chairman & Chief Executive Officer
Tan Sri Dr Chen Lip Keong

Datuk Haji Jaafar bin Abu Bakar

Mr Wong Swee Min

Mr Lai Gin Nyap

Mr Chin Yit Kong

Members Of Audit Committee

Chairman & Independent Non-Executive Director
Datuk Haji Jaafar bin Abu Bakar

Independent Non-Executive Director
Mr Wong Swee Min

Executive Director
Mr Lai Gin Nyap

Company Secretaries

Chang Yuet Mei MAICSA 0781552
Voon Yoon Mei MAICSA 0802554

Registered Office

Level 19, Menara PanGlobal
No. 8, Lorong P. Ramlee
50250 Kuala Lumpur

Stock Exchange Listings

Kuala Lumpur Stock Exchange
London Stock Exchange

Share Registrar

Lipkland Management & Consultancy Sdn Bhd
Level 19, Menara PanGlobal
No. 8, Lorong P. Ramlee
50250 Kuala Lumpur
Telephone : 03-201 2377
Facsimile : 03-201 2327

Auditors

Moore Stephens
8A, Jalan Sri Semantan Satu
Damansara Heights
50490 Kuala Lumpur

Bankers

Malayan Banking Berhad
Bumiputra Commerce Bank Berhad
Utama Merchant Bank Berhad

Solicitors

Zaid Ibrahim & Co.
Level 19, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
50470 Kuala Lumpur

Megat Najmuddin Leong & Co.
102 Jalan Bangsar
59200 Kuala Lumpur

KH Tan & Chua
Unit No. B-8-2, Level 8
Megan Phileo Avenue
No. 12, Jalan Yap Kwan Seng
50450 Kuala Lumpur

Zul Rafique & Partners
Suite 17.01, 17th Floor
Menara PanGlobal
No. 8, Lorong P. Ramlee
50250 Kuala Lumpur

United Kingdom Branch Register

Grooved Secretaries Ltd.
52 Leysdown Road
Mottingham, London
SE9 3NB United Kingdom
Telephone : 00 44 181 333 7849
Facsimile : 00 44 181 333 7849

Chairman & Chief Executive Officer's Statement



Tan Sri Dr Chen Lip Keong
Chairman & Chief Executive Officer

Dear Shareholders,

On behalf of the Board of Directors of Petaling Tin Berhad, it gives me great pleasure to present the Annual Report and Accounts of the Company and the Group for the financial year ended 31 October 2000.



The Group has active property development projects which have contributed to profits.

Financial Results

Business conditions during the financial year were competitive and challenging. Against this scenario, the Group registered a pre-tax profit of RM7,310,524, a three-fold improvement as compared to the pre-tax loss of RM3,748,648 recorded in the previous year. The substantial increase was mainly due to profits generated from the Group's property development and property investment operations.

However, a pre-tax loss of RM1,561,733 was incurred at the Company's level as compared to the previous year's pre-tax profit of RM238,730. The loss was mainly due to an increase in overheads corresponding with the enlarged Group following the completion of the rescue exercise during the financial year. The Company remained as a holding company during the year and played an administrative and managerial role over the operations of its subsidiaries.

Dividend

No dividend was paid during the year and the Board does not recommend any dividend payment for the financial year under review. As this has been a year of turnaround for the Group and the beginning of a new growth phase, the Board has recommended that profits be retained to fund the Group's growing operations and to strengthen its reserves.

Operational Review

Property

The Group is now a significant property player with ongoing development projects as well as prime landbank for future development, in both Peninsular and East Malaysia.

These projects were acquired during the financial year in conjunction with the rescue exercise and some were ongoing and had immediately generated earnings to the Group. The earnings were derived mainly from the Ulu Kelang Project, Magilds Industrial Park Project and Senawang Town Centre Project.

The Ulu Kelang Project comprises an ongoing mixed commercial and residential development on a 75-acre freehold property located at the fringe of Kuala Lumpur city. The sales of residential units have been encouraging and the Board is confident that this project will emerge as one of the most sought after premier residential development precincts in the eastern corridor of Klang Valley.

The Magilds Industrial Park Project is a mixed industrial and residential development located in Sungai Buloh, about 25 kilometres from Kuala Lumpur. This project offers a spectrum of industrial units and affordable housing. Sales of detached factory lots have been satisfactory and the upcoming launch of residential properties will provide low to medium cost housing to complement the industrial units.

Following completion of the rescue exercise, the Group had quickly mobilised efforts towards development of its property projects.

Situated approximately 70 kilometres south of Kuala Lumpur and 40 kilometres from the Federal Administrative Centre of Putrajaya, the Senawang Town Centre Project is a mixed commercial and residential development which represents the main commercial precinct in Senawang. The project shall be developed complete with amenities and shall be a one-stop commercial hub providing convenience, accessibility and a market place for goods and services to cater to neighbouring residential estates and industrial parks.

In addition to these ongoing projects, the Group has a landbank comprising properties in Kuala Lumpur city centre, Ulu Yam and Kota Kinabalu for future development.

Manufacturing

The Group had not recommenced the operations of its brick factory located in Banting during the financial year due to unfavourable market conditions.

Corporate Developments

The Board is pleased to inform you that the Group's rescue exercise that was approved earlier was completed during the financial year under review.

- (a) On 2 February 2000, a total of RM284,500,000 nominal value of 10-year zero coupon Irredeemable Convertible Unsecured Loan Stocks (2000/2010) ("ICULS") were issued by the Company to the various vendors for the acquisition of the Golden Domain Group to settle amounts owing in respect of:
 - i) the acquisition of the entire issued and paid-up share capital of Golden Domain Holdings Sdn Bhd; and
 - ii) the acquisitions of the Ulu Yam Project, Bukit Ceylon Project and all the preference shares in Golden Domain Development Sdn Bhd, Magilds Industrial Park Sdn Bhd and Majurama Developments Sdn Bhd.
- (b) On 17 February 2000, the Company's rights issue exercise comprising the issue of 80,673,648 new ordinary shares of the Company at RM1.00 each together with 40,336,824 detachable warrants was successfully completed.



The Group is exploring opportunities and new frontiers in the growing leisure and tourism industry.

Other than the above, the following corporate events have taken place during the financial year under review:

- (a) On 21 June 2000, the Company had acquired 2 ordinary shares of RM1.00 each representing 100% equity interest in the capital of Magni-Champ Sdn Bhd (a dormant company incorporated in Malaysia). Subsequently on 30 September 2000, Magni-Champ Sdn Bhd changed its name to Ukaylake Country Club Sdn Bhd. The acquisition had no effect on the Group's results for the financial year under review.
- (b) In an Extraordinary General Meeting held on 29 August 2000, the shareholders of the Company had approved a waiver to be granted to Tan Sri Dr Chen Lip Keong, a Director of the Company, and parties deemed acting in concert with him, from the obligation to undertake a mandatory offer for the remaining shares in the Company not already owned by them following the conversion of their ICULS.

Significant Event

On 12 September 2000, the Board announced that the Company had entered into a conditional Share Sale Agreement to acquire 62,400,000 ordinary shares of HKD1.00 each representing 80% equity interest in Naga Resorts & Casinos Limited ("NRCL") from Sharpwin International Limited for a purchase consideration of RM1,307,200,000 (equivalent to USD344,000,000 based on the exchange rate of RM3.80 per USD1.00) ("Proposed Acquisition"). It was proposed that the purchase consideration be satisfied vide the issue of 1,233,207,547 new ordinary shares of RM1.00 each by the Company to the vendor at an issue price of RM1.06 per share.

NRCL was incorporated in Hong Kong and is a leading investor in the leisure and tourism industry in Cambodia with a licence to own, operate and manage a casino business within a 200 kilometre radius from the capital city of Phnom Penh for a period of seventy (70) years expiring on 2 January 2065. NRCL currently operates the sole casino in Phnom Penh onboard a floating barge moored on the Bassac River next to the Sofitel Cambodiana Hotel located in the heart of Phnom Penh, approximately 15 minutes' drive from Pochentong International Airport.

NRCL has been profitable since 1996 and its steady growth has been contributed mainly by tourists and travellers from neighbouring countries such as China, Hong Kong, Malaysia, Singapore, Taiwan and Thailand. The Cambodian Government's determination to promote Cambodia as a major tourist destination augurs well for NRCL as increased inbound tourist traffic to Cambodia will facilitate an increase in NRCL's market share and its long term growth.

The Company has completed a due diligence exercise on NRCL and the application papers in respect of the Proposed Acquisition have been submitted to the relevant authorities for their approvals.

With the proposed acquisition of Naga Resorts & Casinos Limited, the Group will participate in the lucrative leisure, tourism and gaming industry which is expected to boost the Group's earnings stream.

Subsequent Event

Following the receipt of Notices of Conversion in respect of RM85,350,000 nominal value of ICULS on 11 December 2000, the Company had issued and allotted 73,577,586 new ordinary shares of RM1.00 each on 5 March 2001. The conversion price of the ICULS had been set earlier at RM1.16 nominal value of ICULS for each new ordinary share of RM1.00 to be issued by the Company. Following the issue and allotment of the new shares, the issued and paid-up share capital of the Company has increased to RM174,421,646 comprising 174,421,646 ordinary shares of RM1.00 each.

Future Outlook

The Group has returned to profitability. However, the Board has observed that the property development industry is still in its recovery course and margins remain squeezed due to fierce competition resulting from a prolonged oversupply situation.

In view of these challenges, the Board has through the Proposed Acquisition proposed a diversification from the current sole business activity of property development to provide an alternative and attractive source of income for the Company and Group. Upon completion of the Proposed Acquisition, the Group is expected to benefit from a strong stream of income and cash flow from the operations of NRCL and the Group will eventually emerge as a major regional player in the lucrative and fast growing leisure, tourism and gaming industry.

The Group will nevertheless remain committed to ensure that its property development projects are carried out successfully and generate optimal returns. Barring any unforeseen circumstances, the Board is optimistic that the Group will stay profitable in the ensuing years.

Acknowledgement

On behalf of the Board, I would like to express my gratitude to the management and staff for their hard work and dedication as well as to our shareholders for their continued support and loyalty.

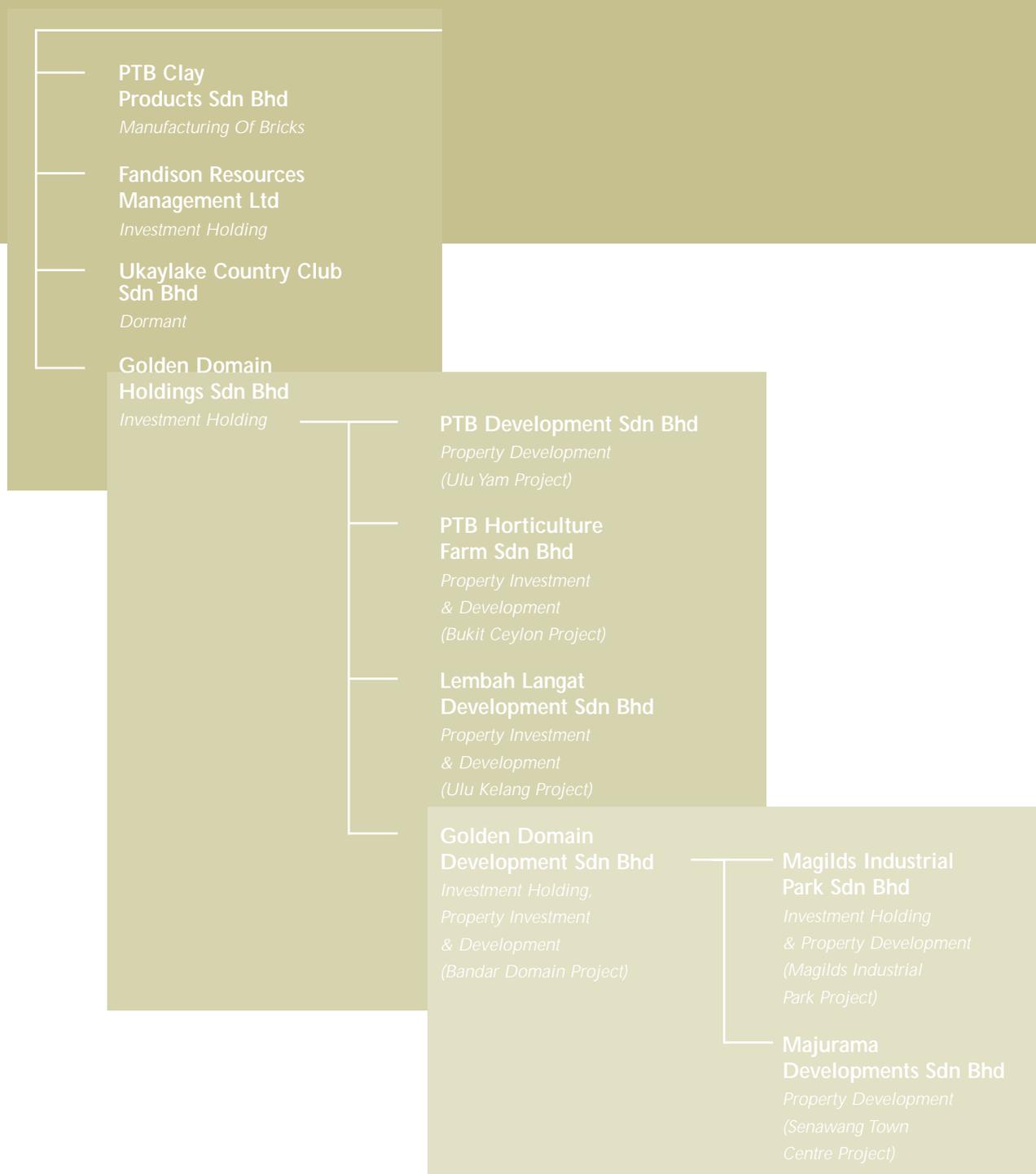
Although the road ahead will present new challenges and opportunities, the Group is prepared and excited with its prospects and plans in its new phase of growth and the Board will continue to work to improve earnings and returns to shareholders.

Tan Sri Dr Chen Lip Keong
Chairman & Chief Executive Officer

15 March 2001

PETALING TIN BERHAD

Investment Holding
& Management Services



All the above companies are wholly-owned subsidiaries within the Petaling Tin Berhad Group and are incorporated in Malaysia. Petaling Tin Berhad has an associated company, Fandison Resources Management Ltd, which is 40% owned and is incorporated in Hong Kong.

Terms Of Reference Of The Audit Committee

Purpose

The primary objective of the Audit Committee (as a sub-committee of the Board) is to assist the Board in the effective discharge of its fiduciary responsibilities for corporate governance, financial reporting and internal control.

Reporting Responsibilities

The Audit Committee will report to the Board on the nature and extent of the functions performed by it and may make such recommendations to the Board on any audit and financial reporting matters as it may think fit.

Composition

Members of the Audit Committee and their respective designations are as follows:

Chairman & Independent

Non-Executive Director

Datuk Haji Jaafar bin Abu Bakar

Independent Non-Executive Director

Mr Wong Swee Min

Executive Director

Mr Lai Gin Nyap

Attendance At Meetings

The head of finance, the head of internal audit and a representative of external audit shall normally attend Meetings. The Company Secretary shall be the secretary of the Committee. Other officers may be invited to brief the Committee on issues that are incorporated into the agenda.

Frequency Of Meetings

The Committee will meet as frequently as the Chairman shall decide in order to discharge its duties but not less than four times a year.

Quorum

The quorum for a meeting shall be two members.

Authority

The Audit Committee is authorised by the Board to investigate any activity within its terms of reference.

The Committee shall have unrestricted access to both the internal and external auditors and to all employees of the Group. The Committee may, with the approval of the Board, consult legal or other professionals where they consider it necessary to discharge their duties.

Duties

The duties of the Audit Committee are, inter alia:-

- a. To consider the appointment of the auditors, the audit fees and any question of their resignation or dismissal.
- b. To discuss with the external auditors before the audit commences, the nature and scope of the audit.
- c. To discuss problems and reservations arising from the interim and final audits and any matters the auditors may wish to discuss (in the absence of management where necessary).
- d. To review the internal audit programmes, consider the major findings of internal audit investigations and management's response and ensure co-ordination between internal and external audit.
- e. To keep under review the effectiveness of internal control systems and in particular, review the external auditors' management letter and management's response.
- f. To review the quarterly and annual financial statements before submission to the Board, focusing on:
 - any changes in accounting policies and practices;
 - major judgemental areas;
 - significant adjustments arising from the audit;
 - the going concern assumption;
 - compliance with accounting standards; and
 - compliance with stock exchange and legal requirements.

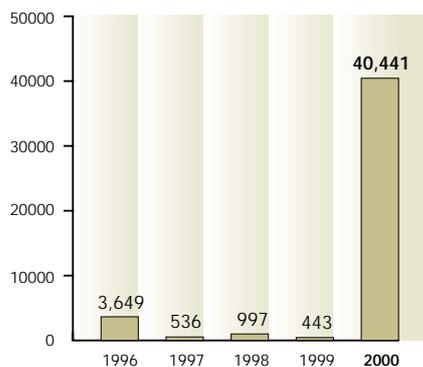
Five Years' Comparative Results

Petaling Tin Berhad

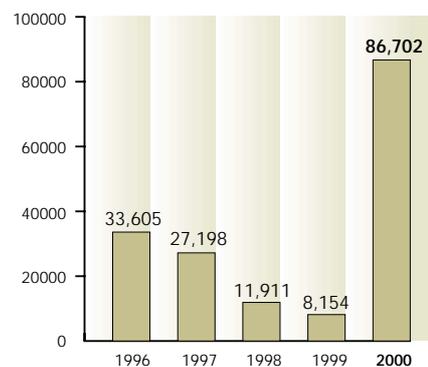
	1996	1997	1998	1999	2000
Operating revenue (RM'000)	3,649	536	997	443	40,441
Profit / (Loss) before taxation (RM'000)	(2,217)	(5,791)	(15,827)	(3,749)	7,311
Profit / (Loss) after taxation (RM'000)	(2,544)	(5,825)	(15,870)	(3,757)	4,331
Shareholders' fund (RM'000)	33,605	27,198	11,911	8,154	86,702
Total assets employed (RM'000)	37,458	37,119	25,331	292,231	476,242
Net tangible assets (RM'000)	32,533	26,122	11,899	8,134	86,702
Gearing ratio (times)*	–	0.22	0.89	1.76	0.04
Net tangible assets per share (RM)	1.61	1.30	0.59	0.40	0.86
Earnings / (Loss) per share (sen)					
Basic	(12.6)	(28.9)	(78.7)	(10.7)	5.3
Fully diluted	–	–	–	–	1.9

* calculated based on bank borrowings (excluding ICULS) over shareholders' funds

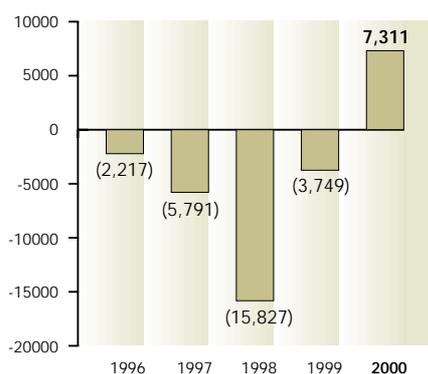
Operating revenue
(RM'000)



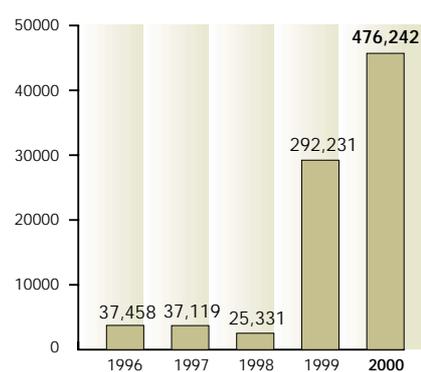
Shareholders' fund
(RM'000)



Profit / (Loss) before taxation
(RM'000)



Total assets employed
(RM'000)



Directors' Report

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the year ended 31 October 2000.

Principal Activities

The Company is principally engaged in the business of investment holding and provision of management services. The principal activities of the subsidiary companies are disclosed in note 3 to the financial statements. There have been no significant changes in the nature of these activities during the year.

Results

	Group RM	Company RM
Profit/(Loss) before taxation	7,310,524	(1,561,733)
Taxation (note 23)	(2,979,073)	–
Profit/(Loss) after taxation	<u>4,331,451</u>	<u>(1,561,733)</u>

Dividends

No dividend has been paid, declared or proposed since the end of the Company's previous financial year.

Reserves And Provisions

There were no material transfers to or from reserves or provisions during the year other than those mentioned in the financial statements.

Bad And Doubtful Debts

Before the income statements and balance sheets of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of provisions for doubtful debts, and have satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts.

At the date of this report, the Directors of the Company are not aware of any circumstances which would render the amount written off for bad debts, or the amount of the provision for doubtful debts in the Group and in the Company inadequate to any substantial extent.

Current Assets

Before the income statements and balance sheets of the Group and of the Company were made out, the Directors took reasonable steps to ensure that any current assets which were unlikely to realise in the ordinary course of business their values as shown in the accounting records of the Group and of the Company have been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

Valuation Methods

At the date of this report, the Directors are not aware of any circumstances which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

Contingent And Other Liabilities

At the date of this report there does not exist:

- (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person, or
- (ii) any contingent liability in respect of the Group or of the Company which has arisen since the end of the financial year.

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

Change Of Circumstances

At the date of this report, the Directors are not aware of any circumstances, not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.

Items Of An Unusual Nature

In the opinion of the Directors:

- (i) the results of the operations of the Group and of the Company for the financial year were not substantially affected by any item, transaction or event of a material and unusual nature.
- (ii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

Issue Of Shares

During the year, the following issues of shares were made by the Company:

Date of Issue	Class	Number	Terms of Issue	Purpose of Issue
17.2.2000	Ordinary RM1.00	80,673,648	Cash	Rights issue with detachable warrants ("Warrants") for acquisition of Ulu Kelang Project, repayment of borrowings and working capital purposes
15.9.2000	Ordinary RM1.00	2,000	Cash	Exercise of Warrants

Directors' Report (cont'd)

Issue Of Irredeemable Convertible Unsecured Loan Stocks

On 2 February 2000, the Company issued RM284,500,000 nominal value 10-year zero coupon Irredeemable Convertible Unsecured Loan Stocks 2000/2010 ("ICULS") in respect of:

- (a) the acquisition of the entire issued and paid-up share capital of Golden Domain Holdings Sdn. Bhd. for a purchase consideration of RM185,000,000; and
- (b) the acquisitions of the Ulu Yam Project, Bukit Ceylon Project and all of the preference shares in Golden Domain Development Sdn. Bhd., Magilds Industrial Park Sdn. Bhd. and Majurama Developments Sdn. Bhd. for a total purchase consideration of RM99,500,000.

The terms of issue of the ICULS are as disclosed in note 19 to the financial statements.

Directors Of The Company

The Directors in office since the date of the last report are:

Tan Sri Dr Chen Lip Keong

Datuk Haji Jaafar Bin Abu Bakar

Wong Swee Min

Lai Gin Nyap

Chin Yit Kong

Directors' Interest In Shares And ICULS

Particular of Directors' interest in the shares and ICULS of the Company during the financial year according to the registers required to be kept under Section 134 of the Companies Act, 1965 are as follows:

	Number of Ordinary Shares of RM1.00 Each			
	At 1.11.1999	Bought	Sold	At 31.10.2000
Direct Interest				
Tan Sri Dr Chen Lip Keong	1,000	434,096	–	435,096
Datuk Haji Jaafar bin Abu Bakar	1,000	4,000	–	5,000
Wong Swee Min	1,000	3,000	–	4,000
Lai Gin Nyap	1,000	4,000	–	5,000
Chin Yit Kong	–	1,000	–	1,000
Indirect Interest				
Tan Sri Dr Chen Lip Keong	5,097,524	20,000,000	–	25,097,524

	Amount of ICULS At Nominal Value of RM1.00 Each			
	At 1.11.1999	Acquired	Converted	At 31.10.2000
Direct Interest				
Tan Sri Dr Chen Lip Keong	–	93,499,999	–	93,499,999
Indirect Interest				
Tan Sri Dr Chen Lip Keong	–	85,300,001	–	85,300,001
	Number of Warrants			
	At 1.11.1999	Allotted	Sold	At 31.10.2000
Direct Interest				
Tan Sri Dr Chen Lip Keong	–	217,048	–	217,048
Wong Swee Min	–	2,000	–	2,000
Datuk Haji Jaafar bin Abu Bakar	–	2,000	–	2,000
Lai Gin Nyap	–	2,000	–	2,000
Indirect Interest				
Tan Sri Dr Chen Lip Keong	–	10,000,000	–	10,000,000

The conversion price of ICULS and the exercise price of Warrants has been determined at RM1.16 for each new ordinary shares of RM1.00 of the Company.

In accordance with Article 77 of the Company's Articles of Association, Wong Swee Min and Lai Gin Nyap retire from the board at the forthcoming annual general meeting and being eligible offer themselves for re-election.

Directors' Benefits

Since the end of the previous financial year no Director of the Company has received or become entitled to receive any benefit (other than the Directors' remuneration disclosed in note 22 to the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

During the year, the Company executed a share sale agreement with Sharpwin International Limited ("Sharpwin") for the proposed acquisition of 80% equity interest in Naga Resorts & Casinos Limited ("NRCL"), both companies are incorporated in Hong Kong. Tan Sri Dr Chen Lip Keong, a Director of the Company, owns 80% equity interest in Sharpwin indirectly vide a holding company, Starling Trading Limited, a company incorporated in Hong Kong.

The said proposed acquisition is still pending the approval from relevant authorities and Company's shareholders as at the date of this reports and financial statements.

Other than the above, neither during nor at the end of the financial year, was the Company a party to any arrangements whose object is to enable the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Directors' Report (cont'd)

Significant Events

- (a) The Company issued a total of RM284,500,000 nominal value ICULS on 2 February 2000 to the various vendors of the Golden Domain Holdings Group for settlement of amounts owing to these vendors in respect of:
- (i) the acquisition of the entire issued and paid-up share capital of Golden Domain Holdings Sdn. Bhd. for a purchase consideration of RM185,000,000; and
 - (ii) the acquisition of the Ulu Yam Project, Bukit Ceylon Project and all of the preference shares in Golden Domain Development Sdn. Bhd., Magilds Industrial Park Sdn. Bhd. and Majurama Developments Sdn. Bhd. for a total purchase consideration of RM99,500,000.
- (b) The Company implemented and completed the rights issue exercise comprising 80,673,648 new ordinary shares of the Company of RM1.00 each with a total of 40,336,824 detachable warrants on 17 February 2000.
- (c) The Company acquired 2 ordinary shares of RM1.00 each representing 100% of the issued and paid-up share capital of Magni-Champ Sdn. Bhd., a company incorporated in Malaysia, for a cash consideration of RM2.00 on 21 June 2000. The subsidiary company changed its name from Magni-Champ Sdn. Bhd. to Ukaylake Country Club Sdn. Bhd. on 30 September 2000.
- (d) The shareholders of the Company via polling in an extraordinary general meeting held on 29 August 2000, approved the proposal in connection with a waiver to Tan Sri Dr Chen Lip Keong, a Director of the Company, and parties deemed acting in concert with him, from the obligation to undertake a mandatory offer for the remaining shares in the Company not already owned by them upon conversion of ICULS in the Company into new ordinary shares of RM1.00 each.
- (e) The Company executed a share sale agreement on 11 September 2000 for the proposed acquisition of 62,400,000 ordinary shares of HKD1.00 each representing 80% equity interest in NRCL from Sharpwin for a purchase consideration of RM1,307,200,000 (equivalent to USD344,000,000 based on the exchange rate of RM3.80 per USD1.00) to be satisfied by the issuance of 1,233,207,547 new ordinary shares of RM1.00 each in the Company at an issue price of RM1.06 per share. The above proposal is still pending the approval from the relevant authorities and Company's shareholders.

Subsequent Event

The Company received Notices of Conversion in respect of RM85,350,000 nominal value of ICULS on 11 December 2000 which will result in the issue of a total of 73,577,586 new ordinary shares of RM1.00 each in the Company. Subsequently on 13 February 2001, the Securities Commission approved a waiver to be granted to Tan Sri Dr Chen Lip Keong and parties deemed acting in concert from the obligation to undertake a mandatory offer for the remaining shares in the Company not already owned by them following the conversion of ICULS.

AUDITORS

The auditors, Messrs. Moore Stephens, have expressed their willingness to continue in office.

On Behalf of the Board

Lai Gin Nyap
Director

Datuk Haji Jaafar Bin Abu Bakar
Director

Kuala Lumpur
23 February 2001

Statement By Directors

We, the undersigned, being two of the Directors of the Company, state that in the opinion of the Directors, the accompanying financial statements as set out on pages 19 to 41, are drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 October 2000 and of the results of the operations, changes in equity and cash flows of the Group and of the Company for the year ended on that date.

On Behalf of the Board

Lai Gin Nyap
Director

Datuk Haji Jaafar Bin Abu Bakar
Director

Kuala Lumpur
23 February 2001

Statutory Declaration

I, Lai Gin Nyap, NRIC No.: 680731-08-5493, being the Director primarily responsible for the financial management of the Company, do solemnly and sincerely declare that the financial statements as set out on pages 19 to 41 are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Lai Gin Nyap
Director

Subscribed and solemnly declared at Kuala Lumpur in the Federal Territory this 23rd February, 2001

Before me,

Nordin bin Hassan
No: W321
Commissioner for Oaths

Report Of The Auditors To The Members

We have audited the financial statements set out on pages 19 to 41.

The preparation of the financial statements are the responsibility of the Company's Directors. Our responsibility is to express an opinion on the financial statements based on our audit.

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

In our opinion:

- (a) the financial statements which have been prepared under the historical cost convention, are properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of:
 - (i) the matters required by Section 169 of the Companies Act, 1965, to be dealt with in the financial statements of the Group and of the Company; and
 - (ii) the state of affairs of the Group and of the Company as at 31 October 2000 and of the results of the operations, changes in equity and cash flows of the Group and of the Company for the year ended on that date;

and

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

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

Our auditors' reports on the financial statements of the subsidiary companies were not subject to any qualification and did not include any comment made under Section 174(3) of the Companies Act, 1965.

Moore Stephens
Public Accountants
(AF.0282)

Kuala Lumpur
23 February 2001

Chong Kwong Chin
707/4/02 (J/PH)
Partner

In RM	Note	Group		Company	
		2000	1999	2000	1999
Assets					
Fixed Assets	2	16,630,276	18,541,743	246,495	247,249
Investment In Subsidiary Companies	3	–	–	188,013,207	188,013,205
Interest In Associated Company	4	–	–	–	–
Investment Properties	5	87,638,700	87,638,700	–	–
Deferred Land And Development Expenditure	6	161,485,197	95,361,300	–	–
Deferred Expenditure		–	19,894	–	–
		265,754,173	201,561,637	188,259,702	188,260,454
Current Assets					
Land and development expenditure	6	119,825,869	79,647,969	–	–
Stocks	7	18,225,092	12,009	–	–
Short term investments	8	372,982	507,801	371,001	505,820
Trade debtors	9	30,096,479	6,126,721	–	–
Other debtors, deposits and prepayments	10	3,385,836	2,909,925	1,294,951	1,113,864
Amount owing by subsidiary companies	11	–	–	153,792,051	16,097,900
Deposits with licensed banks	12	33,724,000	489,000	33,285,000	50,000
Cash and bank balances		4,857,535	975,887	1,011,386	92,659
		210,487,793	90,669,312	189,754,389	17,860,243
Current Liabilities					
Trade creditors		5,882,354	2,928,917	19,109	35,932
Other creditors and accruals	13	46,316,551	228,658,013	5,214,018	188,975,667
Amount owing to subsidiary companies	11	–	–	–	1,452,339
Hire purchase creditors	14	70,728	193,493	26,718	31,677
Bank borrowings - secured	15	3,662,206	10,764,566	–	–
Taxation		8,169,622	2,767,652	–	–
		64,101,461	245,312,641	5,259,845	190,495,615
Net Current Assets/ (Liabilities)		146,386,332	(154,643,329)	184,494,544	(172,635,372)
		412,140,505	46,918,308	372,754,246	15,625,082
Financed By:					
Share Capital	16	100,844,060	20,168,412	100,844,060	20,168,412
Reserves	17	(14,142,062)	(12,014,719)	(12,601,652)	(4,581,125)
Shareholders' Equity		86,701,998	8,153,693	88,242,408	15,587,287
Hire Purchase Creditors	14	54,608	146,983	11,838	37,795
Term Loans	18	–	3,270,958	–	–
Irredeemable Convertible Unsecured Loan Stocks	19	284,500,000	–	284,500,000	–
Deferred Taxation	20	40,883,899	35,346,674	–	–
		412,140,505	46,918,308	372,754,246	15,625,082

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

Income Statements For The Year Ended 31 October 2000

In RM	Note	Group		Company	
		2000	1999	2000	1999
Operating Revenue	21	40,440,822	443,449	933,829	-
Cost Of Sales		(29,460,476)	(2,339,609)	-	-
Gross Profit/(Loss)		10,980,346	(1,896,160)	933,829	-
Other Operating Income		1,327,319	469,900	849,267	567,300
Distribution Costs		(74,032)	(26,582)	(33,934)	(10,789)
Administrative Costs		(3,624,592)	(1,267,208)	(2,431,716)	(928,010)
Other Operating Expenses		(952,522)	(29,420)	(869,000)	(355,571)
		(4,651,146)	(1,323,210)	(3,334,650)	(1,294,370)
Profit/(Loss) From Operations		7,656,519	(2,749,470)	(1,551,554)	(727,070)
Finance Costs		(345,995)	(999,178)	(10,179)	(105,558)
Profit/(Loss) Before Exceptional Item	22	7,310,524	(3,748,648)	(1,561,733)	(832,628)
Exceptional Item		-	-	-	1,071,358
Profit/(Loss) Before Taxation		7,310,524	(3,748,648)	(1,561,733)	238,730
Taxation	23	(2,979,073)	(8,492)	-	-
Profit/(Loss) After Taxation		4,331,451	(3,757,140)	(1,561,733)	238,730
Earnings/(Loss) Per Share	24				
- Basic (sen)		5.3	(10.7)		
- Fully diluted (sen)		1.9	N/A		

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

In RM	Issued & Paid-Up Share Capital	Share Premium	Reserves	Accumulated Losses	Total Shareholders Equity
Group					
At 1.11.1998	20,168,412	11,171,411	2,583,709	(22,012,699)	11,910,833
Net loss for the year	-	-	-	(3,757,140)	(3,757,140)
At 31.10.1999	20,168,412	11,171,411	2,583,709	(25,769,839)	8,153,693
Allotted during the year	80,675,648	-	-	-	80,675,648
Share issue connected expenses written off	-	(6,459,114)	-	-	(6,459,114)
Arising from warrants exercised	-	320	-	-	320
Net profit for the year	-	-	-	4,331,451	4,331,451
At 31.10.2000	100,844,060	4,712,617	2,583,709	(21,438,388)	86,701,998
Company					
At 1.11.1998	20,168,412	11,171,411	3,363,987	(19,355,253)	15,348,557
Net profit for the year	-	-	-	238,730	238,730
At 31.10.1999	20,168,412	11,171,411	3,363,987	(19,116,523)	15,587,287
Allotted during the year	80,675,648	-	-	-	80,675,648
Share issue connected expenses written off	-	(6,459,114)	-	-	(6,459,114)
Arising from warrants exercised	-	320	-	-	320
Net loss for the year	-	-	-	(1,561,733)	(1,561,733)
At 31.10.2000	100,844,060	4,712,617	3,363,987	(20,678,256)	88,242,408

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

Cash Flow Statements For The Year Ended 31 October 2000

In RM	Note	Group		Company	
		2000	1999	2000	1999
Cash Flows From Operating Activities					
Profit/(Loss) After Exceptional Item		7,310,524	(3,748,648)	(1,561,733)	238,730
Adjustments for:					
Bad debts written off		287,229	-	287,229	-
Depreciation of fixed assets		1,838,956	1,911,073	64,635	64,974
Dividend income		(10,561)	(8,562)	(10,281)	(8,310)
Gain on disposal of fixed asset		(80,608)	(179,486)	-	(179,486)
Loss on disposal of quoted shares		3,905	94,100	3,905	94,100
Interest expenses		342,580	992,010	8,334	105,558
Interest income		(544,533)	(78,078)	(531,932)	(72,669)
Preliminary expenses written off		5,833	4,990	-	-
Pre-operating expenses written off		26,959	10,027	-	-
Profit on disposal of subsidiary company		-	-	-	(1,071,358)
Provision for diminution in value of quoted shares		129,164	-	129,164	-
Provision for diminution in value of quoted shares written back		-	(161,786)	-	(161,786)
Provision for doubtful debts no longer required		(37,327)	(20,000)	(37,327)	(20,000)
Operating Profit/(Loss) Before Working Capital Changes		9,272,121	(1,184,360)	(1,648,006)	(1,010,247)
(Increase)/Decrease in stocks		(18,213,083)	159,558	-	-
Increase in debtors		(24,695,571)	(891,809)	(430,989)	(897,846)
Increase in creditors		29,602,787	1,838,282	1,221,528	1,187,135
Increase in subsidiary companies		-	-	(39,646,490)	(87,194)
Increase in land and development expenditure		(22,815,363)	(642,675)	-	-
Cash Used In Operations		(26,849,109)	(721,004)	(40,503,957)	(808,152)
Interest paid		(342,580)	(992,010)	(8,334)	(105,558)
Interest received		544,533	78,078	531,932	72,669
Tax paid		(26,312)	(284)	-	-
Net Cash Used In Operating Activities Carried Down		(26,673,468)	(1,635,220)	(39,980,359)	(841,041)

In RM	Note	Group		Company	
		2000	1999	2000	1999
Net Cash Used In Operating Activities Brought Down		(26,673,468)	(1,635,220)	(39,980,359)	(841,041)
Cash Flows From Investing Activities					
Acquisition of subsidiary companies, net of cash acquired	25	1,998	1,219,407	-	-
Deferred expenditure incurred		(5,708)	(7,932)	-	-
Dividend received		10,561	8,562	10,281	8,310
Proceeds from disposal of fixed assets		217,000	180,296	-	180,296
Proceeds from disposal of quoted shares		1,750	449,530	1,750	449,530
Purchase of fixed assets		(63,881)	-	(63,881)	-
Withdrawal of fixed deposits		-	2,592,400	-	-
Purchase of investment		-	-	(2)	-
Net Cash Generated From/ (Used In) Investing Activities		161,720	4,442,263	(51,852)	638,136
		(26,511,748)	2,807,043	(40,032,211)	(202,905)
Cash Flows From Financing Activities					
Share issue connected expenses incurred		(6,459,114)	-	(6,459,114)	-
Drawdown of term loan		-	706,938	-	-
Proceeds from issuance of share capital		80,675,968	-	80,675,968	-
Repayment to hire purchase creditors		(215,140)	(106,068)	(30,916)	(24,661)
Term loan repayment		(9,316,629)	(311,821)	-	-
Net Cash Generated From/ (Used In) Financing Activities		64,685,085	289,049	74,185,938	(24,661)
Net Increase/(Decrease) In Cash And Cash Equivalents					
		38,173,337	3,096,092	34,153,727	(227,566)
Cash And Cash Equivalents At Beginning Of The Year		358,198	(2,737,894)	92,659	320,225
Cash And Cash Equivalents At End Of The Year	26	38,531,535	358,198	34,246,386	92,659

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

The financial statements of the Group and of the Company have been prepared in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia.

1. Accounting Policies

(a) Basis of Accounting

The financial statements of the Group and of the Company have been prepared under the historical cost convention. Certain development properties of the subsidiary companies are stated in the Group's financial statements at values reflecting the effective acquisition costs to the Group (Group cost) of these assets.

(b) Basis of Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiary companies made up to the balance sheet date. The results of subsidiary companies acquired during the year are included in the consolidated income statement from the date of their acquisition. All inter-company balances and significant transactions have been eliminated on consolidation.

All subsidiary companies are consolidated using the acquisition accounting method. The results of subsidiary companies acquired or disposed of during the financial year are included in the consolidated income statements from the date of their acquisition or up to the date of their disposal.

At the date of acquisition, the fair values of the subsidiary companies net assets are determined and these values are incorporated in the consolidated financial statements. Any difference between the cost of investment and the fair value of the net assets of the subsidiary companies that remain is shown in the balance sheet as goodwill or reserve on consolidation.

(c) Investments

Investment in subsidiary companies and associated company are stated at cost and provision is made for any permanent diminution in value determined on an individual basis.

Investment in quoted and unquoted shares held as long term investments are stated at cost and are only written down when the Directors consider that there is a permanent diminution in the value of the investments.

Short term investments in quoted shares are stated at lower of cost and market value on an aggregate basis.

(d) Investment Properties

Investment properties comprises properties which are held for investment potential. It is the Group's policy to maintain these properties in a high standard and condition. As such, these properties maintain their residual value of not less than their respective book value such that depreciation would be negligible. In view of this, no depreciation is provided for these properties. The related maintenance expenditure is dealt with in the income statement. It is the Group's policy to appraise the investment properties once in every five years by independent professional valuers based on open market values. Any surplus or deficit therefrom will be dealt with in the revaluation surplus account.

(e) Associated Companies

An associated company is defined as a company, not being a subsidiary company, in which the Group has a long term equity interest of between 20% to 50% and in whose financial and operating decisions, the Group exercises significant influence.

The consolidated income statement includes the Group's share of the associated companies' profits less losses based on the audited or management accounts of the associated companies after adjustments for depreciation of depreciable assets stated at fair values to the Group and amortisation or write down of goodwill or reserve on acquisition of the associated companies. The share of losses of associated companies are limited to the carrying value of the investment determined on an individual basis.

(f) Fixed Assets and Depreciation

Fixed assets are stated at cost less accumulated depreciation except for freehold land which is not amortised.

Leasehold land and mines' development costs are amortised on a straight line basis over the expected working lives of the mines. Since the cessation of the mining operations in 1997, all mines' development costs have been fully amortised to the income statement.

Dredge is depreciated on a straight line basis so as to write down its cost to its estimated net residual value by the end of its expected useful life.

Fully depreciated assets are retained in the financial statements at a nominal value of RM1.00 each until they are no longer in use and no further charge for depreciation is made in respect of these assets.

All other fixed assets are depreciated on the straight line method to write off the cost of the assets over their estimated useful lives.

The principal annual rates used for this purpose are:

Buildings	2%
Plant and equipment	10% - 33%
Motor vehicles	20%

(g) Land and Development Expenditure

Land and development expenditure consists of land, stated at cost to the Group which is currently under active development and it is expected to be completed within the normal operating cycles, and development expenditure incurred to date including borrowing costs and a proportion of estimated profit attributable to development work performed to date, less progress payments received and receivable.

Group cost arising from acquisition of property development subsidiary companies is amortised over the period of development by reference to the percentage of completion of the development properties.

Where foreseeable losses on development projects are anticipated, full provision for these losses is made in the financial statements.

Deferred land and development expenditure comprise land held for future development, are stated at Group cost.

(h) Stocks

Stocks are stated at the lower of cost and net realisable value and are determined on the weighted average basis. Costs include the actual cost of materials and incidental in bringing the stocks into store and for finished goods, they include labour and an appropriate proportion of production overheads.

In arriving at net realisable value, due allowance has been made for all obsolete and slow-moving stocks.

Stocks of completed unsold properties are stated at the lower of cost or net realisable value. Cost comprise attributable land and development expenditure incurred up to completion of the properties.

(i) Debtors

Known bad debts are written off and specific provision is made for those debts considered to be doubtful of collection.

(j) Deferred Expenditure

Deferred expenditure comprise of preliminary and pre-operating expenses. Preliminary and pre-operating expenses are fully written off to the income statement in the year in which they are incurred.

(k) Revenue Recognition

Profit from development properties sold is recognised based on the percentage of completion method where the outcome of the development can be reliably estimated, in the proportion which total costs incurred to date bear to the total estimated costs of the development.

Sales of goods are recognised when goods are delivered or services performed.

Dividend income from quoted investment is recognised on the receipt basis.

Rental and interest income are recognised on receivable basis.

(l) Hire Purchase

Cost of fixed assets acquired under the hire purchase instalment plans are capitalised as fixed assets and depreciated in accordance with the Company's policy on depreciation of fixed assets. The hire purchase obligations are included in creditors and the related financing charges are allocated to the income statement on the sum-of-digit method.

(m) Deferred Taxation

Provision is made by using the liability method for deferred taxation in respect of all material timing differences except where it is thought reasonable that the tax effects of such deferrals will continue in the foreseeable future. Deferred tax benefits are only recognised to the extent of any deferred tax liability and where there is a reasonable expectation of realisation in the near future.

(n) Cash and Cash Equivalents

Cash and cash equivalents consists of cash and bank balances, demand deposits, bank overdrafts, revolving loans with drawdown at the discretion of the Company and highly liquid investments that are readily convertible to known amount of cash and are subject to insignificant risk of changes in value.

2. Fixed Assets

In RM Group	Freehold Land	Short Term Leasehold Land	Development Costs & Dredge	Buildings	Plant & Equipment	Motor Vehicles	Total
Cost							
At 1.11.1999	95,118	3,431,398	28,342,958	6,889,909	19,874,571	952,660	59,586,614
Additions	-	-	-	-	62,681	1,200	63,881
Disposals	-	-	-	-	-	(521,082)	(521,082)
Written off	-	-	(1,861,442)	-	-	-	(1,861,442)
At 31.10.2000	95,118	3,431,398	26,481,516	6,889,909	19,937,252	432,778	57,267,971
Accumulated Depreciation							
At 1.11.1999	-	3,431,396	28,342,958	1,815,465	6,893,893	561,159	41,044,871
Charge for the year	-	-	-	105,741	1,614,819	118,396	1,838,956
Disposals	-	-	-	-	-	(384,690)	(384,690)
Written off	-	-	(1,861,442)	-	-	-	(1,861,442)
At 31.10.2000	-	3,431,396	26,481,516	1,921,206	8,508,712	294,865	40,637,695
Net Book Value							
At 31.10.2000	95,118	2	-	4,968,703	11,428,540	137,913	16,630,276
At 31.10.1999	95,118	2	-	5,074,444	12,980,678	391,501	18,541,743
Depreciation charge for the year ended 31.10.1999							
	-	-	-	105,717	1,614,824	190,532	1,911,073

Notes To The Financial Statements For The Year Ended 31 October 2000 (cont'd)

In RM Company	Freehold Land	Short Term Leasehold Land	Development Costs & Dredge	Buildings	Plant & Equipment	Motor Vehicles	Total
Cost							
At 1.11.1999	95,118	3,431,398	28,342,958	1,604,061	4,003,109	175,426	37,652,070
Additions	-	-	-	-	62,681	1,200	63,881
Written off	-	-	(1,861,442)	-	-	-	(1,861,442)
At 31.10.2000	95,118	3,431,398	26,481,516	1,604,061	4,065,790	176,626	35,854,509
Accumulated Depreciation							
At 1.11.1999	-	3,431,396	28,342,958	1,604,031	3,932,175	94,261	37,404,821
Charge for the year	-	-	-	27	29,553	35,055	64,635
Written off	-	-	(1,861,442)	-	-	-	(1,861,442)
At 31.10.2000	-	3,431,396	26,481,516	1,604,058	3,961,728	129,316	35,608,014
Net Book Value							
At 31.10.2000	95,118	2	-	3	104,062	47,310	246,495
At 31.10.1999	95,118	2	-	30	70,934	81,165	247,249
Depreciation charge for the year ended 31.10.1999	-	-	-	-	29,889	35,085	64,974

The lease period of the short term leasehold land of the Group and of the Company expired in year 2004.

Included in the above fixed assets are motor vehicles acquired under the hire purchase instalment plans as follows:

In RM	Group		Company	
	2000	1999	2000	1999
Cost	411,778	686,860	175,426	175,426
Net book value	136,713	379,501	46,110	81,165

3. Investment In Subsidiary Companies

In RM	Company
	2000 1999
Unquoted shares, at cost	188,013,207 188,013,205

The particulars of the subsidiary companies are as follows:

Name of Company	Country of Incorporation	Effective Equity Interest		Principal Activities
		2000	1999	
PTB Clay Products Sdn. Bhd.	Malaysia	100%	100%	Sales of bricks *
Ukaylake Country Club Sdn. Bhd. (formerly known as Magni-Champ Sdn. Bhd.)	Malaysia	100%	–	Dormant
Golden Domain Holdings Sdn. Bhd.	Malaysia	100%	100%	Investment holding
Interest Held Through Golden Domain Holdings Sdn. Bhd.				
Lembah Langat Development Sdn. Bhd.	Malaysia	100%	100%	Property investment and development
PTB Development Sdn. Bhd.	Malaysia	100%	100%	Property development
PTB Horticulture Farm Sdn. Bhd.	Malaysia	100%	100%	Property investment and property development
Golden Domain Development Sdn. Bhd.	Malaysia	100%	100%	Investment holding, property investment and property development
Interest Held Through Golden Domain Development Sdn. Bhd.				
Majurama Developments Sdn. Bhd.	Malaysia	100%	100%	Property development
Magilds Industrial Park Sdn. Bhd.	Malaysia	100%	100%	Investment holding and property development

*PTB Clay Products Sdn. Bhd. has temporarily ceased operations since September 1998.

Notes To The Financial Statements For The Year Ended 31 October 2000 (cont'd)

4. Interest In Associated Company

In RM	Group/Company	
	2000	1999
Unquoted shares, at cost	114	114
Provision for diminution in value	(114)	(114)
	-	-

The Group's share of losses in the associated company totalling RM6,486,700 (1999 : RM5,918,400) are not recognised as the share of losses of associated company are limited to the carrying value of the investment.

In RM	Group/Company	
	2000	1999
Amount owing by an associated company	8,004,752	8,004,752
Provision for doubtful debts	(8,004,752)	(8,004,752)
	-	-

The particulars of the associated company is as follows:

Name of Company	Country of Incorporation	Effective Equity Interest		Principal Activities
		2000	1999	
Fandison Resources Management Ltd.	Hong Kong	40%	40%	Investment holding

5. Investment Properties

In RM	Group	
	2000	1999
Long term leased land, at Group cost	87,638,700	87,638,700

The long term leased land stated at Group cost are based on independent valuation on open market value basis carried out in 1999.

6. Land And Development Expenditure

In RM	Group	
	2000	1999
Freehold land	89,900,000	–
Long term leased land	95,361,300	95,361,300
	185,261,300	95,361,300
Leasehold land	88,435,880	74,624,081
Add: Adjustment to Group cost (note 20)	7,986,434	–
	96,422,314	74,624,081
Total land stated at Group cost	281,683,614	169,985,381
Development expenditure, at cost	36,518,455	21,984,941
Total land and development expenditure	318,202,069	191,970,322
Less: Long term portion (disclosed in deferred land and expenditure)	(161,485,197)	(95,361,300)
	156,716,872	96,609,022
Add: Portion of profit attributable to development work performed to date	14,715,592	1,740,491
	171,432,464	98,349,513
Less: Progress billings	(51,606,595)	(18,701,544)
	119,825,869	79,647,969

(a) Included in development expenditure are interest on borrowing incurred during the year amounting to RM270,791 (1999 : RM506,474).

(b) Land and development properties pledged as security for the term loan facility of a subsidiary amounted to RM45,357,773 (1999 : RM30,882,895).

7. Stocks

In RM	Group	
	2000	1999
At cost:		
Bricks	–	3,029
Store and spares	–	8,980
Completed unsold properties	18,225,092	–
	18,225,092	12,009

Notes To The Financial Statements For The Year Ended 31 October 2000 (cont'd)

8. Short Term Investments

In RM	Group		Company	
	2000	1999	2000	1999
Quoted shares, at cost				
At beginning of the year	1,158,055	1,158,055	1,156,074	1,156,074
Less: Disposal	(5,655)	-	(5,655)	-
At end of the year	1,152,400	1,158,055	1,150,419	1,156,074
Less: Provision for diminution in value				
At beginning of the year	650,254	650,254	650,254	650,254
Addition during the year	129,164	-	129,164	-
At end of the year	(779,418)	(650,254)	(779,418)	(650,254)
	372,982	507,801	371,001	505,820
Market value of quoted shares	380,216	495,128	371,606	488,520

9. Trade Debtors

In RM	Group		Company	
	2000	1999	2000	1999
Total outstanding	30,105,979	6,173,548	9,500	46,827
Less: Provision for doubtful debts	(9,500)	(46,827)	(9,500)	(46,827)
	30,096,479	6,126,721	-	-

10. Other Debtors, Deposits And Prepayments

In RM	Group		Company	
	2000	1999	2000	1999
Other debtors, deposits and prepayments	3,371,448	2,898,388	1,280,563	1,102,327
Income tax recoverable	14,388	11,537	14,388	11,537
	3,385,836	2,909,925	1,294,951	1,113,864

11. Amount Owing By/(To) Subsidiary Companies

Included in the amount owing by subsidiary companies is an amount of RM119,500,000 (1999 : Nil) representing the purchase consideration paid by the Company for the acquisitions made by Golden Domain Holdings Sdn. Bhd., a wholly owned subsidiary company, comprising the Ulu Kelang Project, Ulu Yam Project, Bukit Ceylon Project and all of the preference shares in Golden Domain Development Sdn. Bhd., Magilds Industrial Park Sdn. Bhd. and Majurama Developments Sdn. Bhd. The purchase consideration was satisfied by the Company via the issuance of ICULS and rights issue of RM99,500,000 and RM20,000,000 respectively.

These balances are non-trade in nature, unsecured, interest free and have no fixed term of repayment.

12. Deposits With Licensed Banks

The following deposits are included in the deposits with licensed banks of the Group and Company:

- (a) fixed deposit of RM50,000 (1999 : RM50,000) is pledged as security for a bank guarantee facility granted to the Company; and
- (b) cash deposit of RM33,235,000 (1999 : Nil) representing the balance of purchase consideration payable by the Company to the vendor of Ulu Kelang Project as disclosed in note 13 to the reports and financial statements.

13. Other Creditors And Accruals

Included in the other creditors and accruals of the Group is an amount of RM33,235,000 owing to the vendor of Ulu Kelang Project in respect of the balance of purchase consideration of Ulu Kelang Project. However, subsequent to the balance sheet date, the Company had paid an amount of RM14,000,000 and the balance of RM19,235,000 is pending settlement as at the date of this reports and financial statements. (1999 : RM185,000,000 owing to vendors of Golden Domain Holdings Sdn. Bhd. in respect of the purchase consideration for the Golden Domain Holdings Group).

14. Hire Purchase Creditors

In RM	Group		Company	
	2000	1999	2000	1999
Gross instalments	164,457	423,196	50,388	91,027
Less: Interest in suspense	(39,121)	(82,720)	(11,832)	(21,555)
	125,336	340,476	38,556	69,472
Amount repayable within 1 year	(70,728)	(193,493)	(26,718)	(31,677)
Amount repayable after 1 year but not later than 5 years	54,608	146,983	11,838	37,795

Notes To The Financial Statements For The Year Ended 31 October 2000 (cont'd)

15. Bank Borrowings – Secured

In RM	2000	Group 1999
Term loan (note 18)	3,662,206	9,707,877
Bank overdrafts	–	1,056,689
	3,662,206	10,764,566

The term of repayment and interest rates of the secured term loan are disclosed in note 18 to the financial statements.

16. Share Capital

In RM	2000	Group/Company 1999
Ordinary shares of RM1.00 each		
Authorised:		
500,000,000 ordinary shares	500,000,000	500,000,000
Issued and fully paid:		
At beginning of the year	20,168,412	20,168,412
Allotted during the year	80,673,648	–
Warrants exercised during the year	2,000	–
At end of the year	100,844,060	20,168,412

During the financial year, the Company allotted and issued 80,673,648 new ordinary shares of RM1.00 each with a total of 40,336,824 detachable warrants on the basis of four (4) new ordinary shares with two (2) warrants for every one (1) existing ordinary share held in the Company at a total price of RM1.00 per new ordinary share. Each warrant will carry the right to subscribe for one (1) new ordinary share in the Company of RM1.00 each at an exercise price of RM1.16 per share.

As at year end, 2,000 warrants have been exercised.

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

17. Reserves

In RM	Group		Company	
	2000	1999	2000	1999
Non-Distributable				
Reserve on consolidation	212,472	212,472	-	-
Share premium	4,712,617	11,171,411	4,712,617	11,171,411
	4,925,089	11,383,883	4,712,617	11,171,411
Distributable				
Accumulated losses *	(21,438,388)	(25,769,839)	(20,678,256)	(19,116,523)
Profit on sales of properties	2,371,237	2,371,237	3,363,987	3,363,987
	(19,067,151)	(23,398,602)	(17,314,269)	(15,752,536)
	(14,142,062)	(12,014,719)	(12,601,652)	(4,581,125)
*Accumulated By:				
The Company	(20,678,256)	(19,116,523)		
Subsidiary companies	(760,132)	(6,653,316)		
	(21,438,388)	(25,769,839)		

18. Term Loans - Secured

In RM	Group	
	2000	1999
Repayable within 1 year (note 15)	3,662,206	9,707,877
Repayable after 1 year	-	3,270,958
	3,662,206	12,978,835

The above term loan bears interest at rates ranging from 7% to 8% (1999 : 7.85% to 12.50%) per annum and is repayable as follows:

- payments totalling RM600,000 is to be made by 30 April 2000 through redemption of 12 units of the lots at RM50,000 per unit;
- monthly instalments of RM250,000 commencing from 31 May 2000 to 30 April 2001;
- monthly instalments of RM360,000 commencing from 31 May 2001 to 30 September 2001; and
- final instalment of RM362,206 is to be paid on 31 October 2001.

The term loan is secured on the following:

- a debenture over the assets of a subsidiary company including a first legal charge over the development land;
- assignment of sales proceeds from a phase of the development project; and
- a corporate guarantee from the Company.

Notes To The Financial Statements For The Year Ended 31 October 2000 (cont'd)

19. Irredeemable Convertible Unsecured Loan Stocks

In RM	Group/Company 2000	1999
Zero Coupon Irredeemable Convertible Unsecured Loan Stocks 2000/2010 ("ICULS")	284,500,000	–

The ICULS at nominal value of RM1.00 each were issued on 2 February 2000 and are constituted by a Trust Deed dated 28 January 2000 made between the Company and the trustee for the holders of the ICULS. The main feature of the ICULS are as follows:

- (a) the ICULS may be convertible at a conversion price of RM1.16 nominal value of ICULS for each new ordinary share of RM1.00 each in the Company on the following staggered conversion period:

Year Of ICULS In Issue	Percentage Convertible
First	Up to maximum of 30%
Second	Up to maximum of 30%
Third	Up to maximum of 40%

- (b) the remaining ICULS shall be converted into fully paid ordinary shares of RM1.00 each in the Company on the maturity date of ten years from the date of issue of the ICULS at the rate of RM1.16 nominal value of the ICULS; and
- (c) upon conversion of the ICULS into new ordinary shares, such shares should rank *pari passu* in all respect with the existing ordinary shares of the Company in issue at the time of conversion except that they would not be entitled to any rights allotment, dividends or other distributions declared in respect of a financial year on or before the financial year in which the ICULS are converted or any interim dividend declared on or before the date of conversion of the ICULS.

20. Deferred Taxation

In RM	Group 2000	1999
At beginning of the year	35,346,674	–
On acquisition of subsidiary companies	–	35,343,275
Transfer (to)/from income statements (note 23)	(2,449,209)	3,399
Adjustment to Group cost (note 6)	7,986,434	–
At end of the year	40,883,899	35,346,674

The above deferred tax is in respect of timing differences arising from revaluation surplus as a result of revaluation of development properties in the subsidiary companies.

The adjustment to Group cost is in respect of underprovision of deferred tax on fair value of development properties which were acquired in 1999.

The estimated deferred tax liabilities/(benefits) arising from timing differences not provided in the financial statements are as follows:

In RM	Group		Company	
	2000	1999	2000	1999
Capital allowances claimed in excess of depreciation charge	1,026,300	1,015,600	(74,700)	(71,400)
Unrelieved tax losses	(5,069,000)	(4,784,000)	(4,228,000)	(3,942,000)
Unabsorbed capital allowances	(2,154,000)	(2,140,000)	(101,000)	(87,000)
Others	528,800	-	-	-
	(5,667,900)	(5,908,400)	(4,403,700)	(4,100,400)

The estimated unrelieved tax losses and unabsorbed capital allowances are subject to agreement by the Inland Revenue Board and are not available for set-off within the Group.

21. Operating Revenue

Revenue of the Group comprise sales of bricks at invoiced value and sales of completed properties and a proportion of sales value of uncompleted properties sold in the proportion which total costs incurred for the year bear to the total estimated costs of the development.

Revenue of the Company represent management fee received and receivable.

22. Profit Before Exceptional Item

(a) Profit/(Loss) before exceptional item is arrived at after charging/(crediting):

In RM	Group		Company	
	2000	1999	2000	1999
Auditors' remuneration	49,500	38,500	20,000	20,000
Bad debt written off	287,229	-	287,229	-
Bank overdraft interest	34,874	199,238	-	97,216
Depreciation of fixed assets	1,838,956	1,911,073	64,635	64,974
Directors' remuneration - other than fees	399,674	315,840	399,674	315,840
Hire purchase interest	36,915	34,100	8,334	8,342
Loss on disposal of quoted investment	3,905	94,100	3,905	94,100
Office rental	234,600	35,800	234,600	35,800
Provision for diminution in value of quoted shares	129,164	-	129,164	-
Preliminary expenses written off	5,833	4,990	-	-
Pre-operating expenses written off	26,959	10,027	-	-

Notes To The Financial Statements For The Year Ended 31 October 2000 (cont'd)

In RM	Group		Company	
	2000	1999	2000	1999
Term loan interest	270,791	758,672	-	-
Dividend income	(10,561)	(8,562)	(10,281)	(8,310)
Gain on disposal of fixed assets	(80,608)	(179,486)	-	(179,486)
Interest income	(544,533)	(78,078)	(531,932)	(72,669)
Rental income	(51,895)	(43,780)	(51,895)	(43,780)
Provision of doubtful debt no longer required	(37,327)	(20,000)	(37,327)	(20,000)
Provision of diminution in value of quoted share written back	-	(161,786)	-	(161,786)

(b) Employees Information

	Group		Company	
	2000	1999	2000	1999
Number of employees as at year end	45	41	45	39
Staff costs (RM)	1,544,617	517,011	1,466,858	428,597

23. Taxation

In RM	Group	
	2000	1999
Based on results for the year	5,430,235	5,093
Overprovision in prior year	(1,953)	-
Transfer (to)/from deferred taxation (note 20)	(2,449,209)	3,399
	2,979,073	8,492

The effective tax rate of the Group is higher than the standard tax rate as there is no Group relief for losses suffered by certain subsidiary companies and certain expenses were disallowed for tax purposes.

The Company has estimated tax credit of RM6,440,000 (1999 : RM6,440,000) under Section 108 of the Income Tax Act, 1967, to frank future payment of dividends of approximately RM16,560,000 (1999 : RM16,560,000) without incurring additional tax liability, subject to agreement by Inland Revenue Board.

The Group and the Company have the following estimated unrelieved tax losses and unabsorbed capital allowances available for set off against future taxable profits, subject to agreement by the Inland Revenue Board:

In RM	Group		Company	
	2000	1999	2000	1999
Unrelieved tax losses	18,104,000	17,084,000	15,100,000	14,080,000
Unabsorbed capital allowances	7,693,000	7,693,000	360,000	360,000
	25,797,000	24,777,000	15,460,000	14,440,000

The Group has approximately RM13,882,000 (1999 : RM13,882,000) tax exempt income available for distribution by way of tax exempt dividend, subject to agreement by the Inland Revenue Board. The tax exempt income account is in respect of chargeable income of which income tax has been waived.

24. Earnings/(Loss) Per Share

The basic earnings/(loss) per share of the Group is calculated by dividing the Group's profit/(loss) after taxation of RM4,331,451 (1999 : RM3,757,140) by the weighted average number of ordinary shares in issue during the year of 81,681,224 (1999 : 35,146,887*) ordinary shares of RM1.00 each.

* The comparative weighted average number of ordinary shares has been restated for the issuance of right issue which give rise to a bonus element.

The fully diluted earnings per ordinary share for the year has been calculated based on the adjusted net profit after taxation of RM5,215,924 and on the adjusted weighted average number of ordinary shares issued and issuable of 272,165,971 shares. The adjusted net profit after taxation has been arrived at after adding back notional saving (net of tax) on the cost of borrowing and notional interest income from fixed deposits (net of tax). The adjusted weighted average number of ordinary shares issued and issuable has been arrived at based on the assumption that all the warrants and ICULS issued are converted into ordinary shares at the respective issue date.

25. Acquisition Of Subsidiary Companies

During the year, the Company had acquired 2 ordinary shares of RM1.00 each comprising the entire equity interest in Ukaylake Country Club Sdn. Bhd. (formerly known as Magni-Champ Sdn. Bhd.) for a purchase consideration of RM2.00. (In 1999, the Company acquired Golden Domain Holdings Sdn. Bhd. and its subsidiary companies).

In RM	Group	
	2000	1999
Fixed assets	–	15,195
Intangible assets	7,190	15,017
Investment properties	–	87,638,700
Land and development expenditure	–	174,366,594
Debtors	–	7,599,286
Cash deposits and bank balances	2,000	1,219,407
Creditors	(9,188)	(42,004,497)
Term loans	–	(5,814,027)
Deferred taxation	–	(35,343,275)
Taxation	–	(2,692,400)
Total Purchase Consideration	2	185,000,000
Included in other creditors and accruals	–	(185,000,000)
	2	–
Less: Cash and cash equivalents acquired	(2,000)	(1,219,407)
Cash Flow On Acquisition, Net of Cash and Cash Equivalents Acquired	(1,998)	(1,219,407)

Notes To The Financial Statements For The Year Ended 31 October 2000 (cont'd)

26. Cash And Cash Equivalents

In RM	Group		Company	
	2000	1999	2000	1999
Deposits with licensed banks	33,674,000	439,000	33,235,000	–
Cash and bank balances	4,857,535	975,887	1,011,386	92,659
Bank overdrafts	–	(1,056,689)	–	–
	38,531,535	358,198	34,246,386	92,659

Deposit amounting to RM33,235,000 (1999 : Nil) of the Group and of the Company is payable to the vendor of Ulu Kelang Project as disclosed in note 13 to the financial statements.

27. Contingent Liabilities - Unsecured

In RM	Company	
	2000	1999
In respect of corporate guarantee for credit facility granted to a subsidiary company	3,662,206	5,762,206

28. Significant Related Parties Transactions

Significant related parties transactions for the year are as follows:

In RM	Company	
	2000	1999
Legal services charged by a company in which a Director has substantial interest	395,093	–
Security services charged by a company in which a Director has substantial interest	–	157,820
Management fee charged to subsidiary companies	(933,829)	–

The Directors are of the opinion that the above transactions have been entered in the normal course of business and have been established under terms mutually agreed upon between the parties concerned.

29. Segment Analysis

Segmental Information - By Activity

In RM	Operating Revenue	(Loss)/Profit Before Taxation	Total Assets Employed
2000			
Investment holding	–	(2,562,269)	167,191,250
Manufacturing	3,150	(2,162,324)	16,875,814
Property development	40,437,672	12,035,117	292,174,902
	40,440,822	7,310,524	476,241,966

In RM	Operating Revenue	(Loss)/Profit Before Taxation	Total Assets Employed
1999			
Investment holding	–	(834,858)	2,016,857
Manufacturing	163,039	(2,911,921)	18,429,834
Property development	280,410	(1,869)	271,784,258
	443,449	(3,748,648)	292,230,949

As the Group operates within one geographical segment, geographical segment analysis is not applicable.

30. Subsequent Event

The Company received Notices of Conversion in respect of RM85,350,000 nominal value of ICULS on 11 December 2000 which will result in the issue of a total of 73,577,586 new ordinary shares of RM1.00 each in the Company. Subsequently on 13 February 2001 the Securities Commission approved a waiver to be granted to Tan Sri Dr Chen Lip Keong and parties deemed acting in concert from the obligation to undertake a mandatory offer for the remaining shares in the Company not already owned by them following the conversion of ICULS.

31. Comparative Figures

During the financial year, the Group and the Company adopted indirect method for the presentation of Cash Flow Statements. The comparative figures that have been restated are as follows:

In RM	Group	
	As Amended	As Previously Reported
1999		
Net cash used in operating activities	(1,635,220)	(1,535,664)
Net cash generated from investing activities	4,442,263	1,750,307
Cash and cash equivalents at beginning of the year	(2,737,894)	(95,494)
Cash and cash equivalents at end of the year	358,198	408,198

In addition, the presentation of the financial statements for the current financial year has been made in accordance with the requirements of Malaysian Accounting Standards Board (MASB). Accordingly, certain comparative figures have been reclassified where necessary to ensure comparability with the current financial year.

The comparative figures were audited by another professional firm of public accountants.

32. Registered Office And Principal Place Of Business

(a) Registered Office

Level 19, Menara PanGlobal, No. 8, Lorong P. Ramlee, 50250 Kuala Lumpur.

(b) Principal Place of Business

Level 18, Menara PanGlobal, No. 8, Lorong P. Ramlee, 50250 Kuala Lumpur.

Group Properties As At 31 October 2000

Location	Description	Date of Expiry	Area (Hectares)	Age of Building	Existing Use	Net Book Value (RM'000)
MC 5, Lot No. 3980 Mukim of Tanjong Dua Belas District of Kuala Langat Selangor Darul Ehsan	Mining lease	19.07.2004	268.4	-	-	-
MC 6, P.T. 1136 Mukim of Tanjong Dua Belas District of Kuala Langat Selangor Darul Ehsan	Mining lease	05.10.2004	281.7	-	-	-
H.S. (M) Title No. 2375, 2376 & 2377 Lot P.T. 546, 547 & 548 Mukim of Tanjong Dua Belas District of Kuala Langat Selangor Darul Ehsan	Leasehold land & building	23.09.2076	4.5	4	Factory premises	4,969
EMR 4406, Lot No. 2878 Mukim of Petaling District of Petaling Selangor Darul Ehsan	Freehold land	-	0.3	-	-	95
H.S. (D) Title No. 37590 Lot No. 19694 Mukim of Batu District of Gombak Selangor Darul Ehsan	Leasehold land	08.03.2064	80.9	-	Under development	37,970
H.S. (D) Title No. 63199 to 63750 Lot Nos. 9557 to 10108 Mukim of Ampangan District of Seremban Negeri Sembilan Darul Khusus	Leasehold land	04.12.2088	26.6	-	Under development	45,007
Parent Title No. C.L. 045091174 Lot No. 2878 Mukim of Menggatal District of Tuaran Kota Kinabalu Sabah	Leasehold land	05.04.2093	607.0	-	Development land	189,053

Location	Description	Date of Expiry	Area (Hectares)	Age of Building	Existing Use	Net Book Value (RM'000)
Lot P.T. 697, 698, 699, 700 & 701 Mukim of Ulu Yam District of Ulu Selangor Selangor Darul Ehsan	Leasehold land	12.03.2083	47.0	–	Development land	15,530
Parent Lot No. 171, 202, 377, 411 & 412 Mukim of Hulu Klang District of Gombak Selangor Darul Ehsan	Freehold land	–	10.6	–	Development land	21,319
Lots 892 to 895, 1193 & PT40 Section 57 Kuala Lumpur Wilayah Persekutuan	Freehold land	–	1.1	–	Development land	60,071

Analysis Of Shareholdings As At 15 March 2001

Share Capital

Authorised capital	:	RM500,000,000.00
Paid-up capital	:	RM174,421,646.00
Class of share	:	Ordinary share of RM1.00 each
Voting rights	:	1 vote per ordinary share

Distribution Of Shareholders

Size of Holdings	No. of Shareholders	%	No. of Shares	%
1 – 1000	86	1.010	19,512	0.011
1,000 – 5,000	6,096	71.583	15,633,858	8.963
5,001 – 10,000	1,310	15.383	11,162,456	6.400
10,001 and above	1,024	12.024	147,605,820	84.626
Total	8,516	100.000	174,421,646	100.000

Substantial Shareholders As Per The Register Of Substantial Shareholders As At 15 March 2001

Name	Direct	%	Indirect	%
Tan Sri Dr Chen Lip Keong	24,616,130	14.113	47,157,869 (a)	27.037
Emden Investment Limited	23,922,414	13.715	–	–
UOBM Nominees (Tempatan) Sdn Bhd	20,040,000	11.489	–	–
The KL Regency Sdn Bhd	15,517,241	8.896	–	–
Quantum Symbol Sdn Bhd	7,388,000	4.236	–	–
HDM Nominees (Tempatan) Sdn Bhd	5,154,000	2.955	–	–
Asali Developments Sdn Bhd	4,008,621	2.298	–	–
Anchor Peak Sdn Bhd	642,524	0.368	4,455,000 (b)	2.554
Dato' Dr Abdul Razak Bin Abdul	10,000	0.006	5,330,283 (c)	3.056
Puan Sri Lee Chou Sam	–	–	27,157,869 (d)	15.570
Chin Chee Kuang	–	–	23,922,414 (e)	13.715
Lipkland Holdings Sdn Bhd	–	–	22,060,345 (f)	12.648
Multi-Heritage Sdn Bhd	–	–	5,097,524 (g)	2.922
Win Radiant Sdn Bhd	–	–	5,086,000 (h)	2.916

Notes:

(a) Held in trust by or via the following companies:-

UOBM Nominees (Tempatan) Sdn Bhd	20,000,000
Anchor Peak Sdn Bhd	642,524 ⁽¹⁾
UMF Nominees (Asing) Sdn Bhd	2,000,000 ⁽¹⁾
HSBC Nominees (Tempatan) Sdn Bhd	1,155,000 ⁽¹⁾
UMF Nominees (Tempatan) Sdn Bhd	1,300,000 ⁽¹⁾
Asali Developments Sdn Bhd	4,008,621 ⁽²⁾
Importex Sdn Bhd	2,534,483 ⁽²⁾
The KL Regency Sdn Bhd	15,517,241 ⁽³⁾
	<hr/>
	47,157,869

(1) Deemed interested by virtue of holding 99.01% equity interest in Multi-Heritage Sdn Bhd which in turn holds 51% equity interest in Anchor Peak Sdn Bhd.

(2) Deemed interested by virtue of holding 99.99% equity interest held in Lipkland Holdings Sdn Bhd which in turn holds 100% equity interest in Asali Developments Sdn Bhd and Importex Sdn Bhd.

(3) Deemed interested by virtue of holding 99.99% equity interest in Lipkland Holdings Sdn Bhd which in turn holds 100% equity interest in Homeway Development Sdn Bhd (the holding company of The KL Regency Sdn Bhd).

(b) Indirect interest via the following companies:-

UMF Nominees (Asing) Sdn Bhd	2,000,000
HSBC Nominees (Tempatan) Sdn Bhd	1,155,000
UMF Nominees (Tempatan) Sdn Bhd	1,300,000
	<hr/>
	4,455,000

(c) Indirect interest via the following companies:-

Anchor Peak Sdn Bhd	*642,524
UMF Nominees (Asing) Sdn Bhd	*2,000,000
HSBC Nominees (Tempatan) Sdn Bhd	*1,155,000
UMF Nominees (Tempatan) Sdn Bhd	*1,300,000
CIMSEC Nominees (Tempatan) Sdn Bhd	232,759
	<hr/>
	5,330,283

*Deemed interested by virtue of holding 49% equity interest in Anchor Peak Sdn Bhd.

(d) Deemed interested by virtue of being the spouse of Tan Sri Dr Chen Lip Keong.

(e) Held in trust by Emden Investment Limited.

(f) Deemed interested by virtue of holding 100% equity interest in Asali Developments Sdn Bhd, Importex Sdn Bhd and Homeway Development Sdn Bhd (the holding company of The KL Regency Sdn Bhd).

(g) Deemed interested by virtue of holding 51% equity interest in Anchor Peak Sdn Bhd.

(h) Held in trust by HDM Nominees (Tempatan) Sdn Bhd.

Twenty Largest Shareholders As At 15 March 2001

No.	Name of Shareholder	No. of Shares Held	%
1.	Tan Sri Dr Chen Lip Keong	24,616,130	14.113
2.	Emden Investment Limited	23,922,414	13.715
3.	UOBM Nominees (Tempatan) Sdn Bhd (Pledged securities account for Tan Sri Dr Chen Lip Keong)	20,000,000	11.466
4.	The KL Regency Sdn Bhd	15,517,241	8.896
5.	Quantum Symbol Sdn Bhd	7,388,000	4.236
6.	HDM Nominees (Tempatan) Sdn Bhd (Pledged securities account for Win Radiant Sdn Bhd)	5,086,000	2.916
7.	Asali Developments Sdn Bhd	4,008,621	2.298
8.	Star Combination Sdn Bhd	2,637,931	1.512
9.	Importex Sdn Bhd	2,534,483	1.453
10.	UMF Nominees (Asing) Sdn Bhd (Pledged securities account for Cayuga Investments Corp)	2,000,000	1.147
11.	HDM Nominees (Asing) Sdn Bhd (Qualifier name: GS Asian Countries Fund)	1,384,000	0.793
12.	UMF Nominees (Tempatan) Sdn Bhd (Pledged securities account for Tan Sri Dr Chen Lip Keong)	1,300,000	0.745
13.	HSBC Nominees (Tempatan) Sdn Bhd (BCV for Tan Sri Dr Chen Lip Keong)	1,155,000	0.662
14.	HSBC Nominees (Asing) Sdn Bhd (BCV for Blue Velvet Property Inc.)	1,085,000	0.622
15.	Citicorp Nominees (Asing) Sdn Bhd (TNTC for The Overseas Assurance Corporation Limited)	1,000,000	0.573
16.	Overseas Assurance Corporation (Malaysia) Berhad	790,000	0.453
17.	Anchor Peak Sdn Bhd	652,524	0.374
18.	Asia Life (M) Berhad (As beneficial owner (M'sia Life Fund))	550,000	0.315
19.	Rainbow Fortune Sdn Bhd	543,103	0.311
20.	Malaysia Nominees (Asing) Sdn Bhd (Qualifier name: Oversea-Chinese Bank Nominees Pte Ltd for The Straits Trading Company Limited (OCB 33005-065MIS))	505,000	0.290
	Total	116,675,447	66.890

Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Seventy-Fifth Annual General Meeting of Petaling Tin Berhad will be held at Anggerik Room, 4th Floor, Hotel Equatorial Kuala Lumpur, Jalan Sultan Ismail, 50250 Kuala Lumpur on Thursday, 26 April 2001 at 10.00 a.m. for the following purposes:

AGENDA

1. To receive and adopt the Audited Accounts for the year ended 31 October 2000 together with the Reports of Directors and Auditors thereon. **Resolution 1**

2. To re-elect the following directors retiring pursuant to Article 77 of the Company's Articles of Association.
 - i. Wong Swee Min **Resolution 2**
 - ii. Lai Gin Nyap **Resolution 3**

3. To re-appoint Messrs. Moore Stephens as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 4**

4. As Special Business:
To consider and, if thought fit, passing with or without modifications the following Ordinary Resolution:

Authority To Allot And Issue Shares Pursuant To Section 132D Of The Companies Act, 1965 **Resolution 5**

"THAT the Directors of the Company be and are hereby authorised, pursuant to Section 132D of the Companies Act, 1965, to issue shares in the Company at any time subject to Section 132D(3) and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to the resolution does not exceed 10% of the issued capital of the Company for the time being."

5. To transact any other ordinary business of which due notice shall have been given.

By Order Of The Board

Chang Yuet Mei, MAICSA 0781552
Voon Yoon Mei, MAICSA 0802554
Company Secretaries

Kuala Lumpur
10 April 2001

Notice Of Annual General Meeting (cont'd)

NOTES

1. Proxy

- (i) *A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote, in his stead. A proxy may but need not be a member of the Company. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if such appointor is a corporation, either under Seal, or under the hand of an officer or attorney duly authorized.*

- (ii) *The instrument appointing a proxy and the power of attorney (duly registered according to law) or other authority if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Registered Office of the Company at Level 19, Menara PanGlobal, No. 8, Lorong P. Ramlee, 50250 Kuala Lumpur or at the Company Branch Register at Grooved Secretaries Ltd, 52 Leysdown Road, Mottingham, London, SE9 3NB United Kingdom at least forty-eight (48) hours before the time for holding this Meeting at which the person named in the proxy paper proposes to vote or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument or proxy shall not be treated as valid.*

2. Resolution pursuant to Section 132D of the Companies Act, 1965

The Ordinary Resolution No. 5 proposed under item 4 above if passed will empower the Directors to issue shares up to 10% of the issued capital of the Company for the time being for such purposes as the Directors consider would be in the interest of the Company. This authority unless revoked or varied by the Company in general meeting will expire at the next Annual General Meeting of the Company.

Proxy Form

Petaling Tin Berhad 324-H
Incorporated in Malaysia

I/We
Full Name Of Shareholder

of
Full Address Of Shareholder

being a member/members of **Petaling Tin Berhad**, hereby appoint

.....
Full Name Of Proxy

or failing him/her
Full Name Of Proxy

of
Full Address Of Proxy

as my/our proxy, to vote for me/us and on my/our behalf, at the Seventy-Fifth Annual General Meeting of **Petaling Tin Berhad** to be held at Anggerik Room, 4th Floor, Hotel Equatorial Kuala Lumpur, Jalan Sultan Ismail, 50250 Kuala Lumpur, on Thursday, 26 April 2001 at 10.00 a.m. and at any adjournment thereof.

No	Ordinary Resolution	For	Against
1	Adoption of Directors' Report and Accounts		
2	Re-election of Directors		
3	Wong Swee Min Lai Gin Nyap		
4	Re-appointment of Auditors		
5	Resolution pursuant to Section 132D of the Companies Act, 1965		

(Please indicate with an "X" in the appropriate box against each Resolution how you wish your proxy to vote. If this proxy form is returned without any indication as to how the proxy shall vote, the proxy will vote or abstain as he thinks fit.)

Signed this _____ day of _____ 2001

Number of Shares	
------------------	--

Signature/Seal of Shareholders

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote, in his stead. A proxy may but need not be a member of the Company. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if such appointor is a corporation, either under Seal, or under the hand of an officer or attorney duly authorized.
2. The instrument appointing a proxy and the power of attorney (duly registered according to law) or other authority if any, under which it is signed or a notorially certified copy of that power or authority shall be deposited at the Registered Office of the Company at Level 19, Menara PanGlobal, No. 8, Lorong P. Ramlee, 50250 Kuala Lumpur or at the Company Branch Register at Grooved Secretaries Ltd, 52 Leysdown Road, Mottingham, London, SE9 3NB United Kingdom at least forty-eight (48) hours before the time for holding this Meeting at which the person named in the proxy paper proposes to vote or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument or proxy shall not be treated as valid.
3. Any alteration in this form must be initialed.

Fold this flap for sealing

Affix
Stamp

The Company Secretary

Petaling Tin Berhad 324-H

c/o Lipkland Management and Consultancy Sdn Bhd

Level 19, Menara PanGlobal

No. 8, Lorong P. Ramlee

50250 Kuala Lumpur

1st fold here

2nd fold here