

directors' report

The directors hereby submit their report and the audited accounts of the Group and of the Company for the financial year ended 31 December 1999.

PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding and provision of management services. The principal activities of the subsidiary companies are set out in Note 5 to the accounts. There have been no significant changes in the nature of these activities during the financial year.

RESULTS

In RM'000	The Group 1999	The Company 1998
Profit after taxation for the financial year	280	2,234

DIVIDENDS

No dividend was paid since the end of the previous financial period and the directors do not recommend the payment of any dividend for the financial year under review.

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the accounts.

ISSUES OF SHARES AND DEBENTURES

During the financial year,

- (a) there were no changes in the authorised and issued and paid-up capital of the Company;
- (b) there were no issues of debentures by the Company.

OPTIONS GRANTED OVER UNISSUED SHARES

During the financial year, no options were granted by the Company to any person to take up any unissued shares in the Company.

BAD AND DOUBTFUL DEBTS

Before the profit and loss accounts 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 provision for doubtful debts, and 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 are not aware of any circumstances that would further require the writing off of bad debts, or additional provision for doubtful debts in the accounts of the Group and of the Company inadequate to any substantial extent.

CURRENT ASSETS

Before the profit and loss accounts and balance sheets of the Group and of the Company were made out, the directors took reasonable steps to ensure that any current assets other than debts, which were unlikely to be realised in the ordinary course of business, including their value 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 accounts 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 methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

CONTINGENT AND OTHER LIABILITIES

Other than the contingent liabilities disclosed in Note 26 to the accounts, at the date of this report, there does not exist:

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

No contingent or other liability of the Group and 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 and of the Company to meet their obligations 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 accounts of the Group and of the Company which would render any amount stated in the accounts misleading.

ITEMS OF AN UNUSUAL NATURE

The results of the operations of the Group and of the Company during the financial year were not, in the opinion of the directors, substantially affected by any item, transaction or event of a material and unusual nature.

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, in the opinion of the directors, to affect substantially the results of the operations of the Group and of the Company for the financial year.

EMPLOYEES' SHARE OPTION SCHEME (ESOS)

The Company's ESOS was approved by the Securities Commission on 23 February 1995 and shareholders at an Extraordinary General Meeting held on 5 April 1995.

The principal features of the Scheme are as follows:

- (i) Eligible persons are employees (including Executive Directors) of Malaysian Citizenship of the Group who have been confirmed and in service for at least twelve continuous months and non-Malaysian citizens who have been confirmed and in service for at least five continuous years in the Group on or prior to the date of offer.
- (ii) The total number of shares to be offered shall not exceed 10% of the issued and paid-up share capital at any point of time during the duration of the ESOS, which shall be in force for a period of 5 years commencing from 21 April 1995.
- (iii) The offer price for 1 share of RM1.00 each shall be the average of the mean market quotation of the shares as shown in the Daily Official List issued by the Kuala Lumpur Stock Exchange for the five trading days preceding the date of offer or the par value of the share, whichever is the higher.

As at 31 December 1999, the details of options granted but not exercised are as follows:

Exercise price	Number of ordinary shares of RM1.00 each under option
RM	'000
1.45	9,309
1.30	891

The ESOS expired on 21 April 2000.

DIRECTORS

The directors of the Company in office since the date of the last report are as follows:

TAN SRI DATO' LOW YOW CHUAN	
DATO' JEFFREY NG TIONG LIP	
TAN SRI DATUK SERI CHONG HON NYAN	
DATO' HANAFIAH BIN HUSSAIN	
TAN SRI DATO' NASRUDDIN BIN MOHAMED	(Passed Away on 13.8.1999)
DATO' LEE KIM SAI @ LEE HOO	(Appointed on 15.3.2000)
LOW KIM SENG	(Retired on 28.6.1999)
LOW GEE TAT @ GENE LOW	
LOW GEE TEONG	

In accordance with the Articles of Association of the Company, Dato' Lee Kim Sai @ Lee Hoo and Low Gee Tat @ Gene Low retire by rotation at the forthcoming annual general meeting and, being eligible, offer themselves for re-election.

In accordance with Section 129 of the Companies Act, 1965, Tan Sri Datuk Seri Chong Hon Nyan and Dato' Hanafiah Bin Hussain retire and offer themselves for re-appointment.

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors holding office at the end of the financial year in shares in the Company during the financial year are as follows:-

Number of ordinary shares of RM1 each					
	At 1.1.1999	Bought	Sold	At 31.12.1999	Options granted to subscribe for shares under ESOS
Direct Interest					
DATO' JEFFREY NG TIONG LIP	-	-	-	-	500,000
LOW GEE TAT @ GENE LOW	-	-	-	-	500,000
LOW GEE TEONG	-	-	-	-	500,000
Indirect Interest					
TAN SRI DATO'					
LOW YOW CHUAN	249,295,447	103,000	3,136,000	246,262,447	-
TAN SRI DATUK SERI					
CHONG HON NYAN	5,500	-	-	5,500	-
LOW GEE TAT @ GENE LOW	249,295,447	103,000	3,136,000	246,262,447	-
LOW GEE TEONG	249,295,447	103,000	3,136,000	246,262,447	-

Tan Sri Dato' Low Yow Chuan, Low Gee Tat @ Gene Low and Low Gee Teong by virtue of their substantial interests in shares in the Company are also deemed interested in shares in all the Company's subsidiaries to the extent of the Company's interests in shares in these subsidiary companies.

DIRECTORS' BENEFITS

Since the end of the previous financial period, no director has received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by directors as shown in the accounts) 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 other than any benefits which may be deemed to arise from transactions entered into in the ordinary course of business and acquisition of certain assets of which the directors, Tan Sri Dato' Low Yow Chuan, Dato' Jeffrey Ng Tiong Lip, Low Gee Tat @ Gene Low, Low Gee Teong and Low Kim Seng, a former director of the Company had declared their interests, with companies in which those directors have substantial financial interests as disclosed in Note 30 to the accounts.

Neither during nor at the end of the financial year, was the Company and its subsidiary companies 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 other than share options granted under the ESOS.

SIGNIFICANT EVENTS

During the financial year,

- (a) Empire Tower (Malaysia) Sdn Bhd, a wholly-owned subsidiary company of the Company, acquired the 59th to 61st floor together with the rooftop helipad of Empire Tower building from Low Yat Construction Company Sdn Bhd for a consideration of RM26,188,000.
- (b) Aman City Hotel Sdn Bhd, a wholly-owned subsidiary company of the Company acquired a freehold land measuring approximately 2,630 square metres in Jalan Aman, Kuala Lumpur from Odyssey Sdn Bhd for a consideration of RM12,700,000.

The total purchase consideration of RM38,888,000 was satisfied by way of an exchange of a leasehold land valued at RM34,500,000 and the balance of RM4,388,000 in cash.

AUDITORS

The auditors, Messrs. Horwath Mok & Poon, have expressed their willingness to continue in office.

ON BEHALF OF THE BOARD



DATO' JEFFREY NG TIONG LIP



LOW GEE TAT @ GENE LOW

Kuala Lumpur
25 April 2000

statement by directors

We, Dato' Jeffrey Ng Tiong Lip and Low Gee Tat @ Gene Low, being two of the directors of Asia Pacific Land Berhad, state that, in the opinion of the directors, the accompanying accounts are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company at 31 December 1999 and of the results of the Group and of the Company and of the statement of changes in equity of the Group and of the Company and cash flows of the Group for the financial year ended on that date and in accordance with applicable approved accounting standards in Malaysia.



DATO' JEFFREY NG TIONG LIP



LOW GEE TAT @ GENE LOW

Kuala Lumpur
25 April 2000

statutory declaration

I, Dato' Jeffrey Ng Tiong Lip, being the director primarily responsible for the financial management of Asia Pacific Land Berhad, do solemnly and sincerely declare that the accompanying accounts are, to the best of my knowledge and belief, correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by
Dato' Jeffrey Ng Tiong Lip,
at Kuala Lumpur in the Federal Territory
on this .

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DATO' JEFFREY NG TIONG LIP

Before Me



Kuala Lumpur
25 April 2000

report of the auditors to the shareholders of Asia Pacific Land Berhad

We have audited the accounts of Asia Pacific Land Berhad for the financial year ended 31 December 1999. The preparation of the accounts is the responsibility of the Company's directors. Our responsibility is to express an opinion on the accounts based on our audit.

We conducted our audit in accordance with approved standards on auditing in Malaysia. These standards require that we plan and perform the audit to obtain reasonable assurance that the accounts are free of material misstatement. Our audit included examining, on a test basis, evidence relevant to the amounts and disclosures in the accounts. Our audit also included 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 accounts. We believe our audit provides a reasonable basis for our opinion.

In our opinion:-

- (a) the accounts are properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of:-
 - (i) the state of affairs of the Group and of the Company at 31 December 1999 and of the results of the Group and of the Company and of the statement of changes in equity of the Group and of the Company and of the cash flows of the Group for the financial year ended on that date; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the accounts of the Group and of the Company;and
- (b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Company and by the subsidiary companies of which we have acted as auditors have been properly kept in accordance with the provisions of the said Act.

We have considered the accounts and the auditors' reports thereon of subsidiary companies of which we have not acted as auditors, as indicated in Note 5 to the accounts.

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

The audit reports on the accounts of the subsidiary companies were not subject to any qualification and did not include any comment made under Subsection (3) of Section 174 of the Companies Act, 1965.



HORWATH MOK & POON
Firm No : AF 0995
Public Accountants

Kuala Lumpur
25 April 2000



MOK YUEN LOK
Approval No : 1408/11/01 (J/PH)
Partner of Firm

balance sheets at 31 December 1999

In RM'000	Note	The Group		The Company	
		1999	1998	1999	1998
Fixed Assets	3	151,687	208,136	317	391
Hotel And Investment Properties	4	1,090,239	914,819	–	–
Subsidiary Companies	5	–	–	1,079,529	1,079,243
Other Investment	6	50	50	50	50
Land Held For Development	7	145,921	191,804	–	–
Expenditure Carried Forward	8	8,089	5,470	–	–
Goodwill On Consolidation	9	5,765	6,172	–	–
Current Assets					
Development Properties	10	48,756	114,275	–	–
Inventories	11	88,694	7,915	–	–
Trade Debtors	12	38,052	17,916	–	–
Other Debtors And Deposits	13	39,045	36,902	4,438	477
Cash and Bank Balances	14	18,965	6,984	55	515
		233,512	183,992	4,493	992
Less: Current Liabilities					
Trade Creditors		41,083	11,903	–	–
Other Creditors And Accruals	15	55,925	49,974	6,168	4,430
Taxation		22,199	24,258	30	270
Bank Borrowings	16	115,014	78,120	–	–
		234,221	164,255	6,198	4,700
Net Current (Liabilities)/Assets		(709)	19,737	(1,705)	(3,708)
		1,401,042	1,346,188	1,078,191	1,075,976
Financed By:					
Share Capital	17	710,341	710,341	710,341	710,341
Reserves	18	208,639	211,057	187,850	185,616
Shareholders' Equity		918,980	921,398	898,191	895,957
Deferred Taxation	19	6,296	6,296	–	–
Long Term Liabilities	20	475,766	418,494	180,000	180,019
		1,401,042	1,346,188	1,078,191	1,075,976
Net Tangible Assets Per Share		RM1.27	RM1.28		

The annexed notes form an integral part of these accounts.

profit and loss accounts for the financial year ended 31 December 1999

		The Group		The Company	
		1.1.1999 to 31.12.1999	1.2.1998 to 31.12.1998	1.1.1999 to 31.12.1999	1.2.1998 to 31.12.1998
In RM'000	Note				
Turnover	21	284,979	63,338	3,990	202
Cost Of Sales		(202,007)	(12,646)	–	–
Other Operating Expenses		(40,468)	(36,067)	–	–
Gross Operating Profit		42,504	14,625	3,990	202
Other Operating Income		3,666	4,293	82	30
Distribution Costs		(4,738)	(1,619)	–	–
Administration Expenses		(21,354)	(17,206)	(892)	(955)
Profit From Operations		20,078	93	3,180	(723)
Finance Costs		(19,506)	(13,662)	–	–
Profit/(Loss) Before Taxation	22	572	(13,569)	3,180	(723)
Taxation	23	(292)	(2,809)	(946)	–
Profit/(Loss) After Taxation For The Year/Period		280	(16,378)	2,234	(723)
Retained Profits Brought Forward		46,790	63,168	39,801	40,524
Retained Profits Carried Forward		47,070	46,790	42,035	39,801
Retained by:-					
The Company		42,035	39,801		
Subsidiary Companies		5,035	6,989		
		47,070	46,790		
Earnings Per Share					
- Basic	24	0.04 sen	(2.30) sen		

The annexed notes form an integral part of these accounts.

statement of changes in equity for the financial year ended 31 December 1999

In RM'000	Share Capital	Share Premium	Revaluation Reserve	Exchange Fluctuation Reserve	Retained Profits	Total Equity
The Group						
At 1.1.1999	710,341	62,372	97,129	4,766	46,790	921,398
Currency exchange translation difference	–	–	–	(2,698)	–	(2,698)
Net loss not recognised in the profit and loss account	–	–	–	(2,698)	–	(2,698)
Net profit for the year	–	–	–	–	280	280
Total gain/(losses) for the year	–	–	–	(2,698)	280	(2,418)
At 31.12.1999	710,341	62,372	97,129	2,068	47,070	918,980

In RM'000	Share Capital	Share Premium	Revaluation Reserve	Retained Profits	Total Equity
The Company					
At 1.1.1999	710,341	62,372	83,443	39,801	895,957
Net profit for the year	–	–	–	2,234	2,234
At 31.12.1999	710,341	62,372	83,443	42,035	898,191

The annexed notes form an integral part of these accounts.

consolidated cash flow statement for the financial year ended 31 December 1999

In RM'000	Note	The Group	
		1.1.1999	1.2.1998
		to	to
		31.12.1999	31.12.1998
Cash Flows From Operating Activities			
Profit/(Loss) before taxation		572	(13,569)
Adjustments for:			
Amortisation of expenditure carried forward		734	311
Goodwill amortised		407	407
Depreciation of fixed assets		5,195	4,205
Fixed assets written off		–	689
Loss on disposal of fixed assets		42	53
Net provision for doubtful debts		678	656
Net interest expense		52,562	38,661
Operating profit before working capital changes		60,190	31,413
Decrease/(Increase) in inventories		21,669	(3,611)
(Increase)/Decrease in trade and other debtors		(22,943)	47,855
Increase in trade and other creditors		34,846	5,203
Decrease in development properties		27,015	2,173
Cash Generated From Operations		120,777	83,033
Tax paid		(2,350)	(1,285)
Interest paid		(53,483)	(39,357)
Net Cash From Operating Activities		64,944	42,391
Cash Flows From Investing Activities			
Purchase of fixed assets	25	(42,856)	(90,530)
Proceeds from disposal of fixed assets		3,077	232
Payment for hotel and investment properties		(85,576)	(11,444)
Payment for land held for development		(11,797)	(89,892)
Payment for expenditure carried forward		(3,353)	(40)
Interest received		921	696
Net Cash Used In Investing Activities		(139,584)	(190,978)
Balance Carried Forward		(74,640)	(148,587)

The annexed notes form an integral part of these accounts.

consolidated cash flow statement for the financial year ended 31 December 1999

		The Group	
		1.1.1999 to 31.12.1999	1.2.1998 to 31.12.1998
In RM'000	Note		
Balance Brought Forward		(74,640)	(148,587)
Cash Flows From Financing Activities			
Drawdown of term loans		152,329	109,768
Net payment to hire purchase creditors		(2,003)	(2,289)
Repayment of term loans		(64,679)	(7,000)
Net Cash From Financing Activities		85,647	100,479
Net Increase/(Decrease) In Cash And Cash Equivalents		11,007	(48,108)
Effect On Exchange Rate Changes On Cash And Cash Equivalents		177	(17,743)
Cash And Cash Equivalents At Beginning Of Year/Period		(67,836)	(1,985)
Cash And Cash Equivalents At End Of Year/Period		(56,652)	(67,836)
Cash And Cash Equivalents Comprise:-			
Fixed deposits with licensed banks		11,737	2,496
Cash and bank balances		7,228	4,488
Bank overdrafts	16	(75,617)	(74,820)
		(56,652)	(67,836)

The annexed notes form an integral part of these accounts.

notes to the accounts for the financial year ended 31 December 1999

1 PRINCIPAL ACTIVITIES

The principal activities of the Company are that of investment holding and provision of management services.

The principal activities of the subsidiaries are described in Note 5 to the accounts.

There have been no significant changes in these activities during the financial year.

2 SIGNIFICANT ACCOUNTING POLICIES

A Accounting Convention

The accounts of the Group and of the Company are prepared under the historical cost convention, modified to include revaluation of certain fixed assets, hotel and investment properties and investment in subsidiary companies and in compliance with applicable approved accounting standards.

B Basis of Consolidation

The consolidated accounts include the accounts of the Company and all its subsidiary companies made up to 31 December 1999 using the acquisition method. The results of subsidiary companies acquired or disposed of during the financial year are included in the consolidated accounts from the date of acquisition or up to the date of disposal.

Goodwill on consolidation represents the difference between consideration paid for the investment in subsidiary companies and the fair value attributable to the net assets of the subsidiary companies acquired. Goodwill on consolidation is amortised on a straight line basis over a period of twenty five years, subject to yearly review by the directors and will be written down to the extent of their intrinsic value.

All related company transactions have been eliminated on consolidation to reflect transactions with parties outside the Group.

C Fixed Assets and Depreciation

Fixed assets are stated at cost or valuation less accumulated depreciation. No depreciation is provided on freehold land, long leasehold land, buildings under construction and golf course under development. Linen, crockery and related items included in other assets are capitalised at the minimum level of requirement for normal operations. No depreciation is provided but replacements are written off to the profit and loss account.

Depreciation on the other fixed assets is calculated under the straight line method to write off the cost of these fixed assets over their estimated useful lives. The principal annual rates used for this purpose are:-

Short term leasehold land	Over lease period
Buildings	2%
Furniture, fittings, equipment and other assets	5% - 20%
Motor vehicles	20%
Plant and machinery	10%

Other assets comprise tools, equipment, linen, crockery and related items.

Long lease is defined as a lease with unexpired period exceeding 50 years as at the balance sheet date.

Land and buildings are appraised periodically at least once in every 5 years.

2 SIGNIFICANT ACCOUNTING POLICIES (cont'd)

D Plantation Expenditure

(i) New Planting Expenditure

New planting expenditure incurred on land clearing and upkeep of trees to maturity is capitalised under plantation expenditure and is not amortised.

(ii) Replanting Expenditure

Replanting expenditure is charged to the profit and loss account in the year in which the expenditure is incurred.

E Leased Assets

The cost of assets acquired under finance lease is capitalised as fixed assets. Outstanding obligations due under the lease terms after deducting finance expenses are included as liabilities in the accounts. The finance expenses of the lease rental are charged to the profit and loss account on a straight line basis over the period of the lease terms.

F Hotel And Investment Properties

Hotel and investment properties are properties held for investment potential and rental income, and are stated at cost or valuation and not depreciated.

These properties are appraised periodically, at least once in every five years. Net increase in the aggregate amount arising from revaluation of the properties, if adjusted, is credited to a revaluation reserve account as revaluation surplus. Net decrease in the aggregate amount arising from revaluation of the properties will be charged to the revaluation reserve account. To the extent that a net decrease in aggregate amount is not supported by any previous revaluation surplus, the net decrease is charged to the profit and loss account.

G Investments

Investments in subsidiary companies and unquoted investments are stated at cost less provision for any permanent diminution in value or at valuation.

Where investments in subsidiary companies are stated at valuation, the net increase in the aggregate amount arising from the revaluation is credited to a revaluation reserve account as revaluation surplus. Net decrease in the aggregate amount arising from the revaluation will be charged to the revaluation reserve account. To the extent that a net decrease in aggregate amount is not supported by any previous revaluation surplus, the net decrease is charged to the profit and loss account.

H Land Held For Development

Land held for development is stated at cost. Cost includes attributable development expenditure and interest charges relating to the financing of the land and development.

Land held for development comprises land banks which are being prepared for development and will be reclassified as development property when significant development work has been undertaken and is expected to be completed within the normal operating cycle.

I Expenditure Carried Forward

(i) Pre-operating Expenses

Pre-operating expenses are written off at 10% per annum on a straight line basis from the date of commencement of operation.

(ii) Preliminary Expenses

Preliminary expenses are written off in the year of commencement of operation.

(iii) Advertisement and Promotions Expenses

Advertisement and promotion expenses in relation to the launching of new projects are written off on a straight line basis over five years from the date of commencement of operation.

2 SIGNIFICANT ACCOUNTING POLICIES (cont'd)

J Development Properties

Development properties are stated at cost plus attributable profits less foreseeable losses and progress payments received and receivable. Cost includes the cost of land and development expenditure and interest charges relating to the financing of the land and development.

K Revenue Recognition

(i) Development Properties

Profit from sale of development properties is recognised using the percentage of completion basis. Foreseeable losses, if any, are recognised immediately in the profit and loss account.

(ii) Dividend Income

Dividends from subsidiary companies are accounted for on accrual basis, while dividends from other investments are accounted for on receipt basis.

L Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average basis, and comprises the purchase price and incidental expenses incurred in bringing the inventories to their present location and condition.

For completed properties, cost includes cost of land, development expenditure and interest charges relating to the financing of the land and development.

M Foreign Currencies

Transactions in foreign currencies during the year are converted into Ringgit Malaysia at rates of exchange approximating those ruling at the transaction dates. Foreign currency monetary assets and liabilities at the balance sheet date are translated into Ringgit Malaysia at rates of exchange approximating those ruling at that date. All exchange gains or losses are dealt with in the profit and loss account.

The accounts of foreign subsidiary companies have been translated into Ringgit Malaysia at the rates of exchange ruling at the balance sheet date. On consolidation, gains or losses arising on translation into Ringgit Malaysia are taken to exchange fluctuation reserve. Translation losses in excess of the amount in the exchange fluctuation reserve are charged to the profit and loss account.

N Interest Capitalisation

Interest incurred on borrowings to finance the preparation of assets for their intended use is capitalised as part of the cost of the assets until they are completed and/or for sales, after which such expense is charged to the profit and loss account.

O Deferred Taxation

Deferred taxation is provided using the liability method on all material timing differences except where no liability is expected to arise in the foreseeable future. Deferred tax benefit is only recognised when there is reasonable expectation of realisation in the foreseeable future.

3 FIXED ASSETS

The Group				Building	Furniture,				
		Long	Short	Under	Fittings,		Golf		
	Freehold	Leasehold	Leasehold	Construction	and Other	Equipment	Under	Course	
In RM'000	Land	Land	Land	Buildings	Assets	Motor Vehicles	Development	Plantation	Expenditure
Total									
At Cost/Valuation									
At 1.1.1999		40,997	60,520	1,074	72,792	52,874	6,007	–	– 234,264
Additions	17,446	5,276	–	3,319	9,215	638	2,844	6,766	45,504
Disposals	–	–	–	–	(2,763)	(29)	–	–	(2,792)
Reclassifications	(22,471)*	(12,607)	–	(71,888)*	(85)	85	–	12,607	(94,359)*
Currency exchange translation difference		–	–	–	–	176	17	–	– 193
At 31.12.1999	35,972	53,189	1,074	4,223	59,417	6,718	2,844	19,373	182,810
Analysis of Cost/Valuation:-									
At cost	20,442	48,339	29	4,223	59,417	6,718	2,844	19,373	161,385
At directors' valuation - 1993	15,530	4,850	1,045	–	–	–	–	–	21,425
	35,972	53,189	1,074	4,223	59,417	6,718	2,844	19,373	182,810
Accumulated Depreciation									
At 1.1.1999		–	–	153	27	21,655	4,293	–	– 26,128
Charge for the year	–	–	24	8	4,382	781	–	–	5,195
Disposals	–	–	–	–	(235)	–	–	–	(235)
Reclassifications	–	–	–	–	(17)	17	–	–	–
Currency exchange translation difference		–	–	–	–	20	15	–	– 35
At 31.12.1999	–	–	177	35	25,805	5,106	–	–	31,123
Net Book Value at									
- 31.12.1999		35,972	53,189	897	4,188	33,612	1,612	2,844	19,373 151,687
- 31.12.1998		40,997	60,520	921	72,765	31,219	1,714	–	– 208,136
Depreciation charge for the period ended 31.12.1998	–	–	22	19	3,541	623	–	–	4,205

* Reclassified to hotel and investment properties.

3 FIXED ASSETS (cont'd)

The Company	Furniture, Fittings and Equipment	Motor Vehicles	Total
In RM'000			
At Cost			
At 1.1.1999	674	353	1,027
Additions	41	–	41
At 31.12.1999	715	353	1,068
Accumulated Depreciation			
At 1.1.1999	454	182	636
Charge for the year	60	55	115
At 31.12.1999	514	237	751
Net Book Value At			
- 31.12.1999	201	116	317
- 31.12.1998	220	171	391
Depreciation charge for the period ended 31.12.1998	55	56	111

Land stated at valuation was appraised in 1993 at open market value on an existing use basis and approved by the relevant government authorities.

In 1997, land owned thereon was re-appraised by an independent professional valuer at open market value. As a matter of prudence, the directors do not recommend that the additional revaluation surplus arising therefrom be incorporated in the accounts.

During the year, interest was capitalised on:-

	The Group	
In RM'000	1999	1998
Land and building under construction	5,764	2,367
Plantation expenditure	1,506	633

The cost of fixed assets acquired under hire purchase terms included in the cost of fixed assets of the Group at the balance sheet date is RM8,572,000 (1998 - RM9,167,000).

Certain freehold land has been charged to financial institutions as security for banking facilities granted to subsidiary companies and a third party.

4 HOTEL AND INVESTMENT PROPERTIES

In RM'000	The Group	
	1999	1998
Hotel Properties		
Freehold land and buildings		
- at valuation	308,000	308,000
- at cost	267,200	118,782
	575,200	426,782
Investment Properties		
Freehold land and buildings		
- at valuation	200,000	200,000
- at cost	315,039	288,037
	515,039	488,037
	1,090,239	914,819

Hotel and investment properties stated at valuation were appraised in 1993 at open market value on an existing use basis and approved by the relevant government authorities.

In 1997, hotel and investment properties owned thereon were re-appraised by an independent professional valuer at open market value of RM1,121,700,000 giving rise to an additional revaluation surplus of RM218,325,000. As a matter of prudence, the directors do not recommend that the additional revaluation surplus be incorporated in the accounts.

Certain freehold land and buildings have been charged to financial institutions as security for banking facilities granted to the Company and its subsidiary companies.

5 INTEREST IN SUBSIDIARY COMPANIES

In RM'000	The Company	
	1999	1998
Unquoted shares		
- at valuation	192,721	192,721
- at cost	33,517	32,417
	226,238	225,138
Net amount owing by subsidiary companies	853,291	854,105
	1,079,529	1,079,243

Details of the subsidiary companies are as follows:

Name of Company	Equity Interest		Principal Activity
	1999	1998	
Incorporated in Malaysia			
*Affinity Villas Sdn Bhd	100%	100%	Property investment and development
*Aman City Hotel Sdn Bhd	100%	100%	Property investment and car park rental
*Ambangan Valley Sdn Bhd	100%	100%	Golf course investment
*Amity Synergy Sdn Bhd	100%	100%	Investment holding
APL Construction Sdn Bhd	100%	100%	Property development

5 INTEREST IN SUBSIDIARY COMPANIES (cont'd)

Name of Company	Equity Interest		Principal Activity
	1999	1998	
Incorporated in Malaysia			
*APL Hotel Sdn Bhd	100%	100%	Property investment and hotel business
*APL Plantations Sdn Bhd	100%	100%	Plantation business
*APL Resources Sdn Bhd	100%	100%	Plantation business
*Bakti Dinamik Sdn Bhd	100%	100%	Property development
*Buoyant Point Sdn Bhd	100%	100%	Dormant
*City Square Centre Sdn Bhd	100%	100%	Investment holding
*City Square Holdings Sdn Bhd	100%	100%	Investment holding
*City Square Properties Sdn Bhd	100%	100%	Property investment and management, and supermarket business
*City Square Nursery And Landscaping Sdn Bhd	100%	100%	Nursery and landscaping activities
*City Square Parking Sdn Bhd	100%	100%	Car park operations
*City Square Retail Management Sdn Bhd	100%	100%	Property management
*Elite Empire Sdn Bhd	100%	100%	Property investment
*Eminent Portfolio Sdn Bhd	100%	100%	Property investment
*Empire Reach Sdn Bhd	100%	100%	Dormant
*Empire Tower (Malaysia) Sdn Bhd	100%	100%	Property investment and management
*Esprit Projects Sdn Bhd	100%	100%	Property development
*Fidelity Park Sdn Bhd	100%	100%	Property development
*Hotel Fair Lane Holdings Sdn Bhd	100%	100%	Property investment and hotel business
*Khas Cergas Sdn Bhd	100%	100%	Dormant
*Kinasurya Sdn Bhd	100%	100%	Property investment
*Marina Mirage Hotel Sdn Bhd	100%	100%	Property investment

5 INTEREST IN SUBSIDIARY COMPANIES (cont'd)

Name of Company	Equity Interest		Principal Activity
	1999	1998	
Incorporated in Malaysia			
*Mount Pleasure Corporation Sdn Bhd	100%	100%	Investment holding, property investment and development, and hotel business
*Mount Pleasure Property Management Services Sdn Bhd	100%	100%	Property management services
*Tasik Puteri Golf & Country Club Berhad # #	100%	100%	Golf course operation
*Pristine Review Sdn Bhd	100%	100%	Property investment
*Radiant Design Sdn Bhd	100%	100%	Design services
*Rawang Lakes Sdn Bhd	100%	100%	Property investment and development
*Riviera Hectares Sdn Bhd	100%	100%	Property investment
*Riviera Steppe Sdn Bhd	100%	100%	Property investment
*Sapphire Acres Sdn Bhd	100%	100%	Property investment
*Willow Land Sdn Bhd	100%	100%	Property investment
Incorporated in the Republic of Singapore			
*Mount Pleasure Investments Pte. Ltd.	100%	100%	Dormant
Incorporated in the British Virgin Islands			
#Top Loyal Investment Ltd.	100%	100%	Investment holding
+United Well Investment Ltd.	100%	100%	Property investment and development, and hotel business
* Not audited by Horwath Mok & Poon			
+ Audited by affiliates of Horwath Mok & Poon			
# Subsidiary company which relies on continued financial support from the Company to continue operations on a going concern basis.			
# # Formerly known as Premium Estates Bhd which was formerly known as Premium Estates Sdn Bhd			

6 OTHER INVESTMENT

In RM'000	The Group/The Company	
	1999	1998
Unquoted shares, at cost	50	50

7 LAND HELD FOR DEVELOPMENT

In RM'000	The Group	
	1999	1998
Land	106,583	110,396
Development expenditure	39,338	81,408
	145,921	191,804

During the financial year, interest capitalised on land held for development amounted to RM4,190,000 (1998 - RM19,737,000).

8 EXPENDITURE CARRIED FORWARD

In RM'000	The Group	
	1999	1998
Cost less amount written off:		
Pre-operating expenses	7,971	5,463
Preliminary expenses	3	4
Advertisement and promotions expenses	115	3
	8,089	5,470

9 GOODWILL ON CONSOLIDATION

In RM'000	The Group	
	1999	1998
Goodwill on consolidation	12,255	12,255
Amount amortised and written off	(6,490)	(6,083)
	5,765	6,172

10 DEVELOPMENT PROPERTIES

In RM'000	The Group	
	1999	1998
Development properties comprise:		
Land	15,434	32,721
Development expenditure	141,779	85,286
	157,213	118,007
Attributable profits	14,969	609
	172,182	118,616
Progress billings	(123,426)	(4,341)
	48,756	114,275

During the year, interest capitalised on development properties amounted to RM22,517,000 (1998 - RM2,958,000).

11 INVENTORIES

In RM'000	The Group	
	1999	1998
Stores and consumables	461	985
Raw materials	168	475
Finished goods	274	29
Completed properties	87,791	6,426
	88,694	7,915

12 TRADE DEBTORS

In RM'000	The Group	
	1999	1998
Trade debtors	44,012	23,198
Provision for doubtful debts	(5,960)	(5,282)
	38,052	17,916

Included in trade debtors is an amount of RM376,000 (1998 - RM1,395,000) owing by companies in which certain directors have substantial financial interests and which arose from transactions in the nature of trade entered into in the ordinary course of business based on fair commercial terms.

13 OTHER DEBTORS AND DEPOSITS

Included in other debtors and deposits are performance deposits of RM20,000,000 (1998 - RM20,000,000) paid in relation to a joint venture agreement with, and RM10,000,000 (1998 - RM10,000,000) in relation to an acquisition of land from companies in which certain directors have substantial financial interests.

14 CASH AND BANK BALANCES

In RM'000	The Group		The Company	
	1999	1998	1999	1998
Fixed deposits with licensed banks	11,737	2,496	–	–
Cash held at hand and banks	3,555	3,888	55	515
Cash held under Housing Development Accounts	3,673	600	–	–
	18,965	6,984	55	515

Fixed deposits of the Group amounting to RM142,000 (1998 - RM1,771,000) are pledged to certain financial institutions to secure banking facilities granted to certain subsidiary companies.

15 OTHER CREDITORS AND ACCRUALS

In RM'000	The Group		The Company	
	1999	1998	1999	1998
Other creditors	54,162	47,800	6,149	4,366
Hire purchase creditors - portion repayable within twelve months	1,763	2,174	19	64
	55,925	49,974	6,168	4,430
Hire purchase creditors are made up of:-				
Gross hire purchase creditors	4,604	4,060	23	101
Interest-in-suspense	(595)	(696)	(4)	(18)
Net hire purchase creditors	4,009	3,364	19	83
The net hire purchase creditors are repayable as follows:-				
Within twelve months	1,763	2,174	19	64
After twelve months (Note 20)	2,246	1,190	-	19
	4,009	3,364	19	83

Included in other creditors and accruals is RM15,167,000 (1998 - RM7,135,000) owing to companies in which certain directors have substantial financial interests. The amount owing is unsecured, interest free and has no fixed terms of repayment.

16 BANK BORROWINGS

In RM'000	The Group	
	1999	1998
Bank overdrafts	75,617	74,820
Revolving credit	1,500	1,500
Term loans		
- portion repayable within twelve months (Note 20)	37,897	1,800
	115,014	78,120

The bank borrowings bear interest at rates ranging from 7.18% to 12.75% (1998 - 7.03% to 14.55%) per annum and are secured by legal charges over certain hotel and investment properties and freehold land of the Group.

17 SHARE CAPITAL

In RM'000	The Company	
	1999	1998
Ordinary shares of RM1 each:-		
Authorised		
- 1,000,000,000 ordinary shares	1,000,000	1,000,000
Issued and fully paid up		
- 710,341,402 ordinary shares	710,341	710,341

18 RESERVES

In RM'000	The Group		The Company	
	1999	1998	1999	1998
Share premium	62,372	62,372	62,372	62,372
Revaluation reserve	97,129	97,129	83,443	83,443
Exchange fluctuation reserve	2,068	4,766	–	–
Retained profits	47,070	46,790	42,035	39,801
	208,639	211,057	187,850	185,616

Based on estimated Section 108 tax credit and tax-exempt income account available, and subject to agreement with the tax authorities, the retained profits of the Company are wholly distributable by way of dividends without the Company incurring further tax liabilities.

19 DEFERRED TAXATION

Deferred tax liabilities of approximately RM5,300,000 is not provided for on the revaluation surplus of certain properties as it is not the intention of the directors to dispose these properties in the foreseeable future.

Subject to agreement with tax authorities, the unutilised tax losses and unabsorbed capital allowances available for set off against future taxable income are as follows:

In RM'000	The Group		The Company	
	1999	1998	1999	1998
Unutilised tax losses	73,350	57,200	7,600	7,600
Unutilised capital allowances	35,450	31,950	500	500
	108,800	89,150	8,100	8,100
Potential deferred tax benefit not taken up in the accounts at 28% thereon	30,464	24,962	2,268	2,268

20 LONG TERM LIABILITIES

In RM'000	The Group		The Company	
	1999	1998	1999	1998
Term loans	511,417	419,104	180,000	180,000
Portion repayable within twelve months (Note 16)	(37,897)	(1,800)	–	–
Portion repayable after twelve months	473,520	417,304	180,000	180,000
Hire purchase creditors (Note 15)	2,246	1,190	–	19
	475,766	418,494	180,000	180,019

The term loans bear interest at rates ranging from 7.18% to 12.75% per annum (1998 - 7.03% to 14.55%) and are secured by legal charges over certain hotel and investment properties and freehold land of the Group.

21 TURNOVER

Turnover of the Group represents revenue less discounts from hotel operations, rental income from commercial and shopping space, progress billings from sale of development properties and sales proceeds from restaurant and supermarket business whilst turnover of the Company represents gross dividend income and management fee income.

22 PROFIT/(LOSS) BEFORE TAXATION

In RM'000	The Group		The Company	
	1999	1998	1999	1998
Profit/(Loss) before taxation is arrived at after charging:-				
Amortisation of expenditure carried forward	734	311	–	–
Audit fees	153	148	33	38
Depreciation of fixed assets	5,195	4,205	115	111
Remuneration of directors of the Company				
- emoluments	611	572	–	–
- other benefits	35	30	–	–
Fixed assets written off	–	689	–	–
Goodwill amortised	407	407	–	–
Interest expense	19,505	13,662	13	12
Loss on disposal of fixed assets	42	53	–	18
Net provision for doubtful debts	678	656	–	–
Rental of equipment	191	151	–	–
Rental of land and building	217	1,071	30	28
and crediting:-				
Interest income	921	696	–	–
Rental income	19,575	27,793	–	–
Gain on foreign exchange	64	227	–	–
Dividend income from subsidiary company	–	–	3,770	–
Management fee from subsidiary companies	–	–	221	202

23 TAXATION

In RM'000	The Group		The Company	
	1999	1998	1999	1998
Malaysian taxation based on the results for the year/period:-				
For the year/period	(3,235)	(2,935)	(946)	–
Overprovision in prior years	2,943	126	–	–
	(292)	(2,809)	(946)	–

The taxation charge for the Group arises as profits of certain subsidiary companies cannot be set off against losses of other subsidiary companies as there is no Group tax relief available in Malaysia.

24 EARNINGS PER SHARE

Basic earnings per share is calculated based on the Group's profit/(loss) after taxation for the year/period divided by the number of ordinary shares of the Company in issue during the year/period of 710,341,402 (1998 - 710,341,402).

The fully diluted earnings per share is not computed as subsequent to the year end date, options granted under the Employees' Share Option Scheme to purchase shares in the Company expired on 21 April 2000 and were not exercised.

25 PURCHASE OF FIXED ASSETS

In RM'000	The Group	
	1999	1998
Cost of fixed assets purchased	45,504	91,754
Amount financed through hire purchase	(2,648)	(1,224)
Cash disbursed for purchase of fixed assets	42,856	90,530

26 CONTINGENT LIABILITIES

In RM'000	The Company	
	1999	1998
Unsecured:-		
Guarantees given to financial institutions for facilities granted to subsidiary companies	412,523	318,705

27 CAPITAL COMMITMENTS

In RM'000	The Group	
	1999	1998
Approved and contracted for	14,000	18,300

28 SEGMENTAL INFORMATION - GROUP

In RM'000	Turnover		Profit/(Loss) Before Taxation		Total Assets	
	1.1.1999	1.2.1998	1.1.1999	1.2.1998	31.12.1999	31.12.1998
	to	to	to	to		
	31.12.1999	31.12.1998	31.12.1999	31.12.1998	31.12.1999	31.12.1998
Analysis by activity:						
Hotel	36,585	29,777	(21,910)	(19,459)	562,326	456,192
Retail/Commercial property	20,942	29,537	7,783	17,640	522,277	499,407
Property development	227,224	3,802	15,801	(10,358)	454,007	468,722
	284,751	63,116	1,674	(12,177)	1,538,610	1,424,321
Others	228	222	(1,102)	(1,392)	96,653	86,122
	284,979	63,338	572	(13,569)	1,635,263	1,510,443
Analysis by geographical location:						
Malaysia	210,014	63,338	(5,961)	(11,312)	1,381,851	1,315,242
Australia	74,965	-	6,533	(2,257)	253,412	195,201
	284,979	63,338	572	(13,569)	1,635,263	1,510,443

The division of the Group's results and assets into activity and geographical segments have been ascertained by specific identification of assets, revenue and cost centres.

29 SIGNIFICANT RELATED COMPANY TRANSACTIONS

In RM'000	The Company	
	1999	1998
Dividend income from subsidiary company	3,770	–
Management fees from subsidiary companies	221	202

30 SIGNIFICANT RELATED PARTY TRANSACTIONS

In RM'000	The Group		The Company	
	1999	1998	1999	1998
Purchase of investment property	26,188	–	–	–
Purchase of freehold land	12,700	–	–	–
Rental of premises payable	441	696	–	–
Technical and management fee payable	246	178	–	–
Share registration fee payable	38	56	38	56
Rental income	1,006	922	–	–
Sale of development properties	34,500	–	–	–
Sales commission receivable	–	33	–	–
Project management fee receivable	–	105	–	–
Interest expense reversed	–	4,155	–	–

A related party refers to a company in which certain directors have substantial financial interest.

In the opinion of the directors, the transactions entered into in the ordinary course of business with related parties are based on fair commercial terms.

31 STAFF FORCE

	The Group		The Company	
	1999	1998	1999	1998
Number of employees	1,178	893	9	10
Employee cost (RM'000)	21,981	20,817	297	331

32 CURRENCY

All amounts are stated in Ringgit Malaysia.

33 COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with the current financial year's presentation.

The comparative figures for the profit and loss accounts and consolidated cash flow statement are in respect of the financial period from 1 February 1998 to 31 December 1998.

list of properties held by the AP Land Group as at 31 December 1999

Description	Location	Land Area (Sq.Metres)	Approximate Age of Building (Years)	Tenure	Net Book Value (RM Million)
Hotel and Investment Properties					
Integrated Commercial Shopping Centre - Shopping Complex - Hotel - Office Tower	City Square Centre Jalan Tun Razak - City Square - Crown Princess - Empire Tower	11,355	10 9 8	Freehold	779.5
Hotel	Ferringhi Beach Hotel Jalan Low Yat 11100 Batu Ferringhi Penang	11,273	13	Freehold	60.7
Hotel	Hotel Fairlane Jalan Walter Grenier 55100 Kuala Lumpur	773	4	Freehold	98.0
Sports Complex	Marina Terrace Sports & Recreational Complex Jalan Low Yat 11100 Batu Ferringhi Penang	3,076	9	Freehold	5.0
Hotel	Rushcutters Harbourside Rushcutters Bay Sydney, Australia	3,616	1	Freehold	147.0
Fixed Assets					
Land approved for hotel development	No. 34, Jalan Sultan Ahmad Shah 10050 Penang	5,760	–	Freehold Leasehold expiring 25.7.2033	9.7
Land held for investment	Lots 0496 & 0585 11100 Batu Ferringhi Penang	11,385	–	Freehold	5.2
Land held for investment	Lot 400 Bukit Bendera Penang	12,140	–	Leasehold expiring 26.8.2036	0.9
Oil Palm Plantation including staff quarters	Lot 135318062 Keningau, Tulid Sabah	23,216,815	–	Leasehold expiring 31.12.2077	24.2
Land held for investment & development	Signal Hill Kota Kinabalu Sabah	29,581	–	Leasehold expiring 3.8.2915 17.12.2912	1.8
Land held for investment	Lot 817, Section 67 Jalan Walter Grenier Kuala Lumpur	391	–	Freehold	2.1
Land held for investment & development including site sale office	Bandar Tasik Puteri Mukim of Rawang Daerah Gombak Selangor	1,771,411 291 (built up area)	– 2	Leasehold expiring 11.7.2060	28.9 1.1
Golf & Country Clubs in progress	Mukim of Rawang Daerah Gombak Selangor	833,605	1	Leasehold expiring 11.7.2060	23.5
Land held for investment & development	Lots 125 & 126, Section 43 Jalan Aman Kuala Lumpur	2,630	–	Freehold	12.7

list of properties (cont'd)

Description	Location	Land Area (Sq. Metres)	Approximate Age of Building (Years)	Tenure	Net Book Value (RM Million)
Apartment	17-2-19 the Palladium Jalan Gurney 2 54000 Kuala Lumpur	88 (built up area)	7	Freehold	0.2
Apartment	17-5-16 the Palladium Jalan Gurney 2 54000 Kuala Lumpur	90 (built up area)	7	Freehold	0.2
Land Held For Development					
Land held for development	Mount Pleasure Resort 11100 Batu Ferringhi Penang	103,965	–	Freehold	26.2
Land held for development	Lots 715 & 716 Mukim 1 Teluk Bahang Penang	10,914	–	Freehold	2.2
Land held for development	Bandar Tasik Puteri Mukim of Rawang Daerah Gombak Selangor	4,951,948	–	Leasehold expiring 11.7.2060	117.5
Development Properties					
Residential properties under development	Bandar Tasik Puteri Mukim of Rawang Daerah Gombak Selangor	702,375	–	Leasehold expiring 11.7.2060	48.8

analysis of shareholdings as at 5 May 2000

Authorised Share Capital	- RM1,000,000,000
Issued & Fully Paid-up Capital	- RM710,341,402
Class of Shares	- Ordinary Shares of RM1.00 each
Voting Rights	- 1 vote per share

DISTRIBUTION OF SHAREHOLDINGS AS PER REGISTER OF MEMBERS AND RECORD OF DEPOSITORS AS AT 5 MAY 2000

Range	No. of Shareholders	% of shareholders	No. of Shares held	% of issued Capital
Less than 500	3,879	8.33	609,143	0.09
500 - 5,000	33,081	71.02	71,329,424	10.04
5,001 - 10,000	5,567	11.95	42,690,279	6.01
10,001 - 100,000	3,916	8.41	90,811,235	12.78
100,001 - 1,000,000	114	0.24	26,898,156	3.79
Above 1,000,000	25	0.05	478,003,165	67.29
	46,582	100.00	710,341,402	100.00

20 LARGEST SHAREHOLDERS AS PER REGISTER OF MEMBERS AND RECORD OF DEPOSITORS AS AT 5 MAY 2000

Name of shareholders	No. of Shares held	% of issued Capital
1 THE CENTRAL DEPOSITORY (PTE) LIMITED	236,663,313	33.32
2 LOW YAT CONSTRUCTION COMPANY SDN BERHAD	65,792,947	9.26
3 DB (MALAYSIA) NOMINEE (TEMPATAN) SDN BHD <i>Societe Generale, Singapore Branch for Low Yat Construction Company Sdn Bhd</i>	40,000,000	5.63
4 ORIENTAL NOMINEE (TEMPATAN) SDN BHD <i>Pledged Securities Account for Low Yat Construction Company Sdn Bhd</i>	31,000,000	4.37
5 MAYBAN NOMINEES (TEMPATAN) SDN BHD <i>Pledged Securities Account for Low Yat & Sons Realty Sdn Bhd</i>	17,000,000	2.39
6 HDM NOMINEES (TEMPATAN) SDN BHD <i>Pledged Securities Account for Low Yat Construction Company Sdn Bhd</i>	15,594,000	2.20
7 SYARIKAT NOMINEE BUMIPUTRA (TEMPATAN) SDN BHD <i>Pledged Securities Account for Low Yat Construction Company Sdn Bhd</i>	15,000,000	2.11
8 OSK NOMINEES (TEMPATAN) SDN BERHAD <i>Pledged Securities Account for Low Yat Construction Company Sdn Berhad</i>	7,723,000	1.09
9 BANK PEMBANGUNAN DAN INFRASTRUKTUR MALAYSIA BERHAD	7,200,050	1.02
10 LOW YAT AND SONS REALTY SDN BERHAD	5,500,000	0.77
11 AMANAH RAYA NOMINEES (TEMPATAN) SDN BHD <i>Skim Amanah Saham Bumiputera</i>	5,000,000	0.70
12 MAYBAN NOMINEES (TEMPATAN) SDN BHD <i>Societe Generale, Singapore Branch for Low Yat Construction Company Sdn Bhd</i>	5,000,000	0.70
13 UOBM NOMINEES (TEMPATAN) SDN BHD <i>Societe Generale, Singapore Branch for Low Yat Construction Company Sdn Bhd</i>	5,000,000	0.70
14 LEMBAGA TABUNG ANGKATAN TENTERA	5,000,000	0.70
15 PERMODALAN NASIONAL BERHAD	4,171,000	0.59
16 RHB NOMINEES (TEMPATAN) SDN BHD <i>RHB Equities Sdn Bhd for Dato Elyas Bin Omar</i>	2,284,000	0.32
17 YAYASAN ISLAM NEGERI KEDAH	2,020,500	0.29
18 MAYBAN SECURITIES NOMINEES (TEMPATAN) SDN BHD <i>Pledged Securities Account for YPJ Capital Management Sdn Bhd</i>	1,585,000	0.22
19 CARTABAN NOMINEES (ASING) SDN BHD <i>SSBT Fund ZV6M for State Street Bank & Trust Funds for Employee Trust</i>	1,463,000	0.21
20 HONG LEONG FINANCE BERHAD <i>Pledged Securities Account for Lee Soo Har</i>	1,000,000	0.14
	473,996,810	66.73

NAMES OF SUBSTANTIAL SHAREHOLDERS AS PER THE REGISTER OF SUBSTANTIAL SHAREHOLDERS AS AT 5 MAY 2000

Name of shareholders	No. of Ordinary Shares of RM1.00 each held			
	Direct	%	Indirect	%
Low Yat Construction Company Sdn Bhd	216,759,447	30.51	–	–
Selangor Holdings Sdn Bhd	–	–	239,259,447	33.68
Low Yat And Sons Realty Sdn Bhd	22,500,000	3.17	216,759,447	30.51
Sem Siong Industries Sdn Bhd	–	–	239,259,447	33.68
Low Chuan Holdings Sdn Bhd	–	–	239,259,447	33.68
Low Chuan Securities Sdn Bhd	–	–	239,259,447	33.68
Tan Sri Dato' Low Yow Chuan	–	–	239,259,447	33.68
Low Gee Tat @ Gene Low	–	–	239,259,447	33.68
Low Gee Teong	–	–	239,259,447	33.68
Low Gee Soon	–	–	239,259,447	33.68

notice of annual general meeting

NOTICE IS HEREBY GIVEN that the Thirty-Ninth Annual General Meeting of the Company will be held at the Miami Hall, Ferringhi Beach Hotel, Jalan Low Yat, 11100 Batu Ferringhi, Penang on Thursday, 29 June 2000 at 11.00 a.m. to transact the following business:

1. To receive and adopt the Audited Accounts for the year ended 31 December 1999 and the Report of the Directors and Auditors thereon. RESOLUTION 1
2. To re-elect Mr Low Gee Tat @ Gene Low who retires pursuant to Article 80 of the Company's Articles of Association and being eligible, offers himself for re-election. RESOLUTION 2
3. To re-elect YBhg Dato' Lee Kim Sai @ Lee Hoo who retires pursuant to Article 87 of the Company's Articles of Association and being eligible, offers himself for re-election. RESOLUTION 3
4. To re-appoint Horwath Mok & Poon as Auditors of the Company and to authorise the Directors to fix their remuneration. RESOLUTION 4

As Special Business:

5. To consider and, if thought fit, to pass the following resolutions with or without modifications as Ordinary Resolutions :-
 - 5.1 "THAT YBhg Tan Sri Datuk Seri Chong Hon Nyan who retires pursuant to Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company to hold office until the conclusion of the next Annual General Meeting." RESOLUTION 5
 - 5.2 "THAT YBhg Dato' Hanafiah Bin Hussain who retires pursuant to Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company to hold office until the conclusion of the next Annual General Meeting." RESOLUTION 6
 - 5.3 Proposed Purchase Of Own Shares By The Company RESOLUTION 7

"THAT, subject to compliance with Section 67A of the Companies Act, 1965, (as may be amended, modified or re-enacted from time to time) and all other prevailing laws, rules, regulations, orders, guidelines and requirements issued and/or amended from time to time by the relevant authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares of RM1.00 each in the Company ("Proposed Purchases") as may be determined by the Directors of the Company from time to time through the Kuala Lumpur Stock Exchange ("KLSE") upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that the aggregate number of shares so purchased does not exceed thirty-nine million (39,000,000) shares representing five point four-nine per centum (5.49%) of the issued and paid-up share capital of the Company of RM710,341,402 comprising 710,341,402 ordinary shares of RM1.00 each as at 5 May 2000 and that an amount not exceeding the Company's retained profits and/or share premium account at the time of the purchase(s) will be allocated by the Company for the Proposed Purchases;

AND THAT the Directors of the Company be and are hereby authorised to cancel the shares so purchased (or part thereof) and/or to retain the shares so purchased (or part thereof) as treasury shares and in the latter case to subsequently distribute the treasury shares as dividends to shareholders or resell the treasury shares through the KLSE or cancel the treasury shares, as the Directors deem fit;

AND THAT authority conferred by this resolution will commence immediately upon passing of this resolution and will, subject to renewal thereat, expire at the conclusion of the next Annual General Meeting of the Company following the passing of this Ordinary Resolution (unless earlier revoked or varied by ordinary resolution of the shareholders of the Company in a general meeting), but not so as to prejudice the completion of the purchase(s) by the Company or any person before the aforesaid expiry date and, in any event, in accordance with the provisions of the Companies Act, 1965, guidelines issued by the KLSE or any other relevant governmental and/or regulatory authorities;

AND THAT authority be and is hereby given unconditionally and generally to the Directors of the Company to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under the Securities Industry (Central Depositories) Act, 1991 and the entering into of all other agreements, arrangements and guarantees with any party or parties) to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and to do all such acts and things thereafter as the said Directors may deem fit and expedient in the best interests of the Company in accordance with the Companies Act, 1965, the provisions of the Memorandum and Articles of Association of the Company and the requirements and/or guidelines of the KLSE and all other relevant governmental and/or regulatory authorities."

6. To transact any other business of which due notice shall have been received.

By Order of the Board

MDM OH LEEN MAY (MAICSA NO. 0731489)
MDM CHAN KAM LYE (MAICSA NO. 7009907)
Company Secretaries
Penang
13 June 2000

Explanatory Notes on Item 5.1, 5.2 and 5.3 of the Agenda

Item 5.1 & 5.2 of the Agenda

Under Section 129 of the Companies Act, 1965 ("CA"), a director of a public company who is of or over the age of 70 is not eligible to be re-appointed as a director upon the expiry of his term of office. However, if his re-appointment is approved by a majority of not less than three-fourths of such members being entitled to vote at the annual general meeting in which his term of office expires, he shall then be authorised to continue in office for another term until the conclusion of the next annual general meeting.

YBhg Tan Sri Datuk Seri Chong Hon Nyan, aged 76 and YBhg Dato' Hanafiah bin Hussain, aged 73 who are retiring pursuant to Section 129 of the CA would like to continue to offer their services as independent non-executive directors and audit committee members and, thus, offer themselves for re-appointment to the Board of AP Land at the forthcoming Annual General Meeting.

Item 5.3 of the Agenda

The Ordinary Resolution proposed under item 5.3, if passed, will empower the Company to purchase its own shares of up to 39,000,000 ordinary shares of RM1.00 each representing 5.49% of the total issued and paid-up share capital of the Company as at 5 May 2000 ("the Proposed Share Buy Back"). This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

Further information on the Proposed Share Buy Back are set out in the Circular dated 13 June 2000 which is despatched together with the Company's Annual Report 1999.

Notes:

A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 (the Act) shall not apply to the Company.

To be valid, the proxy form must be duly completed and deposited at the Registered Office of the Company at 2nd Floor, Marina Terrace Sports Complex, Jalan Low Yat, 11100 Batu Ferringhi, Penang not less than 48 hours before the time for holding the meeting.

A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Act are complied with.

Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.

If the appointor is a corporation the proxy form must be executed either under its common seal or under the hand of an officer or attorney duly authorised.

proxy form

ASIA PACIFIC LAND BERHAD

(Co. No. 4069-K) (Incorporated in Malaysia)

No. of shares held

To be completed by shareholder executing this form.

I/We:

NRIC No./Company No.:

of:

being a member/members of Asia Pacific Land Berhad do hereby appoint Mr/Mrs/Ms:

NRIC No.:

of :

or failing him the Chairman of the meeting as my/our proxy to attend and vote for me/us on my/our behalf at the Thirty-Ninth Annual General Meeting of the Company to be held at the Miami Hall, Ferringhi Beach Hotel, Jalan Low Yat, 11100 Batu Ferringhi, Penang on Thursday, 29 June 2000 at 11.00 a.m. and at any adjournment thereof.

Please indicate with an 'X' in the space provided below how you wish your votes to be cast on the resolutions specified in the Notice of Annual General Meeting.

	Ordinary Resolution	For	Against
No. 1	Adoption of Reports and Accounts for the year ended 31 December 1999		
No. 2	Re-election of Mr. Low Gee Tat @ Gene Low as Director		
No. 3	Re-election of YBhg Dato' Lee Kim Sai @ Lee Hoo as Director		
No. 4	Re-appointment of Horwath Mok & Poon as Auditors		
No. 5	Re-appointment of YBhg Tan Sri Datuk Seri Chong Hon Nyan as Director pursuant to Section 129 of the Companies Act, 1965		
No. 6	Re-appointment of YBhg Dato' Hanafiah Bin Hussain as Director pursuant to Section 129 of the Companies Act, 1965		
No. 7	Proposed purchase of own shares by the Company		

Subject to any voting instruction so given, the proxy/proxies will vote, or abstain from voting, on the resolutions as he may think fit.

Signed this day of 2000

Signature/Common Seal

Notes:

A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 (the Act) shall not apply to the Company.

To be valid, this form, duly completed must be deposited at the Registered Office of the Company at 2nd Floor, Marina Terrace Sports Complex, Jalan Low Yat, 11100 Batu Ferringhi, Penang not less than 48 hours before the time for holding the meeting.

A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Act are complied with.

Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.

If the appointor is a corporation this form must be executed either under its common seal or under the hand of an officer or attorney duly authorised.

fold this flap for sending

then fold here

affix stamp

The Company Secretaries
ASIA PACIFIC LAND BERHAD
2nd Floor, Marina Terrace Sports Complex
Jalan Low Yat
11100 Batu Ferringhi, Pulau Pinang

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