

# Financial Statements

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The directors hereby submit their report together with the audited accounts of the Company and of the Group for the financial year ended 30 April 2000.

#### PRINCIPAL ACTIVITIES

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

The principal activities of the subsidiary and associated companies are described in Note 38 to the accounts.

There were no significant changes in the Group's activities during the year other than the acquisition or disposal of subsidiary companies as disclosed in Note 38 to the accounts.

#### RESULTS

	Group RM'000	Company RM'000
Loss before taxation	(104,491)	(250,455)
Taxation	(282,104)	(7,293)
	<hr/>	<hr/>
Minority interests	(386,595)	(257,748)
	(186,322)	-
	<hr/>	<hr/>
Loss attributable to shareholders	(572,917)	(257,748)
Retained profits brought forward	441,986	477,596
	<hr/>	<hr/>
Transfer from reserves	(130,931)	219,848
	14,032	-
Dilution of interest in subsidiary companies	(111,470)	-
Dividends	(10,782)	(10,782)
	<hr/>	<hr/>
(Accumulated loss)/Retained profits carried forward	(239,151)	209,066
	<hr/> <hr/>	<hr/> <hr/>

#### DIVIDENDS

The amount of dividends paid or declared by the Company since 30 April 1999 were as follows:

In respect of the financial year ended 30 April 1999 as proposed in the directors' report of that year -

	RM'000
Final dividend of 3 sen per share, tax exempt paid on 18 January 2000	38,308
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The directors recommend a first and final dividend of 1 sen per share, less tax amounting to approximately RM10,782,000 in respect of the current financial year. The proposed final dividend of 1% per share is based on the Company's issued and paid-up share capital of 1,497,514,000 ordinary shares of RM1.00 each as at 30 April 2000.

#### RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in Notes 22 and 24 to the accounts.

#### **BAD AND DOUBTFUL DEBTS**

Before the profit and loss accounts and balance sheets 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 which would render the amount written off as bad debts or the amount of provision for doubtful debts in the accounts of the Company and of the Group inadequate to any substantial extent.

#### **CURRENT ASSETS**

Before the profit and loss accounts and balance sheets were made out, the directors took reasonable steps to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Company and of the Group 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 of the Company and of the Group 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 Company and of the Group misleading or inappropriate.

#### **CONTINGENT AND OTHER LIABILITIES**

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

- (a) any charge on the assets of the Company or of the Group which has arisen since the end of the financial year which secures the liabilities of any other person; or
- (b) any contingent liability of the Company or of the Group which has arisen since the end of the financial year, other than in respect of underwriting commitments made in the ordinary course of business by the stockbroking subsidiary companies of the Group.

No contingent or other liability 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 Company or of the Group to meet their obligations when they fall due.

For the purpose of this section, contingent or other liabilities do not include liabilities arising from contracts of insurance underwritten in the ordinary course of business of an insurance subsidiary company of the Group.

#### **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 Company or of the Group which would render any amount stated in the accounts misleading.

**ITEMS OF AN UNUSUAL NATURE**

The results of the operations of the Company and of the Group 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, other than as disclosed in Note 27 to the accounts.

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 Company or of the Group for the financial year in which this report is made.

**SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR**

Significant events during the financial year are disclosed in Note 36 to the accounts.

**SUBSEQUENT EVENTS**

Significant events subsequent to the end of the financial year are disclosed in Note 37 to the accounts.

**ISSUE OF SHARES**

During the financial year, the Company issued 3,314,000 new ordinary shares of RM1.00 each under its Staff Share Option Scheme for cash and 217,271,000 new ordinary shares of RM1.00 each arising from the conversion of RM217,271,000 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 ("BGB ICULS 1999/2009") at the rate of RM1.00 nominal value of BGB ICULS 1999/2009 for one fully paid ordinary share.

The shares issued under the Staff Share Option Scheme were issued at the following prices:

<u>Number of shares</u>	<u>Option price</u>
178,000	1.84
770,000	1.59
2,366,000	1.00
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3,314,000	
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**ISSUE OF IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS**

During the financial year, the Company issued 640,025,128 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 of RM1.00 nominal value each with 2,560,100,512 detachable Warrants on the basis of RM1.00 nominal value of BGB ICULS 1999/2009 with four detachable Warrants for every two existing ordinary shares held. The proceeds were used for repayment of borrowings, intercompany balance and working capital purposes.

The terms for the conversion of the BGB ICULS 1999/2009 and the exercise of the Warrants are disclosed in Note 23(c) to the accounts.

As at end of financial year, no Warrants were exercised into shares.

**STAFF SHARE OPTION SCHEME**

The Berjaya Group Berhad Staff Share Option Scheme was approved by the shareholders at an Extraordinary General Meeting on 22 February 1990 and became effective on 12 April 1990. The main features of the Staff Share Option Scheme are as follows:-

- (a) Eligible staff are those who are confirmed employees including full-time Executive Directors of the Company and its non-listed subsidiary companies.

**STAFF SHARE OPTION SCHEME (CONTINUED)**

- (b) The options granted may be exercised at any time within a period of five years from the date of offer of the options except for options granted based on length of service which can only be exercised after two years from the date of offer.
- (c) The options may be exercised in respect of such lesser number of ordinary shares provided that the number shall be in multiples of 1,000 shares. Such partial exercise of the options shall not preclude the holders from exercising the options as to the balance of the ordinary shares.
- (d) The exercise price for each ordinary share under the option scheme 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 market days preceding the respective date of offer or at the par value of the ordinary shares of the Company whichever is higher.
- (e) The maximum amount of shares that may be offered under the Scheme shall not be more than ten per centum of the enlarged issued and paid-up ordinary share capital of the Company at any point of time during the existence of the Scheme.

The Staff Share Option Scheme expired on 4 April 1995 but was renewed for a further five years to 4 April 2000 at an Extraordinary General Meeting of the Company held on 20 March 1995.

The Staff Share Option Scheme lapsed on 4 April 2000.

The movement in the options to take up unissued new ordinary shares of RM1.00 each is as follows:-

	Number of ordinary shares under option
At 1 May 1999	35,445,000
Granted and accepted net of forfeiture on resignations during the financial year	5,365,000
Exercised during the financial year	(3,314,000)
	<hr/>
	37,496,000
Lapsed during the financial year	(37,496,000)
	<hr/>
At 30 April 2000	-
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The cumulative options exercised and their remaining unexercised options that lapsed on 4 April 2000 were as follows:-

	Number of ordinary shares of RM1.00 each		Option price per ordinary share of RM1.00 each
	Cumulative options exercised	Options lapsed	RM
First offer	3,637,000	-	1.59
Second offer	1,425,500	-	1.38
Third offer	2,234,500	-	1.05
Fourth offer	2,398,000	-	2.12
Fifth offer	2,326,000	1,746,000	2.54
Sixth offer	1,373,000	4,456,000	1.84
Seventh offer	3,197,000	4,796,000	1.59
Eighth offer	-	8,332,000	2.10
Ninth offer	2,360,000	10,942,000	1.00
Tenth offer	6,000	7,224,000	1.00
	<hr/>	<hr/>	
	18,957,000	37,496,000	
	<hr/> <hr/>	<hr/> <hr/>	

## DIRECTORS

The directors who served since the date of the last report are:

Tan Sri Dato' Seri Tan Chee Yioun  
 Dato' Tan Chee Sing  
 Robert Yong Kuen Loke  
 Chan Kien Sing  
 Freddie Pang Hock Cheng  
 Khaw Ooi Tong  
 Robin Tan Yeong Ching  
 Dato' Thong Kok Khee  
 Tan Sri Datuk Abdul Rahim bin Haji Din  
 Tan Sri Dato' Tan Kok Ping  
 Dato' Suleiman bin Mohd Noor  
 Adam bin Bachek  
 Dato' Ismail bin Osman (appointed on 1.10.1999)  
 Lee Kok Chuan (appointed on 4.1.2000)

## DIRECTORS' BENEFITS

During and at the end of the financial year, no arrangements subsisted to which the Company is a party, with the object of enabling directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate other than the options granted to full-time Executive Directors of the Company pursuant to the Staff Share Option Scheme.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the directors as shown in the accounts and the share options granted as mentioned above) by reason of a contract made by the Company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest, except for those benefits which may be deemed to have arisen by virtue of those contracts, agreements and transactions entered into in the ordinary course of business by the Company and its subsidiary companies with the companies in which the directors are deemed to have substantial financial interest as disclosed in Note 33 to the accounts.

## DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares and debentures of the Company and its related corporations were as follows:

<u>Direct interests</u>	Number of ordinary shares of RM1.00 each			
	At 1.5.99 or date of appointment	Acquired	Disposed	At 30.4.00
<b>The Company:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	516,444,465	64,643,214	211,809,250	369,278,429
Dato' Tan Chee Sing	36,809,000	-	628,000	36,181,000
Robert Yong Kuen Loke	297,000	248,000	345,000	200,000
Chan Kien Sing	175,000	-	175,000	-
Freddie Pang Hock Cheng	45,500	-	38,000	7,500
Khaw Ooi Tong	5,000	171,000	176,000	-
Robin Tan Yeong Ching	-	66,000	-	66,000
Tan Sri Datuk Abdul Rahim bin Haji Din	-	72,000	-	72,000
Tan Sri Dato' Tan Kok Ping	12,696,000	-	-	12,696,000
Dato' Suleiman bin Mohd Noor	201,000	-	-	201,000
Lee Kok Chuan	4,000	10,000	-	14,000

**DIRECTORS' INTERESTS (CONTINUED)****Direct interests (continued)**

	Number of options over ordinary shares of RM1.00 each			
	At 1.5.99	Granted	Exercised/ Lapsed	At 30.4.00
<b>The Company:</b>				
Robert Yong Kuen Loke	311,000	-	311,000	-
Chan Kien Sing	356,000	-	356,000	-
Freddie Pang Hock Cheng	436,000	-	436,000	-
Khaw Ooi Tong	171,000	-	171,000	-
Robin Tan Yeong Ching	168,000	54,000	222,000	-
Tan Sri Datuk Abdul Rahim bin Haji Din	338,000	108,000	446,000	-

	Number of 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 of RM1.00 nominal value each			
	At 1.5.99 or date of appointment	Acquired	Disposed	At 30.4.00
Tan Sri Dato' Seri Tan Chee Yioun	-	125,271,729	37,754,648	87,517,081
Dato' Tan Chee Sing	-	18,090,500	-	18,090,500
Robert Yong Kuen Loke	-	1,378,250	-	1,378,250
Khaw Ooi Tong	-	189,000	160,000	29,000
Robin Tan Yeong Ching	-	28,000	-	28,000
Tan Sri Datuk Abdul Rahim bin Haji Din	-	36,000	-	36,000
Tan Sri Dato' Tan Kok Ping	-	6,348,000	-	6,348,000
Dato' Suleiman bin Mohd Noor	-	101,000	-	101,000
Lee Kok Chuan	43,000	-	10,000	33,000

	Number of Warrants			
	At 1.5.99 or date of appointment	Acquired	Disposed	At 30.4.00
Tan Sri Dato' Seri Tan Chee Yioun	-	693,086,916	-	693,086,916
Dato' Tan Chee Sing	-	72,362,000	1,220,000	71,142,000
Robert Yong Kuen Loke	-	5,513,000	1,435,000	4,078,000
Khaw Ooi Tong	-	756,000	340,000	416,000
Robin Tan Yeong Ching	-	112,000	-	112,000
Tan Sri Datuk Abdul Rahim bin Haji Din	-	144,000	-	144,000
Tan Sri Dato' Tan Kok Ping	-	25,392,000	-	25,392,000
Dato' Suleiman bin Mohd Noor	-	404,000	200,000	204,000
Lee Kok Chuan	32,000	-	-	32,000

**Subsidiary companies:**

	Number of ordinary shares of RM1.00 each			
	At 1.5.99	Acquired	Disposed	At 30.4.00
<b>Berjaya Land Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	23,548,561	-	4,232,000	19,316,561
Dato' Tan Chee Sing	180,750	-	-	180,750
Robert Yong Kuen Loke	417,000	-	327,000	90,000

**DIRECTORS' INTERESTS (CONTINUED)****Direct interests (continued)**

	Number of options over ordinary shares of RM1.00 each			
	At date of appointment	Granted	Exercised	At 30.4.00
<b>Berjaya Land Berhad:</b>				
Lee Kok Chuan	125,000	-	-	125,000
	Number of 6% Irredeemable Convertible Unsecured Loan Stocks 1996/2001 of RM1.00 nominal value each			
	At 1.5.99	Acquired	Disposed	At 30.4.00
Dato' Tan Chee Sing	138,583	-	-	138,583
	Number of 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 of RM1.00 nominal value each			
	At date of appointment	Acquired	Disposed	At 30.4.00
Lee Kok Chuan	-	5,000	-	5,000
	Number of ordinary shares of RM1.00 each			
	At 1.5.99 or date of appointment	Acquired	Disposed	At 30.4.00
<b>Cosway Corporation Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	7,288,000	9,940,000	471,000	16,757,000
Robert Yong Kuen Loke	80,000	780,000	-	860,000
Lee Kok Chuan	4,000	-	-	4,000
	Number of ordinary shares of RM1.00 each			
	At 1.5.99 or date of appointment	Acquired	Disposed	At 30.4.00
<b>Berjaya Sports Toto Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	4,241,666	-	-	4,241,666
Dato' Tan Chee Sing	523,582	-	95,000	428,582
Robert Yong Kuen Loke	45,000	-	-	45,000
Robin Tan Yeong Ching	-	20,000	-	20,000
Tan Sri Dato' Tan Kok Ping	4,000,000	-	-	4,000,000
Lee Kok Chuan	2,000	-	-	2,000
	Number of options over ordinary shares of RM1.00 each			
	At 1.5.99	Granted	Exercised	At 30.4.00
Tan Sri Dato' Tan Kok Ping	300,000	-	-	300,000
	Number of ordinary shares of RM1.00 each			
	At 1.5.99	Acquired	Disposed	At 30.4.00
<b>Unza Holdings Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	162,000	-	162,000	-
Robert Yong Kuen Loke	-	92,000	-	92,000

**DIRECTORS' INTERESTS (CONTINUED)****Direct interests (continued)**

	Number of ordinary shares of RM1.00 each			
	At 1.5.99 or date of appointment	Acquired	Disposed	At 30.4.00
<b>Berjaya Capital Berhad:</b>				
Dato' Tan Chee Sing	86,332	-	-	86,332
Robert Yong Kuen Loke	168,000	-	-	168,000
Chan Kien Sing	10,000	-	-	10,000
Freddie Pang Hock Cheng	10,000	-	-	10,000
Khaw Ooi Tong	10,000	-	-	10,000
Tan Sri Dato' Tan Kok Ping	10,000	-	-	10,000
Lee Kok Chuan	2,000	-	-	2,000

**Indirect interests by virtue of shares held  
by companies in which the directors are  
interested**

	Number of ordinary shares of RM1.00 each			
	At 1.5.99	Acquired	Disposed	At 30.4.00
<b>The Company:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	179,311,746	26,488,566	60,292,066	145,508,246
Dato' Tan Chee Sing	12,475,000	-	11,796,000	679,000

**Number of 5% Irredeemable Convertible  
Unsecured Loan Stocks 1999/2009  
of RM1.00 nominal value each**

	At 1.5.99	Acquired	Converted	At 30.4.00
Tan Sri Dato' Seri Tan Chee Yioun	-	100,000,000	26,488,566	73,511,434

**Number of Warrants**

	At 1.5.99	Acquired	Disposed	At 30.4.00
Tan Sri Dato' Seri Tan Chee Yioun	-	400,000,000	192,000,000	208,000,000

**Subsidiary companies:**

	Number of ordinary shares of RM1.00 each			
	At 1.5.99	Acquired	Disposed	At 30.4.00
<b>Berjaya Land Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	578,715,447	4,194,125	12,561,000	570,348,572
Dato' Tan Chee Sing	-	4,018,125	-	4,018,125

**Number of 5% Irredeemable Convertible  
Unsecured Loan Stocks 1999/2009  
of RM1.00 nominal value each**

	At 1.5.99	Acquired	Converted/ Disposed	At 30.4.00
Tan Sri Dato' Seri Tan Chee Yioun	-	96,760,000	45,964,000	50,796,000
Dato' Tan Chee Sing	-	47,122,000	47,122,000	-

**DIRECTORS' INTERESTS (CONTINUED)****Indirect interests by virtue of shares held by companies in which the directors are interested (continued)**

	Number of ordinary shares of RM1.00 each			
	At 1.5.99	Acquired	Disposed	At 30.4.00
<b>Cosway Corporation Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	253,032,546	-	6,061,000	246,971,546
<b>Berjaya Sports Toto Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	301,695,382	2,927,789	1,856,000	302,767,171
<b>Unza Holdings Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	10,408,000	-	-	10,408,000
<b>Dunham-Bush (Malaysia) Bhd:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	27,428,358	-	-	27,428,358
	Number of 5% Irredeemable Convertible Unsecured Loan Stocks 1997/2002 of RM1.00 nominal value each			
	At 1.5.99	Acquired	Disposed	At 30.4.00
Tan Sri Dato' Seri Tan Chee Yioun	11,831,742	-	-	11,831,742
	Number of ordinary shares of RM1.00 each			
	At 1.5.99	Acquired	Disposed	At 30.4.00
<b>Berjaya Capital Berhad:</b>				
Tan Sri Dato' Seri Tan Chee Yioun	441,275,942	-	72,038,000	369,237,942
<b>Cerah Bakti Sdn Bhd:</b>				
Tan Sri Dato' Tan Kok Ping	75,000	-	-	75,000

By virtue of his interests in the shares of Berjaya Group Berhad, Tan Sri Dato' Seri Tan Chee Yioun is also deemed interested in the shares of all the subsidiary companies of the Company to the extent the Company has an interest.

None of the other directors in office at the end of the financial year had any interest in shares, warrants, options and loan stocks in the Company or its related corporations during the financial year.

**AUDITORS**

Arthur Andersen & Co. retire and have indicated their willingness to accept re- appointment.

Signed on behalf of the Board in accordance with a  
resolution of the directors

TAN SRI DATO' SERI TAN CHEE YIOUN

DATO' TAN CHEE SING

Kuala Lumpur  
Dated: 18 September 2000

We, TAN SRI DATO' SERI TAN CHEE YIOUN and DATO' TAN CHEE SING, being two of the directors of BERJAYA GROUP BERHAD, do hereby state that, in the opinion of the directors, the accompanying balance sheets of the Company and of the Group as at 30 April 2000 and the related profit and loss accounts of the Company and of the Group and cash flow statement of the Group for the year then ended, together with the notes thereto, give a true and fair view of the state of affairs of the Company and of the Group as at 30 April 2000 and of the results of the Company and of the Group and cash flows of the Group for the year then ended, and have been properly drawn up in accordance with applicable approved accounting standards in Malaysia.

Signed on behalf of the Board in accordance with a resolution of the directors

TAN SRI DATO' SERI TAN CHEE YIOUN

Kuala Lumpur  
Dated: 18 September 2000

DATO' TAN CHEE SING

I, ROBERT YONG KUEN LOKE, the director primarily responsible for the financial management of BERJAYA GROUP BERHAD, do solemnly and sincerely declare that the accompanying balance sheets of the Company and of the Group as at 30 April 2000 and the related profit and loss accounts of the Company and of the Group and cash flow statement of the Group for the year then ended, together with the notes thereto are, to the best of my knowledge and belief correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed        )  
ROBERT YONG KUEN LOKE at Kuala Lumpur in                )  
Wilayah Persekutuan on 18 September 2000                ) ROBERT YONG KUEN LOKE

Before me:

Commissioner for Oaths  
Ali B. Isa (W063)  
Kuala Lumpur

To the Shareholders of Berjaya Group Berhad

We have audited the accounts of BERJAYA GROUP BERHAD (the Company) and the consolidated accounts of BERJAYA GROUP BERHAD AND ITS SUBSIDIARIES (the Group) as at 30 April 2000. These accounts are the responsibility of the Company's directors. Our responsibility is to express an opinion on these accounts based on our audit.

We conducted our audit in accordance with approved Standards on Auditing in Malaysia. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the accounts are free from material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the accounts. An audit also includes assessing the accounting principles used and significant estimates made by the directors, as well as evaluating the overall accounts presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion,

- (a) the accounts give a true and fair view of the state of affairs of the Company and of the Group as at 30 April 2000 and of the results of the Company and of the Group and cash flows of the Group for the year then ended, and have been properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia; and
- (b) the accounting and other records and the registers required by the Act to be kept by the Company and the subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.

We have considered the accounts and the auditors' reports of all the subsidiaries of which we have not acted as auditors, as indicated in Note 38 to the accounts, being accounts that have been included in the consolidated accounts.

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

The audit reports on the accounts of the subsidiaries were not subject to any qualification nor any adverse comment made under subsection (3) of Section 174 of the Act.

Arthur Andersen & Co.  
No. AF 0103  
Public Accountants

Wong Kang Hwee  
No. 1116/01/02 (J)  
Partner of the Firm

18 September 2000

	Note	Group		Company	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>CURRENT ASSETS</b>					
Cash and bank balances	3	319,759	171,150	169	139
Deposits with financial institutions	4	288,452	195,176	-	-
Debtors	5	2,554,410	2,469,210	4,576,461	4,129,578
Stocks	6	926,334	734,555	-	-
Development properties	7	723,615	676,480	-	-
		<u>4,812,570</u>	<u>4,246,571</u>	<u>4,576,630</u>	<u>4,129,717</u>
<b>CURRENT LIABILITIES</b>					
Creditors	8	2,051,371	2,248,978	2,611,826	2,810,878
Short term borrowings	9	1,838,572	1,702,741	179,616	224,442
Taxation		230,931	258,234	-	-
Proposed dividend		10,782	38,308	10,782	38,308
		<u>4,131,656</u>	<u>4,248,261</u>	<u>2,802,224</u>	<u>3,073,628</u>
<b>NET CURRENT ASSETS/ (LIABILITIES)</b>					
		<u>680,914</u>	<u>(1,690)</u>	<u>1,774,406</u>	<u>1,056,089</u>
LONG TERM RECEIVABLES		258	3,395	-	-
FIXED ASSETS	10	2,724,023	2,701,328	3,864	3,804
OTHER INVESTMENTS	11	489,279	647,178	49,622	42,965
INVESTMENT PROPERTIES	12	602,270	582,550	3,409	3,409
LAND HELD FOR DEVELOPMENT	13	1,087,673	1,094,831	-	-
EXPRESSWAY DEVELOPMENT EXPENDITURE	14	241,962	189,061	-	-
ASSOCIATED COMPANIES	15	313,146	425,446	66,579	46,799
SUBSIDIARY COMPANIES	16	-	-	959,020	1,335,417
INTANGIBLE ASSETS	17	2,542,602	2,630,061	7,183	-
LONG TERM BORROWINGS	18	(2,462,708)	(3,286,940)	-	-
OTHER LONG TERM LIABILITIES	19	(220,896)	(535,240)	(393)	(205)
DEFERRED TAXATION	20	(126,237)	(131,184)	-	-
		<u>5,872,286</u>	<u>4,318,796</u>	<u>2,863,690</u>	<u>2,488,278</u>
<b>FINANCED BY</b>					
Share capital	21	1,497,514	1,276,929	1,497,514	1,276,929
Reserves	22	653,793	1,385,424	943,422	1,211,349
		<u>2,151,307</u>	<u>2,662,353</u>	<u>2,440,936</u>	<u>2,488,278</u>
<b>SHAREHOLDERS' FUNDS IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS</b>					
	23	1,404,207	18,292	422,754	-
MINORITY INTERESTS		2,286,710	1,596,381	-	-
		<u>5,842,224</u>	<u>4,277,026</u>	<u>2,863,690</u>	<u>2,488,278</u>
CAPITAL FUNDS		5,842,224	4,277,026	2,863,690	2,488,278
INSURANCE RESERVES	24	30,062	41,770	-	-
		<u>5,872,286</u>	<u>4,318,796</u>	<u>2,863,690</u>	<u>2,488,278</u>

The accompanying notes are an integral part of these balance sheets.

	Note	Group		Company	
		2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
TURNOVER	25	7,799,217	7,015,774	48,508	32,252
OPERATING PROFIT BEFORE EXCEPTIONAL ITEMS	26	222,554	49,848	13,073	43,315
Exceptional items	27	(306,533)	307,258	(263,528)	(3,177)
OPERATING (LOSS)/PROFIT AFTER EXCEPTIONAL ITEMS		(83,979)	357,106	(250,455)	40,138
Share of results of associated companies	28	(20,512)	(52,347)	-	-
(LOSS)/PROFIT BEFORE TAXATION		(104,491)	304,759	(250,455)	40,138
Taxation	29	(282,104)	(26,979)	(7,293)	49
(LOSS)/PROFIT AFTER TAXATION		(386,595)	277,780	(257,748)	40,187
Minority interests		(186,322)	(387,631)	-	-
(LOSS)/PROFIT ATTRIBUTABLE TO SHAREHOLDERS		(572,917)	(109,851)	(257,748)	40,187
RETAINED PROFITS BROUGHT FORWARD		441,986	541,686	477,596	475,717
Transfer from reserves		(130,931)	431,835	219,848	515,904
(Dilution)/Accretion of interest in subsidiary companies		14,032	3,653	-	-
Dividends	30	(111,470)	44,806	-	-
(ACCUMULATED LOSS)/ RETAINED PROFITS CARRIED FORWARD	22	(10,782)	(38,308)	(10,782)	(38,308)
		(239,151)	441,986	209,066	477,596
		sen	sen		
LOSS PER SHARE	31	(43.4)	(8.8)		

The accompanying notes are an integral part of these accounts.

	2000 RM'000	1999 RM'000
<b>OPERATING ACTIVITIES</b>		
Receipts from customers/operating revenue	8,035,453	7,265,343
Payment to suppliers, prize winners and operating expenses	(6,939,850)	(5,957,237)
Payment for pool betting duties, gaming tax, royalties and other government contributions	(492,636)	(415,752)
Tax refund	33,051	7,315
Payment of taxes	(294,411)	(157,727)
Other receipts	17,126	8,541
<b>Net cash flow from operating activities</b>	<b>358,733</b>	<b>750,483</b>
<b>INVESTING ACTIVITIES</b>		
Sales of fixed assets	53,748	67,106
Sales of properties	5,195	18,186
Sales of investments in subsidiary companies	189,902	1,311,819
Sales of investments in associated companies	165,219	2,985
Sales of government securities and treasury bills	8,500	21,730
Sales of other investments	155,712	1,643
Acquisition of fixed assets	(258,843)	(222,924)
Acquisition of properties	(23,776)	(242,119)
Acquisition of investments in subsidiary companies	(76,434)	(178,293)
Acquisition of investments in associated companies	(63,018)	(5,791)
Acquisition of government securities and treasury bills	(7,249)	(21,088)
Acquisition of other investments	(133,946)	(99,564)
Interest received	54,216	53,860
Dividends received	5,656	6,332
Net withdrawal of call deposits	-	1,000
Withdrawal/(placement) on fixed deposits	21,300	(8,950)
Other (placements)/receipts arising from investments	(5,639)	26,814
<b>Net cash flow from investing activities</b>	<b>90,543</b>	<b>732,746</b>
<b>FINANCING ACTIVITIES</b>		
Issuance of share capital	3,917	-
Issuance of share capital to minority shareholders of subsidiary companies	36,758	5,598
Issuance of debt securities	640,025	-
Bank borrowings and loan finance	1,585,454	804,370
Loan/capital issuing expenses	(7,183)	-
Repayment of borrowings and loans	(1,448,985)	(1,314,924)
Payment of hire purchase/lease liabilities	(25,557)	(26,623)
Payments on behalf of clients/dealers	(10,892)	(4,478)
Repayment of other borrowings	(368,090)	(264,381)
Interest paid	(494,110)	(632,352)
Dividends paid	(38,308)	(8,753)
Dividends paid to minority shareholders of subsidiary companies	(71,664)	(59,870)
<b>Net cash flow from financing activities</b>	<b>(198,635)</b>	<b>(1,501,413)</b>
<b>NET CASH INFLOW/(OUTFLOW)</b>	<b>250,641</b>	<b>(18,184)</b>
<b>EFFECT OF EXCHANGE RATE CHANGES</b>	<b>(2,813)</b>	<b>323</b>
<b>OPENING CASH AND CASH EQUIVALENTS</b>	<b>(272,025)</b>	<b>(254,164)</b>
<b>CLOSING CASH AND CASH EQUIVALENTS</b>	<b>(24,197)</b>	<b>(272,025)</b>

	2000 RM'000	1999 RM'000
<b>CASH AND CASH EQUIVALENTS</b>		
The cash and cash equivalents comprise the following:		
Cash and bank balances	319,759	171,150
Deposits with financial institutions	288,452	195,176
Bank overdrafts	(492,070)	(513,932)
	<u>116,141</u>	<u>(147,606)</u>
Less : Deposits placement by an insurance subsidiary company	(79,450)	(100,750)
: Remisiers' deposits held in trust	(43,200)	(16,100)
: Clients' monies held in trust	(17,688)	(7,569)
	<u>(24,197)</u>	<u>(272,025)</u>

Analysis of the effects of subsidiary companies acquired and disposed :-

	2000	2000
	Subsidiary companies acquired RM'000	Subsidiary companies disposed RM'000
Fixed assets	1,289	9,895
Investment and investment properties	-	7
Other intangibles	-	1,261
Development properties	58,512	-
Debtors	19,036	4,926
Stocks	653	734
Deposits and cash at bank	823	669
Creditors	(47,994)	(15,117)
Short and long term liabilities	(26,631)	-
Minority interests	(9,047)	(849)
Reserve on consolidation	(1,797)	-
Goodwill on consolidation	22,959	-
Less: Reclassification to associated company	-	(1,016)
Less: Share of net assets in subsidiary companies acquired previously equity accounted for	(15,713)	-
Net assets acquired/disposed	<u>2,090</u>	<u>510</u>
Less: Cash and cash equivalents of subsidiary companies acquired/disposed	(14,181)	(669)
Balance of purchase consideration	14,780	-
Purchase/sales of shares in subsidiary companies	73,745	182,662
Exceptional gain	-	7,399
Cash flow on acquisition/disposal (net of cash in subsidiary companies acquired/disposed)	<u>76,434</u>	<u>189,902</u>

Analysis of the effects of subsidiary companies acquired and disposed :-

	1999	1999
	Subsidiary companies acquired RM'000	Subsidiary companies disposed RM'000
Fixed assets	110,226	11,901
Investment and investment properties	51,897	732,893
Expressway development expenditure	146,777	-
Copyrights and other intangibles	58,780	-
Long term receivables	-	204,038
Debtors	19,555	63,380
Stocks	8,183	-
Deposits and cash at bank	14,550	146,876
Creditors	(133,556)	(79,089)
Taxation	(2,140)	(1,802)
Short and long term liabilities	(81,950)	(953,339)
Minority interests	(74,327)	(35,489)
Reserve on consolidation	(14,388)	-
Goodwill on consolidation	125,951	27,424
Net assets acquired/disposed	229,558	116,793
Less: Cash and cash equivalents of subsidiary companies acquired/disposed	(1,933)	(7,786)
Balance of purchase consideration	(14,780)	-
Non cash consideration	(160,625)	-
Purchase/sales of shares in subsidiary companies	126,073	531,996
Receipts from disposal in previous years	-	65,000
Exceptional gain	-	605,816
Cash flow on acquisition/disposal (net of cash in subsidiary companies acquired/disposed)	178,293	1,311,819

The accompanying notes are an integral part of this statement.

## 1 PRINCIPAL ACTIVITIES

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

The principal activities of the subsidiary and associated companies are described in Note 38.

There were no significant changes in the Group's activities during the year other than the acquisition or disposal of subsidiary companies as disclosed in Note 38.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### (a) Basis of accounting

The accounts are prepared under the historical cost convention and comply with applicable approved accounting standards in Malaysia.

### (b) Basis of consolidation

The consolidated accounts incorporate the accounts of the Company and all its subsidiary companies made up to the end of the financial year, except for Taiga Forest Products Ltd., a Canadian listed foreign subsidiary company, whose financial year end is 31 March 2000. Approval from the Registrar of Companies has been obtained for this differing year end. There were no significant transactions between 31 March 2000 and the Group's financial year end that require adjustments.

Companies acquired or disposed during the year are included in the consolidated accounts from the date of acquisition or to the date of disposal. Intragroup transactions are eliminated on consolidation and the consolidated accounts reflect external transactions.

The excess of the purchase price over the fair value of the net assets of subsidiary companies at the date of acquisition is included in the consolidated balance sheet as goodwill or reserve arising on consolidation. Goodwill or reserve arising on consolidation is not amortised.

Subsidiary companies which meet the criteria for merger accounting are accounted for using the merger accounting principles. When the merger method is used, the cost of investment in the acquirer's book is recorded as the nominal value of shares issued and the difference between the carrying value of the investment and the nominal value of shares acquired is treated as merger reserve. The results of the companies being merged are included as if the merger had been effected throughout the current and previous financial years.

All the subsidiary companies are consolidated using the acquisition method of accounting except for the acquisition of Singer (Malaysia) Sdn Bhd, having met the criteria for merger accounting, which is accounted for under the merger method.

### (c) Goodwill on consolidation

Goodwill arising on consolidation represents the excess of the purchase price over the fair value of the net assets of subsidiary companies at the date of acquisition less proportionate amounts written off for subsequent disposals of investments in the relevant subsidiary companies. It is retained in the consolidated balance sheet at written down cost. Further write-downs are provided only when the directors are of the opinion that there is a permanent diminution in value.

## 2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (d) Associated companies

The Group treats as associated companies those companies in which a long term equity interest of between 20% to 50% is held and where the Group is in a position to exercise significant influence through Board representation.

Premium or discount on acquisition, which is the difference between the purchase consideration for shares in the associated companies and the share of net assets at the date of acquisition, is not amortised.

However, the premium on acquisition is written down where in the opinion of the directors, there has been a permanent diminution in value.

The Group's share of profits less losses of associated companies is included in the consolidated profit and loss account and the Group's interest in associated companies is stated at cost plus the Group's share of post-acquisition reserves of the associated companies. Where an associated company's financial year is not coterminous with that of the Group, the associated company's results are equity accounted using the latest audited accounts and supplemented by management accounts up to the Group's financial year end.

### (e) Income recognition

#### (i) Leasing and hire purchase transactions

Income from leasing and hire purchase transactions is recognised on the 'sum-of-digits' method over the term of the lease and hire purchase periods.

#### (ii) Insurance

Premium income from general insurance business is recognised based upon the issuance of insurance policies except for premium for inward treaty business which is recognised based on date of receipt of the accounts or upon notification by the ceding companies. Premiums in respect of risks incepted for which policies have not been issued as of balance sheet date are being accrued for.

The insurance underwriting results are determined after taking full account, inter alia, reserves for unexpired risks, outstanding claims incurred but not reported claims and additional reserves.

#### (iii) Development properties

Profit from the sale of development properties is recognised on the 'percentage of completion' method, where the outcome of the development projects can be reliably estimated. Anticipated losses are recognised immediately in the profit and loss account.

#### (iv) Dividend income

Dividend income from investments in subsidiary and associated companies is accounted for on the accrual basis. Income from other investments is accounted for on the receipt basis and, in the case of an insurance subsidiary, on the basis of the dates dividends are declared by the investee companies.

## 2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (e) Income recognition (continued)

#### (v) Brokerage fees and commissions

Income from brokerage is recognised upon execution of contracts while underwriting commission is recognised upon completion of the corporate exercises concerned.

#### (vi) Interest income

Interest income is recognised on an accrual basis.

For stockbroking subsidiary companies, interest income, in cases where client accounts are classified as non-performing, is suspended until it is realised on a cash basis, except for margin accounts whereby interest income is suspended until the account is classified as performing.

Clients' accounts are classified as non-performing under the following circumstances:

<u>Type of accounts</u>	<u>Criteria</u>
- Contra losses	When the account remains outstanding for 30 calendar days or more from the date of the contra transaction.
- Overdue purchase contracts	When the account remains outstanding from T+7 market days onwards.
- Margin accounts	When the value of the collateral has fallen below 130% of the outstanding balance.

#### (vii) Enrolment fees

80% of the enrolment fees from members joining the vacation club are recognised as income upon signing of the membership agreements and the remaining 20% is treated as deferred membership fees which are recognised over the membership period.

#### (viii) Sale of consumer durables

Sales are recognised upon the delivery of products and revenue from incidental services rendered are recognised upon its completion. Interest income from hire purchase sales and equal payment schemes are recognised as income over the period of instalment payment calculated and represent a constant proportion of the balance of capital repayment outstanding.

#### (ix) Lottery equipment lease rental

Revenue from the lease of lottery equipment is recognised based on a percentage of gross receipts from lottery tickets sales, net of taxes.

#### (x) Lottery products sales and services income

Revenue from lottery products sales and services income are recognised on the basis of shipment of products, performance of services and 'percentage of completion' method for long term contracts.

**2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)****(f) Currency conversion and translation**

Transactions in foreign currencies during the year are converted into Ringgit Malaysia at rates of exchange approximating those ruling at the transaction dates or at contracted rates, where applicable. 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 or at contracted rates, where applicable. All exchange gains or losses are dealt with in the profit and loss accounts. The accounts of foreign subsidiary companies have been translated into Ringgit Malaysia at the rates of exchange ruling at the balance sheet date. Exchange differences on translation of the net assets of foreign subsidiary companies are dealt with through an exchange fluctuation reserve.

**(g) Investments**

Investments in subsidiary, associated companies and other long term investments are stated at cost. Such investments are only written down when the directors are of the opinion that there is permanent diminution in their value.

Malaysian Government Securities and Cagamas/Danamodal/Khazanah and unquoted bonds or loan stocks are stated at cost adjusted for amortisation of premiums and accretion of discounts, where applicable, to their respective maturity dates.

Investments in quoted shares and marketable securities held by the insurance subsidiary company are stated at the lower of cost and market value on the aggregate basis by category of investments.

**(h) Investment properties**

The Group regards investment properties as land and buildings that are held for their investment potential and rental income. Investment properties are stated at cost less provision for any permanent diminution in value.

**(i) Land held for development**

Land held for development consist of land held for future development and where no significant development has been undertaken.

Land held for development is stated at cost which includes land cost, incidental costs of acquisition, development expenditure and capitalised interest costs relating to development.

Such assets are transferred to development properties when significant development work has been undertaken and are expected to be completed within the normal operating cycle.

**(j) Development properties**

Land and development expenditure whereby significant development work has been undertaken and is expected to be completed within the normal operating cycle are classified as development properties.

Development properties are stated at cost plus attributable profit less progress billings. Cost includes land cost, incidental costs of acquisition, development expenditure and capitalised interest costs relating to the development.

**(k) Interest capitalisation**

Interest incurred on borrowings related to fixed assets, development properties, land held for development and investment properties are capitalised during the period activities to plan, develop and construct the assets are undertaken. Capitalisation of borrowing costs ceases when the assets are ready for their intended use or sale.

## 2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (l) Leased assets

The cost of assets acquired under finance lease agreements are capitalised. The depreciation policy on these assets is similar to that of the Group's other assets as set out in (m) below. Outstanding obligations due under the lease agreements after deducting finance expenses are included as liabilities in the accounts.

The finance expenses of the lease rentals are charged to the profit and loss accounts over the period of the respective agreements.

Lease rental incurred on operating leases are charged to the profit and loss accounts in the year they become payable.

### (m) Fixed assets and depreciation

Hotel properties comprise hotel land, building and integral plant and machinery. It is the Group's practice to maintain these properties at a high standard and condition such that residual values approximate to book values and consequently, depreciation would be insignificant. Accordingly, no depreciation is provided on freehold hotel properties or long leasehold hotel properties with unexpired lease tenure of 50 years or more. The related maintenance expenditure is dealt with in the profit and loss account.

To establish whether the residual value of the hotel properties are at least equal to their respective book values, all hotel properties are appraised by independent professional valuers at least once in every five years based on open market value. Where the residual values of the hotel properties are less than their respective book values, a write down of book values to its recoverable amounts will be made. The amount of reduction will be recognised as an expense in the profit and loss account.

Freehold land, long leasehold land with unexpired lease tenure of 50 years or more, and capital work-in-progress are not depreciated. On all other assets, depreciation is provided on a straight-line basis calculated to write off the cost of each asset over its estimated useful life. The principal annual rates of depreciation are:

Short leasehold land	Over the period of the lease not exceeding 50 years
Buildings	Over 50 years or the duration of the lease whichever is shorter
Plant and equipment	7.5% - 50%
Renovation, equipment, furniture and fittings	5% - 50%
Motor vehicles	10% - 25%
Aircraft	10%
Vessels	5% - 10%
Golf course development expenditure	1% - 1.75%
Plantation development expenditure	5%
Others	10% - 25%

Others comprise mainly linen, silverware, cutlery, kitchen utensils and recreational livestock and apparatus. The initial cost of linen, silverware, cutlery and kitchen utensils is capitalised but not depreciated and subsequent replacements are charged to the profit and loss account as and when incurred. Recreational livestock and apparatus are depreciated at the rates mentioned above.

## 2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (n) Insurance reserves

#### **General insurance fund**

The reserves for unexpired risks ("RUR") represent the portion of premium income not yet earned at the balance sheet date. RUR is calculated as follows :

- Marine cargo, aviation cargo and inland transit policies.  
25% of premium written less deductible reinsurances.
- Other policies

#### **General Malaysian policies**

The 1/24th method is applied to premium written less deductible reinsurances.

#### **Overseas inward treaty policies**

The 1/8th method is applied to premium written less deductible reinsurances.

The RUR at balance sheet date is reduced by the corresponding deferred acquisition cost ("DAC") based on the method prescribed by Bank Negara Malaysia ("BNM"). The method prescribed by BNM permits only certain specified reinsurances to be deductible in calculating the RUR and in addition, restricts the amount of DAC to an amount not exceeding a prescribed percentage of the RUR calculated on BNM's basis.

### (o) Stocks

Stocks of raw materials, work-in-progress and finished goods are stated at the lower of cost and net realisable value. Cost, in the case of work-in-progress and finished goods, comprises raw materials, direct labour and an attributable proportion of production overheads. Cost is determined on the first-in first-out, the weighted average cost method, or by specific identification.

Ticket stocks are valued at cost on a first-in first-out basis.

Stores and consumables are stated at the lower of cost and net realisable value after adequate provision has been made for damaged, obsolete and slow moving items. Cost is determined on a first-in first-out basis.

Stocks of completed houses are stated at the lower of cost and net realisable value. Cost includes the relevant cost of land, development expenditure and related interest cost incurred during the development period.

Trading account securities comprising quoted investments are stated at the lower of cost and market value determined on an aggregate basis after taking into consideration specific provisions made for diminution in value.

### (p) Plantation development expenditure

New planting and replanting expenditure incurred respectively on land clearing and upkeep of trees to maturity and harvesting are capitalised as plantation development expenditure. Amortisation of plantation development expenditure commences at maturity of the crop.

## 2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### (q) Bad and doubtful debts

All known bad debts are written off while doubtful debts are provided for, based on estimates of possible losses which may arise from non-collection.

For general insurance business, a general provision is made on the balance of trade debts exceeding six months in accordance with the accounting guidelines, BNM GPI/3 issued by Bank Negara Malaysia.

### (r) Acquisition costs

Acquisition costs, which are costs directly incurred in securing premiums on insurance policies, net of income derived from reinsurers in the course of ceding of premiums to reinsurers, are charged to the revenue accounts in the period in which they are incurred.

### (s) Claims

Full provision is made for the estimated cost of all claims together with related expenses less reinsurance recoveries, in respect of claims notified but not paid at balance sheet date, using the best available information at that time. Provision is also made for outstanding claims together with related expenses incurred but not reported at balance sheet date, using a mathematical method of estimation.

### (t) Provision for retirement benefits

#### (i) Defined contribution scheme

Contributions relating to defined contribution plans are charged to the profit and loss account when incurred.

#### (ii) Defined benefit scheme

Certain subsidiary companies operate retirement benefits schemes based on defined benefit plan for the employees of the respective companies. The assets of these schemes are held separately from these companies in independently administered funds. Contributions to the scheme are charged to the profit and loss account so as to spread the cost of the scheme over the employees' working lives in the respective companies. The contributions are determined by qualified actuary using the projected benefit method.

The principal actuarial assumptions used in the actuarial valuation are:

- Rate of increase in salary level	4% to 6.5% per annum
- Discount rate	7% to 8% per annum
- Rate of investment return	6.5% to 8% per annum

The April 2000 actuarial valuation of a US subsidiary company showed that the value of the assets was RM8,865,000 (USD2,333,000) as compared to the present value of benefits obligations of RM9,834,000 (USD2,588,000). The shortfall of RM969,000 (USD255,000) was treated as accrued pension liability in the book of the said US subsidiary company and incorporated in the consolidated accounts.

The actuarial valuation of the retirement benefit scheme of another two subsidiary companies were carried out in April 1998 and December 1999, respectively.

Retirement benefits for employees of a foreign subsidiary company are accrued for in accordance with the provisions of that foreign country's retirement law.

**2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**(u) Deferred taxation**

Deferred taxation is provided under the liability method for all material timing differences between accounting income and taxable income except where there is reasonable evidence that these timing differences will not reverse in the foreseeable future. Debit balances in the deferred taxation account are not carried forward except when their realisability is beyond doubt.

**(v) Deferred expenditure**

Expenditure incurred prior to the date of commencement of operations of subsidiary companies has been capitalised as deferred expenditure. The expenditure is amortised over a period not exceeding five years from the date of commencement of operations.

Expenditure incurred prior to the commencement of commercial lottery operations and start up cost of management services contract of the subsidiary companies are capitalised and amortised over a period of eight years.

Product development expenditure are incurred in respect of specific products and for the design of prototypes for new products. These will be amortised over a period not exceeding eight years upon completion of individual projects or upon commencement of sales of the related products. Development expenditure relating to aborted projects will be written off.

Deferred expenditure includes cost incurred on the technology and transfer of technical know-how. The cost are amortised over a period of eight years on a straight-line basis.

Other deferred expenditure consists of expenses incurred in connection with the issue of bonds, redeemable convertible unsecured loan stocks ("CULS"), irredeemable convertible unsecured loan stocks ("ICULS") and secured guaranteed floating rate notes ("FRN") and are amortised over the period of the bonds, CULS, ICULS and FRN concerned.

**(w) Trademarks, patents and copyrights**

Trademarks and copyrights purchased are stated at cost and are written down only when the directors are of the opinion that there is a permanent diminution in value.

Pending patent expenditure are incurred in respect of a software for wagering transactions and is amortised over a period of five years on a straight-line basis.

**(x) Expressway Development Expenditure**

Expressway development expenditure represents costs including interest expenses incurred in connection with the New Pantai Highway project awarded by the Government to a subsidiary company for the exclusive rights and authority to design, construct, manage and operate and maintain the highway. The cumulative actual development expenditure will be amortised over the concession period upon completion of the project and commencement of the collection of toll revenue based on the following formula:-

$$\frac{\text{Cumulative Toll Revenue to date}}{\text{Projected Total Toll Revenue of the Concession}} \times \text{Cumulative Actual Expressway Development Expenditure}$$

The projected total revenue of the Concession is based on the "best estimate" traffic volume projected by an independent professional firm of traffic consultants in a projection study commissioned by the subsidiary company, taking account of the minimum toll rates as provided for in the concession agreement.

**2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)****(y) Cash and cash equivalents**

Cash comprises cash on hand and demand deposits.

Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts subject to insignificant risk of changes in value, against which the bank overdrafts, if any, are deducted.

The Group has excluded fixed and call deposits placement made by the general insurance subsidiary company (which is in compliance with Bank Negara Guidelines) and clients' monies and remisiers' deposits held in trust by the stockbroking subsidiary companies from its cash and cash equivalents.

**(z) Shares bought back**

Shares bought back by a subsidiary company are held as treasury shares and are accounted for on the cost method. Such shares are deemed to be an accretion of the Group's equity interest in the subsidiary company and are treated as an acquisition of additional equity interest for which the goodwill or negative goodwill is determined.

**3 CASH AND BANK BALANCES**

Included in cash and bank balances of the Group are cash at bank held under the Housing Development Account of RM15,869,000 (1999: RM11,085,000) pursuant to Section 7A of the Housing Developers (Control and Licensing) Act, 1966 and client's monies held in trust amounting to RM5,104,000 (1999: RM2,375,000).

**4 DEPOSITS WITH FINANCIAL INSTITUTIONS**

	Group	
	2000	1999
	RM'000	RM'000
Deposits with:		
Licensed banks	233,893	124,975
Licensed finance companies	46,409	56,733
Other financial institutions	8,150	13,468
	288,452	195,176
	288,452	195,176

Deposits amounting to RM79,450,000 (1999: RM100,750,000) are placed by the insurance subsidiary company of the Group, RM12,584,000 (1999: RM5,194,000) are client's monies and RM43,200,000 (1999: RM16,100,000) are remisiers' deposits held in trust.

## 5 DEBTORS

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Trade debtors	998,776	903,125	-	-
Money lending debtors	105,995	94,389	-	-
Loans receivable	320	363	-	258
Other debtors, deposits and prepayments	570,834	531,226	34,872	66,323
Deposits and advances paid for construction and acquisitions of properties and companies	33,432	17,530	-	-
Tax recoverable	264,250	312,659	66,773	67,721
Amounts due from subsidiary companies	-	74,723	4,486,099	4,006,457
Amounts due from associated companies	149,763	158,890	14	1
Leasing debtors	18,728	22,810	-	-
Unearned carrying charges	(3,202)	(2,993)	-	-
	15,526	19,817	-	-
Hire purchase debtors	643,027	652,980	-	-
Unearned carrying charges	(80,495)	(73,819)	-	-
	562,532	579,161	-	-
Provision for doubtful debts	2,701,428 (147,018)	2,691,883 (222,673)	4,587,758 (11,297)	4,140,760 (11,182)
	2,554,410	2,469,210	4,576,461	4,129,578

Included in the Company's provisions for doubtful debts are provisions for amounts due from subsidiary companies of RM9,068,000 (1999: RM9,068,000).

	Group	
	2000 RM'000	1999 RM'000
Leasing, hire purchase and equal payment debtors, net of unearned carrying charges comprise amounts receivable:		
Within one year	411,446	415,803
After one year	166,612	183,175
	578,058	598,978

**6 STOCKS**

	Group	
	2000 RM'000	1999 RM'000
Raw materials	145,821	121,465
Work-in-progress	59,002	41,440
Finished goods	631,567	546,297
Ticket stocks, stores and consumables	10,384	9,163
Completed houses	36,189	28,130
Trading account securities	102,379	30,455
	985,342	776,950
Provision for stock obsolescence	(48,008)	(28,895)
Provision for diminution in value of trading account securities	(11,000)	(13,500)
	926,334	734,555

Trading account securities, which principally represent investment in shares quoted in Malaysia, have a market value of RM145,256,000 (1999: RM18,094,000) as at 30 April 2000.

As at 30 April 2000, trading account securities with a book value of RM15,394,000 (1999: RM27,933,000) and market value of RM13,350,000 (1999: RM17,207,000) are pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

**7 DEVELOPMENT PROPERTIES**

	Group	
	2000 RM'000	1999 RM'000
Freehold land	303,406	281,537
Leasehold land	213,909	202,358
Development expenditure	581,925	604,945
Attributable profits	131,928	174,678
	1,231,168	1,263,518
Progress billings	(489,168)	(582,540)
Transfer to stocks	(18,385)	(4,498)
	723,615	676,480

Properties costing RM432,760,000 (1999: RM318,443,000) have been pledged to financial institutions for credit facilities granted to subsidiary companies.

Included in the development expenditure is interest capitalised for the year of RM12,984,000 (1999: RM12,397,000).

**8 CREDITORS**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Trade creditors	550,716	592,005	-	-
Other creditors and accruals	1,145,318	1,220,727	14,794	7,052
Amount payable for acquisition of				
- subsidiary company	-	15,006	-	-
- properties	20,920	62,150	-	-
Amounts due to subsidiary companies	-	-	2,596,637	2,803,327
Amounts due to associated companies	1,760	50	-	8
Block discounting creditors				
- portion repayable within 12 months (Note 19)	17,064	25,164	-	-
Unexpired interest	(2,696)	(3,958)	-	-
	<u>14,368</u>	<u>21,206</u>	<u>-</u>	<u>-</u>
Hire purchase and leasing creditors (Note 19)	40,889	52,834	395	491
Floating Rate Notes (Note 19)	277,400	285,000	-	-
	<u>2,051,371</u>	<u>2,248,978</u>	<u>2,611,826</u>	<u>2,810,878</u>

The amounts due to subsidiary companies are unsecured, interest bearing and have no fixed terms of repayment.

The amount in respect of block discounting creditors is secured by assignment of the rights under leasing and hire purchase agreements.

Included in other creditors and accruals is an amount of RM50,232,000 (1999: RM153,448,000) being margin facilities obtained by the Group. The margin accounts are secured by quoted investments of the Group and bear interest at rates ranging from 12.5% to 16.0% (1999: 14.0% to 19.0%) per annum.

**9 SHORT TERM BORROWINGS**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Secured</b>				
Long term loans				
- portion repayable within 12 months (Note 18)	205,447	107,699	-	25
Short term loans	325,411	508,235	-	-
Bank overdrafts	405,950	421,906	67,419	59,188
Revolving credits	391,426	424,695	110,091	165,229
Trade financing facilities	298,376	30,277	2,106	-
	<u>1,626,610</u>	<u>1,492,812</u>	<u>179,616</u>	<u>224,442</u>
<b>Unsecured</b>				
Long term loans				
- portion repayable within 12 months (Note 18)	1,203	2,150	-	-
Short term loans	1,608	-	-	-
Bank overdrafts	86,120	92,026	-	-
Revolving credits	10,000	9,000	-	-
Trade financing facilities	113,031	106,753	-	-
	<u>211,962</u>	<u>209,929</u>	<u>-</u>	<u>-</u>
	<u>1,838,572</u>	<u>1,702,741</u>	<u>179,616</u>	<u>224,442</u>

The secured bank overdrafts, revolving credits, short term loans and trade financing facilities are secured by way of fixed charges on certain landed properties of the Group, certain quoted investments of the Group and the Company, or fixed and floating charges over the other assets of certain subsidiary companies.

The borrowings bear interest at rates ranging from 3.1% to 16.0% (1999: 4.0% to 19.5%) per annum for the Group and from 4.4% to 13.25% (1999: 7.38% to 19.5%) per annum for the Company.

## 10 FIXED ASSETS

## Group

	At 1.5.99 RM'000	Additions RM'000	Disposals RM'000	Write-off RM'000	Reclassi- fication / Transfers* RM'000	Acquisition of subsidiaries RM'000	Disposal/ deconso- lidation of subsidiaries RM'000	Foreign currency translation RM'000	At 30.4.00 RM'000
<b>At Cost</b>									
Freehold land and buildings	558,848	21,773	(13,610)	-	9,897	-	-	(2,768)	574,140
Freehold hotel properties	192,116	847	-	-	-	-	-	(7,983)	184,980
Long leasehold hotel properties	498,020	3,992	(916)	-	307	-	-	(3,054)	498,349
Long leasehold land and buildings	567,081	3,868	(5,185)	-	(128,873)	-	-	(819)	436,072
Short leasehold land and buildings	68,852	9,886	-	-	17,078	-	-	(26)	95,790
Plantation development expenditure	-	941	-	-	475	-	-	-	1,416
Plant and equipment	512,195	36,907	(14,812)	(1,826)	(25,939)	3,013	(6,936)	(9,076)	493,526
Renovation, equipment, furniture and fittings	482,866	55,104	(13,638)	(2,743)	177,963	11,516	(6,230)	(6,418)	698,420
Motor vehicles	82,991	9,207	(6,561)	(73)	5,386	1,186	(594)	(519)	91,023
Aircraft, vessels and others	64,802	25,931	(7,396)	(23)	(781)	-	-	(29)	82,504
Golf course development expenditure	65,853	-	-	-	-	-	-	-	65,853
Capital work-in-progress	302,523	157,229	(8,314)	(864)	(134,532)	-	-	(223)	315,819
	<u>3,396,147</u>	<u>325,685</u>	<u>(70,432)</u>	<u>(5,529)</u>	<u>(79,019)</u>	<u>15,715</u>	<u>(13,760)</u>	<u>(30,915)</u>	<u>3,537,892</u>

	At 1.5.99 RM'000	Charge for the year RM'000	Disposals RM'000	Write-off RM'000	Reclassi- fication / Transfers* RM'000	Acquisition of subsidiaries RM'000	Disposal/ deconso- lidation of subsidiaries RM'000	Foreign currency translation RM'000	At 30.4.00 RM'000
<b>Accumulated Depreciation</b>									
<b>At Cost</b>									
Freehold land and buildings	53,411	8,204	(642)	-	(10,641)	-	-	(519)	49,813
Long leasehold land and buildings	62,815	5,969	(88)	-	(29,831)	-	-	(206)	38,659
Short leasehold land and buildings	3,510	6,830	-	-	11,934	-	-	(12)	22,262
Plant and equipment	232,135	44,589	(8,011)	(269)	(6,203)	2,971	(1,693)	(3,007)	260,512
Renovation, equipment, furniture and fittings	256,641	65,001	(3,903)	(1,318)	25,125	10,804	(1,919)	(2,455)	347,976
Motor vehicles	57,465	10,440	(5,537)	(5)	524	760	(253)	(236)	63,158
Aircraft, vessels and others	25,488	5,159	(2,625)	(421)	(260)	-	-	(14)	27,327
Golf course development expenditure	3,354	808	-	-	-	-	-	-	4,162
Capital work-in-progress	-	-	-	-	-	-	-	-	-
	<u>694,819</u>	<u>147,000</u>	<u>(20,806)</u>	<u>(2,013)</u>	<u>(9,352)</u>	<u>14,535</u>	<u>(3,865)</u>	<u>(6,449)</u>	<u>813,869</u>

## Net Book Value

## At Cost

	At 30.4.00 RM'000
Freehold land and buildings	524,327
Freehold hotel properties	184,980
Long leasehold hotel properties	498,349
Long leasehold land and buildings	397,413
Short leasehold land and buildings	73,528
Plantation development expenditure	1,416
Plant and equipment	233,014
Renovation, equipment, furniture and fittings	350,444
Motor vehicles	27,865
Aircraft, vessels and others	55,177
Golf course development expenditure	61,691
Capital work-in-progress	315,819
	<u>2,724,023</u>

\* - This column includes deconsolidation of partnership assets.

## 10 FIXED ASSETS (CONTINUED)

Group	At 1.5.98	Additions	Disposals	Write-back/ (Write-off)	Reclassi- fication / Transfers	Acquisition of subsidiaries	Disposal/ deconso- lidation of subsidiaries	Foreign currency translation	At 30.4.99
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>At Cost</b>									
Freehold land and buildings	512,967	25,780	(30,903)	-	57,765	11	-	(6,772)	558,848
Freehold hotel properties	192,292	-	(364)	-	-	-	-	188	192,116
Long leasehold hotel properties	500,487	479	(36)	-	(944)	-	-	(1,213)	498,773
Long leasehold land and buildings	570,486	45,188	(14,094)	(17,586)	(20,748)	-	-	3,082	566,328
Short leasehold land and buildings	3,946	1,102	-	-	1,718	62,086	-	-	68,852
Plantation development expenditure	-	-	-	-	-	-	-	-	-
Plant and equipment	414,380	57,232	(6,099)	(8,928)	29,090	23,191	-	3,329	512,195
Renovation, equipment, furniture and fittings	417,833	51,576	(5,580)	(1,963)	(1,176)	41,631	(19,909)	454	482,866
Motor vehicles	85,682	4,397	(5,590)	(241)	(1,987)	2,608	(1,496)	(382)	82,991
Aircraft, vessels and others	62,138	245	(142)	-	1,956	-	(1)	606	64,802
Golf course development expenditure	65,853	-	-	-	-	-	-	-	65,853
Capital work-in-progress	185,369	187,394	(7,935)	-	(62,503)	-	-	198	302,523
	<u>3,011,433</u>	<u>373,393</u>	<u>(70,743)</u>	<u>(28,718)</u>	<u>3,171</u>	<u>129,527</u>	<u>(21,406)</u>	<u>(510)</u>	<u>3,396,147</u>

Accumulated Depreciation	At 1.5.98	Charge for the year	Disposals	Write - back/down/ (Write-off)	Reclassi- fication / Transfers	Acquisition of subsidiaries	Disposal/ deconso- lidation of subsidiaries	Foreign currency translation	At 30.4.99
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>At Cost</b>									
Freehold land and buildings	35,295	9,568	(792)	8,543	968	-	-	(171)	53,411
Long leasehold land and buildings	49,212	19,185	(1,549)	(3,655)	(939)	243	-	318	62,815
Short leasehold land and buildings	394	1,187	-	-	646	1,283	-	-	3,510
Plant and equipment	176,605	56,321	(3,505)	(221)	(49)	2,169	-	815	232,135
Renovation, equipment, furniture and fittings	208,894	49,927	(2,737)	(1,786)	(573)	11,491	(8,445)	(130)	256,641
Motor vehicles	50,536	12,291	(3,843)	(184)	(1,564)	1,342	(912)	(201)	57,465
Aircraft, vessels and others	19,610	4,290	(107)	-	1,511	-	-	184	25,488
Golf course development expenditure	2,570	784	-	-	-	-	-	-	3,354
Capital work-in-progress	-	-	-	-	-	-	-	-	-
	<u>543,116</u>	<u>153,553</u>	<u>(12,533)</u>	<u>2,697</u>	<u>-</u>	<u>16,528</u>	<u>(9,357)</u>	<u>815</u>	<u>694,819</u>

Net Book Value	At 30.4.99 RM'000								
<b>At Cost</b>									
Freehold land and buildings	505,437								
Freehold hotel properties	192,116								
Long leasehold hotel properties	498,773								
Long leasehold land and buildings	503,513								
Short leasehold land and buildings	65,342								
Plantation development expenditure	-								
Plant and equipment	280,060								
Renovation, equipment, furniture and fittings	226,225								
Motor vehicles	25,526								
Aircraft, vessels and others	39,314								
Golf course development expenditure	62,499								
Capital work-in-progress	302,523								
	<u>2,701,328</u>								

## 10 FIXED ASSETS (CONTINUED)

Company	At 1.5.99 RM'000	Additions RM'000	Disposals RM'000	At 30.4.00 RM'000
<b>Cost</b>				
Renovation, equipment, furniture and fittings	5,207	869	7	6,069
Motor vehicles	5,389	589	161	5,817
	<u>10,596</u>	<u>1,458</u>	<u>168</u>	<u>11,886</u>
<b>Accumulated Depreciation</b>				
Renovation, equipment, furniture and fittings	2,916	713	5	3,624
Motor vehicles	3,876	683	161	4,398
	<u>6,792</u>	<u>1,396</u>	<u>166</u>	<u>8,022</u>
<b>Net Book Value</b>				
Renovation, equipment, furniture and fittings				2,445
Motor vehicles				1,419
				<u>3,864</u>
<b>At 30.4.00 RM'000</b>				
Company	At 1.5.98 RM'000	Additions RM'000	Disposals RM'000	At 30.4.99 RM'000
<b>Cost</b>				
Renovation, equipment, furniture and fittings	5,076	199	68	5,207
Motor vehicles	5,553	39	203	5,389
	<u>10,629</u>	<u>238</u>	<u>271</u>	<u>10,596</u>
<b>Accumulated Depreciation</b>				
Renovation, equipment, furniture and fittings	2,308	644	36	2,916
Motor vehicles	3,191	856	171	3,876
	<u>5,499</u>	<u>1,500</u>	<u>207</u>	<u>6,792</u>
<b>Net Book Value</b>				
Renovation, equipment, furniture and fittings				2,291
Motor vehicles				1,513
				<u>3,804</u>
<b>At 30.4.99 RM'000</b>				

**10 FIXED ASSETS (CONTINUED)**

Long leasehold land comprises leasehold interests with an unexpired term in excess of 50 years.

The cost of fixed assets acquired under finance leases and hire purchase agreements amounted to RM187,837,000 (1999: RM125,119,000) for the Group and RM3,270,000 (1999: RM2,842,000) for the Company.

Included in the cost of capital work-in-progress is interest capitalised amounting to RM Nil (1999: RM4,138,000).

Properties and aircraft costing RM1,040,709,000 (1999: RM1,085,938,000) have been pledged to financial institutions for facilities granted to subsidiary companies.

The depreciation charge of the Group for the year includes:-

- (i) RM292,000 (1999: RM455,000) capitalised as part of other intangible assets by the subsidiary companies concerned;
- (ii) RM121,000 (1999: RM137,000) capitalised as part of expressway development expenditure by the subsidiary company concerned;

The net reclassification amount of RM79,019,000 for cost and RM9,352,000 for accumulated depreciation arose from the following:-

- (i) An amount of RM890,000 for both cost and accumulated depreciation which was omitted in the previous year was reinstated by a subsidiary company.
- (ii) An amount of RM475,000 was reclassified from development properties to plantation development expenditure.
- (iii) An amount of RM27,734,000 for cost and RM2,143,000 for accumulated depreciation was reclassified from fixed assets due to a change in leasing arrangement from finance lease to operating lease.
- (iv) An amount of RM52,650,000 for cost and RM8,099,000 for accumulated depreciation relating to partnership assets was deconsolidated due to a change in the accounting policy of a subsidiary company. The current policy forbids the use of consolidation method for partnerships but prescribes the use of equity method. No retrospective adjustment is made as the amount is deemed immaterial.

## 11 OTHER INVESTMENTS

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Quoted investments in Malaysia				
- shares	416,895	429,238	-	-
- unsecured loan stocks	4,779	6,895	-	-
- warrants, options	1,692	6,152	-	-
Quoted investments outside Malaysia				
- shares	12,321	52,814	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
	435,687	495,099	-	-
Malaysian Government Securities	46,348	46,746	-	-
Malaysian Government Guaranteed loan	3,000	3,000	-	-
Unquoted shares	151,579	143,028	49,011	42,354
Unquoted guaranteed bonds	10,004	9,768	-	-
Debentures in unquoted corporations	1,525	1,000	-	-
Loan stocks in unquoted corporations	6,911	6,911	6,461	6,461
Golf clubs corporate memberships	750	775	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
	655,804	706,327	55,472	48,815
Write down in value of quoted investments in Malaysia	(119,689)	-	-	-
Write down in value of unquoted shares	(3,637)	-	-	-
Provision for diminution in value	(43,199)	(59,149)	(5,850)	(5,850)
	<hr/>	<hr/>	<hr/>	<hr/>
	489,279	647,178	49,622	42,965
	<hr/>	<hr/>	<hr/>	<hr/>
Market value:				
Quoted investments in Malaysia				
- shares	279,235	167,354	-	-
- unsecured loan stocks	6,359	5,050	-	-
- warrants, options	1,733	4,878	-	-
Quoted shares outside Malaysia	2,828	15,508	-	-
Malaysian Government Securities	47,627	48,144	-	-
	<hr/>	<hr/>	<hr/>	<hr/>

Investments with a total book value of RM180,149,000 (1999: RM137,287,000) are held by the insurance subsidiary company of the Group.

As at 30 April 2000, investment in quoted shares in Malaysia with a book value of RM56,266,000 (1999: RM141,465,000) and market value of RM26,351,000 (1999: RM55,588,000) are pledged to various financial institutions for credit facilities granted to a subsidiary company.

Provision for diminution in value of certain quoted investments have not been made as the directors are of the opinion that the diminution is not permanent in nature.

**12 INVESTMENT PROPERTIES**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
At cost:				
Freehold land and buildings	566,068	555,084	-	-
Long leasehold land and buildings	36,202	27,466	3,409	3,409
	<u>602,270</u>	<u>582,550</u>	<u>3,409</u>	<u>3,409</u>

Investment properties amounting to RM514,371,000 (1999: RM358,517,000) have been pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

Included in the cost of the freehold land and buildings is interest capitalised for the year of RM1,583,000 (1999: RM1,745,000).

**13 LAND HELD FOR DEVELOPMENT**

	Group	
	2000 RM'000	1999 RM'000
Freehold land	828,966	841,551
Long leasehold land	50,107	54,073
Development expenditure	209,075	199,207
	<u>1,088,148</u>	<u>1,094,831</u>
Less : Plantation development expenditure reclassified to fixed assets	(475)	-
	<u>1,087,673</u>	<u>1,094,831</u>

Land held for development at cost amounting to RM781,778,000 (1999: RM775,625,000) have been pledged to various financial institutions for credit facilities granted to certain subsidiary companies.

Included in the development expenditure is interest capitalised for the year of RM3,751,000 (1999: RM46,213,000).

**14 EXPRESSWAY DEVELOPMENT EXPENDITURE**

Expressway development expenditure represents costs including interest expenses incurred in connection with the New Pantai Highway project awarded by the Government for the exclusive rights and authority to design, construct, manage, operate and maintain the highway. The development expenditure will be amortised over the concession period upon completion of the project and commencement of the collection of toll revenue.

	Group	
	2000 RM'000	1999 RM'000
Included in the expressway development expenditure are:		
Interest received	(80)	(5)
Directors' fees	-	250
Directors' remuneration	-	377
Rental of premises	-	226
Depreciation	121	137
Hire purchase interest	14	30
Interest on short term loan	4,165	8,316
	<u>4,165</u>	<u>8,316</u>

**15 ASSOCIATED COMPANIES**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Quoted shares - outside Malaysia	60,975	64,755	-	-
Unquoted shares	376,207	420,018	66,579	46,799
Group's share of post acquisition reserves	(72,244)	(21,391)	-	-
	<u>364,938</u>	<u>463,382</u>	<u>66,579</u>	<u>46,799</u>
Provision for diminution in value	(51,792)	(37,936)	-	-
	<u>313,146</u>	<u>425,446</u>	<u>66,579</u>	<u>46,799</u>
Market value :				
Quoted shares - outside Malaysia	<u>58,249</u>	<u>23,332</u>	-	-

The Group's interest in the associated companies is represented by:

Share of net assets	235,215	304,125
Premium on acquisition	77,931	121,321
	<u>313,146</u>	<u>425,446</u>

Provision for diminution in value of certain investment in quoted shares outside Malaysia has not been made as the directors are of the opinion that the diminution is not permanent in nature.

**15 ASSOCIATED COMPANIES (CONTINUED)**

Certain unquoted shares costing RM2,463,000 (1999: RMNil) have been pledged to a financial institution for credit facilities granted to a subsidiary company.

The Group's share of associated companies' turnover for the year is RM155,262,000 (1999: RM256,754,000).

The Group's equity interest in the associated companies, their respective principal activities and countries of incorporation are shown in Note 38.

**16 SUBSIDIARY COMPANIES**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Unconsolidated subsidiary company	-	346,532	-	-
Unquoted shares at cost	-	-	1,095,911	1,299,021
Provision for diminution in value	-	(346,532)	-	(203,234)
Write down in value	-	-	(318,924)	-
	-	-	776,987	1,095,787
Quoted shares at cost	-	-	182,033	239,630
	-	-	959,020	1,335,417
Market value of quoted shares	-	-	333,110	383,397

The results of operations and net assets of Roasters Corp., a company incorporated in Florida, U.S.A, of which the Group has 73.5% equity interest, has not been consolidated because the company has been placed under voluntary reorganisation pursuant to Chapter 11 Reorganisation Protection in the United States Federal Court ("US Federal Court") in which the Group has lost its management control over the affairs of the company during the financial year ended 30 April 1998.

A scheme of arrangement ("Nathan's plan") was confirmed by the US Federal Court during the financial year ended 30 April 1999. Under Nathan's plan, Roasters Asia Pacific (HK) Limited, a wholly owned subsidiary company of the Group, will continue to operate as master franchisor for the Asia Pacific region and favourable terms of franchise fee and royalty are awarded for its future operations under the revised Master Development Agreement. However, the Group in return, will waive its rights to any existing outstanding debt and release any lien and security interest against Roasters Corp.

During the financial year, the cost of investment in Roasters Corp., which was fully provided for in the previous year, was written off.

The Group's equity interests in the subsidiary companies, their respective principal activities and countries of incorporation are shown in Note 38.

## 17 INTANGIBLE ASSETS

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Goodwill arising on consolidation</b>				
At 1 May	2,428,495	2,674,270	-	-
Arising from increase in equity interest and acquisition of subsidiary companies	4,189	141,278	-	-
Reduction of equity interest and disposal of subsidiary companies	(63,536)	(387,912)	-	-
Deconsolidation of partnerships	(9,073)	-	-	-
Amount written off	(7,990)	-	-	-
Exchange differences	(5,984)	859	-	-
At 30 April	2,346,101	2,428,495	-	-
<b>Trademarks, patents and copyrights</b>				
At 1 May	98,853	83,027	-	-
Additions	533	15,137	-	-
Amortisation for the year	(16)	-	-	-
Reclassification	224	-	-	-
Exchange differences	(3)	689	-	-
At 30 April	99,591	98,853	-	-
<b>Preliminary and pre-operating expenditure</b>				
At 1 May	68,666	39,187	-	-
Additions	2,345	39,610	-	-
Amortisation for the year	(14,340)	(17,692)	-	-
Amount written off	(8,505)	(171)	-	-
Disposal of a subsidiary company	(634)	-	-	-
Reclassification	-	11,503	-	-
Exchange differences	(904)	(3,771)	-	-
At 30 April	46,628	68,666	-	-
<b>Product development expenditure</b>				
At 1 May	14,022	4,898	-	-
Additions	2,353	12,054	-	-
Amortisation for the year	(2,734)	(2,937)	-	-
Amount written off	(517)	-	-	-
Exchange differences	955	7	-	-
At 30 April	14,079	14,022	-	-

**17 INTANGIBLE ASSETS (CONTINUED)**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Other deferred expenditure</b>				
At 1 May	20,025	28,792	-	587
Additions	22,496	7,348	7,495	-
Amortisation for the year	(3,718)	(5,250)	(312)	(587)
Amount written off	(109)	-	-	-
Disposal of a subsidiary company	(627)	-	-	-
Reclassification	(224)	(11,503)	-	-
Exchange differences	(1,640)	638	-	-
At 30 April	36,203	20,025	7,183	-
	2,542,602	2,630,061	7,183	-

**18 LONG TERM BORROWINGS**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Secured</b>				
Term loans	1,620,116	1,935,017	-	25
Portion repayable within 12 months included under short term borrowings (Note 9)	(205,447)	(107,699)	-	(25)
	1,414,669	1,827,318	-	-
Revolving credits	718,747	1,163,097	-	-
	2,133,416	2,990,415	-	-
<b>Unsecured</b>				
Term loans	237,995	202,175	-	-
Portion repayable within 12 months included under short term borrowings (Note 9)	(1,203)	(2,150)	-	-
	236,792	200,025	-	-
Revolving credits	92,500	96,500	-	-
	329,292	296,525	-	-
	2,462,708	3,286,940	-	-

The secured borrowings are secured on quoted and unquoted shares held by the Group and the Company or fixed and floating charges over the assets of certain subsidiary companies.

**18 LONG TERM BORROWINGS (CONTINUED)**

The term loans are repayable over a period not exceeding five years and bear interest at rates ranging from 2.71% to 12.70% (1999: 2.71% to 21.0%) per annum.

Borrowings which are due to be repaid within the next twelve months but are expected to be rolled over are treated as long term liabilities. Subsequent to the financial year end, certain of those revolving credits which matured between the year end and the date of this report were renewed.

**19 OTHER LONG TERM LIABILITIES**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Secured</b>				
Block discounting creditors (Note a)	33,985	52,423	-	-
Portion repayable within 12 months included under creditors (Note 8)	(17,064)	(25,164)	-	-
	16,921	27,259	-	-
Unexpired carrying charges	(1,767)	(3,374)	-	-
	15,154	23,885	-	-
Hire purchase and leasing creditors creditors (Note b)	105,585	149,915	788	696
Portion repayable within 12 months included under creditors (Note 8)	(40,889)	(52,834)	(395)	(491)
	64,696	97,081	393	205
Floating Rate Notes (Note c)	277,400	562,400	-	-
Portion repayable within 12 months included under creditors (Note 8)	(277,400)	(285,000)	-	-
	-	277,400	-	-
	79,850	398,366	393	205
<b>Unsecured</b>				
Agency deposits	29,576	28,470	-	-
Club members' deposits (Note d)	51,473	50,875	-	-
Provision for retirement benefits (Note e)	3,596	3,443	-	-
Deferred income (Note f)	56,401	54,086	-	-
	141,046	136,874	-	-
	220,896	535,240	393	205

Notes:

- (a) The amount in respect of block discounting creditors and hire purchase and leasing creditors are secured by corporate guarantee of the subsidiary companies and assignment of the rights under leasing and hire purchase agreements.

**19 OTHER LONG TERM LIABILITIES (CONTINUED)**

- (b) The commitment terms under hire purchase and leasing creditors are summarised as follows:-

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Gross amount repayable within :-				
One year after balance sheet date	48,174	60,173	496	614
More than one year but not later than two years	23,866	37,351	252	243
More than two years but not later than five years	65,781	101,341	248	17
	<u>137,821</u>	<u>198,865</u>	<u>996</u>	<u>874</u>
Less : Unexpired interest	(32,236)	(48,950)	(208)	(178)
	<u>105,585</u>	<u>149,915</u>	<u>788</u>	<u>696</u>

- (c) The Floating Rate Notes ("FRN") at nominal value of USD250,000 each are constituted by a Trust Deed dated 6 May 1997, made by a subsidiary company, Berjaya Group Capital (Cayman) Limited ("Issuer") and the Trustee for the holders of the FRN. The interest rate is 1.4% above the London interbank offer rate, on the Interest Determination Date. Interest on the FRN is payable quarterly in arrears. The FRN is secured against certain quoted investments of the Group and guaranteed by the Company and partially by a listed subsidiary company.

In the previous financial year, certain terms of the FRN were amended to facilitate an early redemption of the FRN by the Issuer. The redemption terms have been amended to allow the Issuer to redeem at least half of the FRN by the end of December 1999 and the outstanding balance by the end of December 2000. In connection to the aforesaid amendments, the interest rate was revised to 2.5% above the London interbank offer rate with effect from 18 December 1998. The FRN bear interest at rates ranging from 7.35% to 8.6% (1999: 6.74% to 7.84%) per annum.

- (d) Club members' deposits represent amounts paid by members to certain subsidiary companies for membership licences issued to use and enjoy the facilities of the subsidiary companies' recreational clubs. The monies are refundable to the members at their request upon expiry of prescribed terms from the dates of issuance of the licences.
- (e) These provisions are in respect of defined retirement benefit plans that do not require independent actuarial valuation. The provisions are made in accordance to the terms of employment.
- (f) Deferred income represents mainly deferred membership fees which are recognised over the membership period.

**20 DEFERRED TAXATION**

Deferred taxation of the Group is mainly in respect of timing differences between depreciation and capital allowances.

**21 SHARE CAPITAL**

	<b>Group and Company</b>	
	<b>2000</b>	<b>1999</b>
	<b>RM'000</b>	<b>RM'000</b>
Ordinary shares of RM1.00 each		
<b>Authorised</b>		
At 1 May	5,000,000	2,000,000
Created during the year	-	3,000,000
At 30 April	<u>5,000,000</u>	<u>5,000,000</u>
<b>Issued and fully paid</b>		
At 1 May	1,276,929	1,215,762
Issued during the year from conversion of ICULS	217,271	61,167
Staff Share Options exercised	3,314	-
At 30 April	<u>1,497,514</u>	<u>1,276,929</u>

**22 RESERVES**

	<b>Group</b>		<b>Company</b>	
	<b>2000</b>	<b>1999</b>	<b>2000</b>	<b>1999</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
<b>Non distributable</b>				
Share premium	734,356	733,753	734,356	733,753
Capital reserves	130,356	162,175	-	-
Foreign currency translation reserve	28,232	47,510	-	-
<b>Distributable</b>				
Profit and loss account	(239,151)	441,986	209,066	477,596
	<u>653,793</u>	<u>1,385,424</u>	<u>943,422</u>	<u>1,211,349</u>

**22 RESERVES (CONTINUED)**

	Group		Group and Company
	Foreign currency translation reserve RM'000	Capital reserves RM'000	Share premium RM'000
<b>Movement in reserves</b>			
At beginning of the financial year	47,510	162,175	733,753
Exchange difference on translation of net assets of foreign subsidiary companies and associated companies	(9,616)	-	-
Reserves on acquisition of shares in subsidiary companies	-	1,778	-
Share premium arising from issuance of new shares	-	-	603
Dilution of interest in subsidiary companies	-	(29,227)	-
Transfer (to) profit and loss account	(9,662)	(4,370)	-
At end of the financial year	<u>28,232</u>	<u>130,356</u>	<u>734,356</u>

The transfer to profit and loss account represents the realisation of reserves on disposal and dilution of subsidiary companies and associated companies.

Subject to the agreement of the Inland Revenue Board, the Company has sufficient tax credit under Section 108 of the Income Tax Act 1967 and tax exempt account to frank the payment of dividend of RM108,015,000 out of its retained profits as dividends in future. Should the entire retained profits be franked as dividends, the Company will have a Section 108 charge of approximately RM28,294,000.

**23 IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
6% Irredeemable Convertible Unsecured Loan Stocks March 1996/2001 (Note a)	7,934	7,934	-	-
5% Irredeemable Convertible Unsecured Loan Stocks June 1997/2002 (Note b)	10,358	10,358	-	-
5% Irredeemable Convertible Unsecured Loan Stocks October 1999/2009 (Note c)	422,754	-	422,754	-
5% Irredeemable Convertible Unsecured Loan Stocks December 1999/2009 (Note d)	963,161	-	-	-
	<u>1,404,207</u>	<u>18,292</u>	<u>422,754</u>	<u>-</u>

**23 IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)**

## Notes

**(a) 6% Irredeemable Convertible Unsecured Loan Stocks March 1996/2001**

The 6% Irredeemable Convertible Unsecured Loan Stocks 1996/2001 ("BLB ICULS1") at nominal value of RM1.00 each were constituted by a Trust Deed dated 17 January 1996 made by a subsidiary company, Berjaya Land Berhad and the Trustee for the holders of the BLB ICULS1. The main features of the BLB ICULS1 were as follows:-

- The BLB ICULS1 shall be convertible into fully paid ordinary shares of the subsidiary company during the period from 27 March 1996 to the maturity date at 26 March 2001 at the rate of RM2.35 nominal value of BLB ICULS1 or at the rate of RM2.00 nominal value of the BLB ICULS1 and RM0.35 in cash for one fully paid ordinary share of RM1.00 each.
- Upon conversion of the BLB ICULS1 into new ordinary shares, such shares should rank pari passu in all respects with the ordinary shares of the subsidiary company in issue at the time of conversion except that they would not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BLB ICULS1 are converted or any interim dividend declared prior to the date of conversion of the BLB ICULS1.
- The interest on the BLB ICULS1 is payable semi-annually in arrears.

As at 30 April 2000, the Group did not hold any unit of BLB ICULS1.

**(b) 5% Irredeemable Convertible Unsecured Loan Stocks June 1997/2002**

The 5% Irredeemable Convertible Unsecured Loan Stocks 1997/2002 ("DBM ICULS") at nominal value of RM1.00 each were constituted by a Trust Deed dated 28 April 1997 made by a subsidiary company, Dunham-Bush (Malaysia) Bhd and the Trustee for the holders of the DBM ICULS. The main features of the DBM ICULS were as follows:-

- The DBM ICULS shall be convertible into fully paid ordinary shares of the subsidiary company during the period from 18 June 1997 to the maturity date at 17 June 2002 at the rate of RM13.80 nominal value of DBM ICULS or at the rate of RM1.00 nominal value of the DBM ICULS and RM12.80 in cash for one fully paid ordinary share of RM1.00 each.
- Upon conversion of the DBM ICULS into new ordinary shares, such shares should rank pari passu in all respects with the ordinary shares of the subsidiary company in issue at the time of conversion except that they would not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the DBM ICULS are converted or any interim dividend declared prior to the date of conversion of the DBM ICULS.
- The interest on the DBM ICULS is payable semi-annually in arrears.

As at 30 April 2000, the Group holds 11,641,242 (1999: 11,641,242) units with a market value of RM13,271,000 (1999: RM12,356,000) and these have been eliminated against the total DBM ICULS outstanding.

**23 IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)****(c) 5% Irredeemable Convertible Unsecured Loan Stocks October 1999/2009**

The 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 ("BGB ICULS") at nominal value of RM1.00 each were constituted by a Trust Deed dated 21 July 1999 made between the Company and the Trustee for the holders of the BGB ICULS. The main features of the BGB ICULS were as follows:-

- The BGB ICULS shall be convertible into fully paid ordinary shares of the Company during the period from 18 October 1999 to the maturity date at 17 October 2009 at the rate of RM1.00 nominal value of BGB ICULS for one fully paid ordinary share of RM1.00 each.
- Upon conversion of the BGB ICULS into new ordinary shares, such shares should rank *pari passu* in all respects with the ordinary shares of the Company in issue at the time of conversion except that they would not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BGB ICULS are converted or any interim dividend declared prior to the date of conversion of the BGB ICULS.
- The interest on the BGB ICULS is payable semi-annually in arrears.

The Warrants may be exercised at any time during the ten years from 18 October 1999. Warrants not exercised during this period will lapse. The exercise price of the Warrants is RM1.00 for the first to fifth year and RM1.20 for the sixth to tenth year.

**(d) 5% Irredeemable Convertible Unsecured Loan Stocks December 1999/2009**

The 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 ("BLB ICULS2") at nominal value of RM1.00 each were constituted by a Trust Deed dated 21 December 1999 made by a subsidiary company, Berjaya Land Berhad and the Trustee for the holders of the BLB ICULS2. The main features of the ICULS were as follows:-

- The BLB ICULS2 shall be convertible into ordinary shares of the subsidiary company during the period from 31 December 1999 to the maturity date on 30 December 2009 at the rate of RM1.60 nominal value of BLB ICULS2 or at the rate of RM1.00 nominal value of BLB ICULS2 plus RM0.60 in cash for every one new ordinary share of RM1.00 each.
- Upon conversion of the BLB ICULS2 into new ordinary shares, such shares should rank *pari passu* in all respects with the ordinary shares of the subsidiary company in issue at the time of conversion except that they would not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BLB ICULS2 are converted or any interim dividend declared prior to the date of conversion of the BLB ICULS2.
- The interest on the BLB ICULS2 is payable semi-annually in arrears.

The BLB ICULS2 were issued pursuant to a debt conversion exercise undertaken by the subsidiary company with its lenders. An offer for sale of the BLB ICULS2 was subsequently implemented. The subsidiary company had granted a "put" option to the lenders to sell their BLB ICULS2 remaining after the offer for sale. The "put" option is exercisable at any time during a period of seven days each, beginning on the second anniversary from the date of the grant of the "put" option with successive periods at half-yearly intervals until the termination of the "put" option, which shall occur on the seventh day after the fifth anniversary of its grant. The "put" option is secured by existing security, which includes shares and properties pledged to the lenders. The Company has assumed the "put" option from the subsidiary company on the same terms and conditions.

As at 30 April 2000, the Group holds 250,000 (1999: Nil) units with a market value of RM230,000 (1999: RM Nil) and these have been eliminated against the total BLB ICULS2 outstanding.

**24 INSURANCE RESERVES**

	Group	
	2000 RM'000	1999 RM'000
<b>General insurance fund</b>		
<u>Reserves for unexpired risks</u>		
At 1 May	41,770	44,508
Decrease during the year	(11,708)	(2,738)
	30,062	41,770
At 30 April	30,062	41,770

**25 TURNOVER**

Turnover for the Group represents the invoiced value of sales of the Group's products and services, a proportion of contractual sales revenue determined by reference to the percentage of completion of the development properties, lease rentals, rental of properties, interest income from hire purchase and loan financing, gross insurance premiums, gross stake collections from the sale of Toto betting tickets, revenue from hotel and resort operations, membership fees from recreational activities, net house takings from casino operations and brokerage and underwriting commission on securities contracts and new issue of shares.

Turnover of the Company represents gross dividends from subsidiary companies, associated companies and other investments, management fees receivable from subsidiary companies and share administration fee income.

Information on cost of sales has not been disclosed as required by International Accounting Standard No. 2, Inventories. Due to the diversified nature of the Group, the directors are of the opinion that such disclosure would be of little value to the users of the accounts.

## 26 OPERATING PROFIT BEFORE EXCEPTIONAL ITEMS

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Operating profit before exceptional items is arrived at after charging:				
Directors' remuneration (Note)				
- emoluments	29,939	28,850	3,146	2,192
- fees	1,572	1,038	36	36
Auditors' remuneration	4,142	4,049	77	77
Depreciation of fixed assets	146,587	152,961	1,396	1,500
Fixed assets written off	3,516	22,825	-	-
Write down of fixed assets to recoverable amount	-	8,590	-	-
Hire of plant and machinery	2,107	2,818	-	-
Rental of land and buildings	65,924	52,665	357	367
Rental of operating lease	8,707	10,998	-	-
Interest expense	450,142	563,237	26,283	31,723
Interest payable to subsidiary companies	-	-	205,169	284,026
Amortisation of intangible assets	20,808	25,879	312	587
Intangible assets written off	9,131	171	-	-
Provision for stock obsolescence	13,635	12,933	-	-
Provision for diminution in value of general insurance subsidiary company's investment in quoted shares	-	7,078	-	-
Retirement benefits	4,356	4,101	-	-
Toto betting royalty	67,979	64,644	-	-
Goodwill written off	7,990	-	-	-
Contribution to National Sports Council	41,756	45,898	-	-
Bad and doubtful debts	96,581	69,537	115	2,703
Loss on disposal of other investments	9,855	5,186	-	-
Loss on disposal of properties	53	1,417	-	-
Loss on disposal of fixed assets	645	2,013	-	-
Loss on foreign exchange	388	6,346	-	2,327

**26 OPERATING PROFIT BEFORE EXCEPTIONAL ITEMS (CONTINUED)**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
and crediting:				
Gross dividends from				
- subsidiary companies quoted in Malaysia	-	-	9,101	19,170
- unquoted subsidiary companies	-	-	36,011	10,973
- other investments quoted in Malaysia	3,833	3,455	-	40
- unquoted associated companies	-	-	488	-
- unquoted other investments	-	421	-	421
Interest receivable from subsidiary companies	-	-	224,378	349,313
Other interest income	40,274	62,436	2,175	1,627
Income from rental of land and buildings	8,422	9,928	23	34
Reversal of provision for diminution				
in value of trading account securities	2,500	18,500	-	-
Bad debts recovered	3,285	4,778	-	-
Write back of provision for diminution in				
value of investments in				
associated companies	9,610	-	-	-
Write back of provision for diminution				
in value of other investments	-	6,875	-	-
Gain on disposal of other investments	4,846	7,162	-	-
Gain on disposal of properties	1,517	15,359	-	-
Gain on disposal of fixed assets	7,041	6,251	62	31
Gain on foreign exchange	16,758	10,302	-	-

## Note:

The estimated money value of benefits-in-kind received by the directors was RM285,000 (1999: RM421,000) for the Group and RM168,000 (1999: RM184,000) for the Company.

**27 EXCEPTIONAL ITEMS**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Gain on disposal of subsidiary companies	9,136	653,321	55,412	2,673
Gain on disposal of associated companies	65,848	7,931	-	-
Loss on disposal of subsidiary companies	(180,099)	(119,647)	(16)	-
Provision for diminution in value				
of investments in subsidiary companies	(1,449)	(117,443)	-	-
Write down in value				
of investments in subsidiary companies	-	-	(318,924)	-
Provision for diminution in value				
of investments in associated companies	(26,845)	(6,443)	-	-
Provision for diminution in value				
of other investments	(450)	(14,937)	-	(5,850)
Write down in value of other investments	(123,326)	-	-	-
Provision for amounts due from a				
subsidiary company	-	(74,723)	-	-
Overseas lottery project development				
written off and aborted projects	(17,603)	(20,801)	-	-
Write down in project development expenditure	(31,745)	-	-	-
	(306,533)	307,258	(263,528)	(3,177)

**28 SHARE OF RESULTS OF ASSOCIATED COMPANIES**

	Group	
	2000 RM'000	1999 RM'000
Share of profits less losses before taxation	(3,632)	(21,464)
Less: Attributable holding costs	(16,880)	(30,883)
	(20,512)	(52,347)
	(20,512)	(52,347)

**29 TAXATION**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>In Malaysia:</b>				
Current taxation	203,199	(25,589)	7,293	-
Deferred taxation	(4,006)	6,302	-	-
Associated companies	809	1,948	-	-
In respect of prior years	23,060	1,849	-	(49)
	223,062	(15,490)	7,293	(49)
	223,062	(15,490)	7,293	(49)
<b>Outside Malaysia:</b>				
Current taxation	57,509	22,451	-	-
Deferred taxation	1,341	(101)	-	-
Associated companies	247	23,850	-	-
In respect of prior years	(55)	(3,731)	-	-
	59,042	42,469	-	-
	59,042	42,469	-	-
	282,104	26,979	7,293	(49)

The effective rate of taxation for the Group and the Company is higher than the standard rate of tax applicable in Malaysia as losses of certain subsidiary companies cannot be set off against profits made by other companies in the group and certain expenses being disallowed for tax purposes.

There is no tax charge for the previous financial year for the Company as the tax was waived in accordance with the Income Tax (Amendment) Act, 1999. The chargeable income of RM94,451,000 on which the tax is waived was credited to an exempt account from which tax exempt dividends can be declared, subject to agreement with the Inland Revenue Board.

As at 30 April 2000, the Company has tax losses of approximately RM1,587,000 (1999: RM1,587,000) and unutilised capital allowances of approximately RM7,600,000 (1999: RM6,682,000) which can be used to offset against future taxable profits subject to the agreement of the Inland Revenue Board.

As at 30 April 2000, the Company has a potential deferred tax benefit of approximately RM2,331,000 (1999: RM2,315,000), arising principally from tax losses carried forward and unutilised capital allowances, the effects of which are not included in the accounts as there is no assurance beyond any reasonable doubt that future taxable income will be sufficient to allow the benefit to be realised.

**30 DIVIDENDS**

	Group and Company	
	2000	1999
	RM'000	RM'000
Proposed final:		
1 sen gross per share less 28% tax		
(1999: 3 sen per share tax exempt)	10,782	38,308
	<u>10,782</u>	<u>38,308</u>

**31 LOSS PER SHARE**

Loss per share is calculated by dividing the Group's loss after taxation and minority interests of RM572,917,000 (1999: RM109,851,000) by the weighted average number of 1,320,271,000 shares (1999: 1,243,164,000 shares) of the Company in issue during the financial year.

The fully diluted loss per share for the current year has not been computed as the Group showed basic loss per share for the year.

**32 SEGMENTAL ANALYSIS**

	Turnover RM'000	Profit/ (loss) before taxation RM'000	Total assets employed RM'000
<b>By activity</b>			
<b>2000</b>			
Financial services	318,713	181,644	1,239,774
Manufacturing	642,208	(48,603)	815,768
Infrastructure	-	(6,771)	260,303
Property investment and development	146,222	(70,666)	2,854,228
Hotel, resort and recreation	878,962	19,768	2,072,987
Toto betting and related activities	2,344,731	403,362	1,876,850
Marketing of consumer products and services	3,427,678	64,686	2,056,330
Investment holding and others	40,703	(341,378)	1,637,543
	<u>7,799,217</u>	<u>202,042</u>	<u>12,813,783</u>
<u>Exceptional Items</u>			
Financial services	-	(23,126)	-
Manufacturing	-	(4,301)	-
Property investment and development	-	1,517	-
Hotel, resort and recreation	-	(740)	-
Toto betting and related activities	-	(14,682)	-
Marketing of consumer products and services	-	6,215	-
Investment holding and others	-	(271,416)	-
	<u>7,799,217</u>	<u>(104,491)</u>	<u>12,813,783</u>

## 32 SEGMENTAL ANALYSIS (CONTINUED)

	Turnover RM'000	Profit/ (loss) before taxation RM'000	Total assets employed RM'000
<b>By activity (continued)</b>			
<b>1999</b>			
Financial services	283,830	63,674	1,067,278
Manufacturing	722,195	(29,274)	827,194
Infrastructure	-	-	189,642
Property investment and development	137,942	13,214	2,817,168
Hotel, resort and recreation	760,512	(9,972)	1,867,843
Toto betting and related activities	2,195,411	444,397	1,952,931
Marketing of consumer products and services	2,883,869	41,694	1,978,560
Investment holding and others	32,015	(526,232)	1,819,805
	<b>7,015,774</b>	<b>(2,499)</b>	<b>12,520,421</b>
<u>Exceptional Items</u>			
Financial services	-	(268)	-
Manufacturing	-	(3,636)	-
Property investment and development	-	8,420	-
Hotel, resort and recreation	-	4,305	-
Toto betting and related activities	-	(1,188)	-
Marketing of consumer products and services	-	(333)	-
Investment holding and others	-	299,958	-
	<b>7,015,774</b>	<b>304,759</b>	<b>12,520,421</b>
<b>By geographical segments</b>			
<b>2000</b>			
Malaysia	4,173,046	223,596	9,653,470
Asia	259,805	(19,928)	420,217
North America	3,124,157	11,008	1,256,435
Oceanic island states	172,389	(5,282)	1,357,142
Others	69,820	(7,352)	126,519
	<b>7,799,217</b>	<b>202,042</b>	<b>12,813,783</b>
<u>Exceptional Items</u>			
Malaysia	-	(287,604)	-
Asia	-	(19,339)	-
North America	-	(1,099)	-
Oceanic island states	-	1,509	-
	<b>7,799,217</b>	<b>(104,491)</b>	<b>12,813,783</b>

## 32 SEGMENTAL ANALYSIS (CONTINUED)

	Turnover RM'000	Profit/ (loss) before taxation RM'000	Total assets employed RM'000
<b>By geographical segments (continued)</b>			
<b>1999</b>			
Malaysia	4,007,919	73,994	9,710,616
Asia	195,116	(29,620)	449,282
North America	2,476,803	20,926	920,764
Oceanic island states	239,548	(55,512)	1,296,228
Others	96,388	(12,287)	143,531
	<u>7,015,774</u>	<u>(2,499)</u>	<u>12,520,421</u>
<b>Exceptional Items</b>			
Malaysia	-	507,509	-
Asia	-	4,454	-
Oceanic island states	-	(196,115)	-
Others	-	(8,590)	-
	<u>7,015,774</u>	<u>304,759</u>	<u>12,520,421</u>

## 33 SIGNIFICANT RELATED PARTY TRANSACTIONS

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Acquisition of properties from a director related company	-	43,496	-	-
Sales of developed properties and landed properties to a director and parties related to directors	56,214	-	-	-
Management fees receivable from subsidiary companies	-	-	1,902	509
Administration fees for loan facilities receivable from subsidiary companies	-	-	1,006	843
Administration fees for loan facilities payable to subsidiary companies	-	-	1,668	1,249
Progress payments to a director related company in connection with the acquisition of properties which are being constructed	91,565	71,929	-	-
	<u>91,565</u>	<u>71,929</u>	<u>-</u>	<u>-</u>

The purchase consideration for the properties in the previous year was based on a valuation conducted by an independent firm of professional valuers.

The above transactions were undertaken at mutually agreed terms between the parties in the normal course of business.

All other significant intercompany transactions have been disclosed under Note 26 to the accounts and in the consolidated cash flow statement. These transactions were undertaken at mutually agreed terms between the companies in the normal course of business. There are no practical means of identifying the amount or proportions of outstanding items with subsidiary and related companies at balance sheet date to the related company transactions.

Details of significant intercompany acquisitions and disposals of assets completed during the financial year are included in Note 36(A).

**34 COMMITMENTS**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
Capital expenditure				
Fixed assets				
- approved and contracted for	149,584	125,560	-	-
- approved but not contracted for	39,535	24,652	-	-
Infrastructure project				
- approved and contracted for	602,007	476,474	-	-
	<u>791,126</u>	<u>626,686</u>	-	-
Commitments for investments in other corporations	37,500	37,500	-	-
Balance of purchase consideration for the acquisition of:				
- quoted investments	90,000	-	-	-
- properties	5,084	5,084	-	-
Obligations under ongoing underwriting agreements	118,158	4,800	-	-
Commitment in respect of "put" option on BLB ICULS 2 and Berjaya Land Berhad shares (as disclosed in Note 23(d))	-	-	863,421	-
Contracts placed for Year 2000 compliance	-	1,295	-	292
	<u>1,041,868</u>	<u>675,365</u>	<u>863,421</u>	<u>292</u>

The balance of purchase consideration for the acquisition of properties is in relation to the acquisition from a director related company. The purchase consideration for the properties are based on a valuation conducted by an independent firm of professional valuers.

Details of significant commitments for acquisition of properties and investments are included in Notes 36(B), 37(A) and 37(B) to the accounts.

**35 CONTINGENT LIABILITIES**

	Group		Company	
	2000 RM'000	1999 RM'000	2000 RM'000	1999 RM'000
<b>Secured</b>				
General insurance performance bonds	7,638	8,391	-	-
<b>Unsecured</b>				
Guarantees given to financial institutions for facilities granted to subsidiary companies	-	-	695,966	920,777
	<u>7,638</u>	<u>8,391</u>	<u>695,966</u>	<u>920,777</u>

### 35 CONTINGENT LIABILITIES (CONTINUED)

The general insurance performance bonds show the total sum insured for all unexpired performance bonds guarantees which the insurance company had issued, relating to projects undertaken by the policyholders favouring governmental and private bodies.

The general insurance performance bonds are secured against letter of indemnity and 10% cash collateral on the guaranteed amount, placed by the policyholders.

### 36 SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

#### (A) COMPLETED EVENTS

- (1) On 23 January 1999, Berjaya Land Berhad ("BLand") announced the proposed acquisition by Semangat Cergas Sdn Bhd ("SCSB"), a wholly owned subsidiary company of BLand, of approximately 136.55 acres of leasehold land (expiring on 1 August 2092) from Bukit Tinggi Resort Berhad ("BTRB") for a total consideration of RM27.65 million ("Proposed Acquisition").

As an integral part of the terms and conditions of the Proposed Acquisition, BTRB shall upon finalisation of the Proposed Acquisition, undertake to purchase or procure the sale of at least RM26.63 million worth of developed properties from the BLand group.

Hence, SCSB will finance the Proposed Acquisition from the proceeds of sale of at least RM26.63 million worth of properties, and only if required, any nominal differences shall be funded from internal funds. The acquisition was completed on 21 May 1999.

- (2) On 10 August 1999, the Company announced that its wholly owned subsidiary companies, Juara Sejati Sdn Bhd and Bizurai Bijak (M) Sdn Bhd and the Company had disposed of a total of 66,336,000 ordinary shares of RM1.00 each representing 11.73% of the equity in Berjaya Capital Berhad ("BCapital") in the open market during the period from 23 December 1998 to 27 July 1999 for a net consideration of approximately RM124 million.
- (3) On 14 September 1999, the Company and its wholly owned subsidiary company, Berjaya Group (Aust) Pty Ltd completed the divestment of the group's interest in the entire 50% stake in Advance Medical Technology Pty Ltd, the holding company for the Gribbles Pathology group of companies and trusts and a 21.5% stake in the enlarged share capital of Gribbles Pathology (M) Sdn Bhd collectively for a total gross consideration of AUD71.32 million or approximately RM178.3 million.
- (4) On 5 October 1999, Berjaya Lottery Management (HK) Limited ("BLMHK"), a subsidiary company of Berjaya Sports Toto Berhad ("BToto") completed the subscription of an additional 6,933,817 International Lottery and Totalizator Systems, Inc. ("ILTS") new shares of common stock, representing approximately 53.57% of the enlarged issued capital of ILTS for a total cash consideration of approximately USD5.2 million or at USD0.75 per share, thereby increasing BLMHK interest in ILTS to 9,245,317 shares of common stock representing 71.43% of the enlarged issued capital of ILTS. Consequently, ILTS became a subsidiary company of the Group.
- (5) On 29 October 1999, the Company completed the rights issue and listing of the RM640,025,128 nominal amount of 5% Irredeemable Convertible Unsecured Loan Stocks 1999/2009 ("BGB ICULS 1999/2009") at 100% of the nominal amount with 2,560,100,512 detachable warrants on the basis of RM1.00 nominal amount of BGB ICULS 1999/2009 with 4 warrants for every 2 existing ordinary shares held.

**36 SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)****(A) COMPLETED EVENTS (continued)**

- (6) On 26 November 1999, the Company announced that it and its subsidiary companies, Juara Sejati Sdn Bhd and Bizurai Bijak (M) Sdn Bhd had disposed a total of 15,597,000 ordinary shares of RM1.00 each representing 2.76% of the equity in BCapital in the open market during the period from 28 July 1999 to 12 October 1999 for a net consideration of approximately RM26.0 million or an average of RM1.67 per share.
- (7) On 16 December 1999, the Company completed the acquisition of 3,570,000 ordinary shares of RM1.00 each representing 51% equity interest in Cosda (M) Sdn Bhd ("CMSB") for a total consideration of RM2.08 million or at approximately RM0.58 per share. CMSB owns thirty-one parcels of adjoining land totalling approximately 53.74 acres in the vicinity of Batu Ferringhi, Penang.
- (8) On 3 March 1999, BLand announced the proposed conversion of some of BLand Group's existing bank loans into new BLand Irredeemable Convertible Unsecured Loan Stocks ("BLB ICULS 1999/2009") and shares ("Proposed Debt Conversion"). An aggregate amount of approximately RM900 million, comprising loans and interests to be capitalised, which were granted for investment purposes only, are considered in the Proposed Debt Conversion .

Upon the completion of the Proposed Debt Conversion, BLand proposes to implement an offer for sale of BLB ICULS 1999/2009 to all the shareholders of BLand other than the Company, the holding company of BLand. The consensus of the lenders will be sought to participate in the Proposed Offer For Sale ("POFS") proportionately to the number of ICULS held by them.

As an integral part of the Proposed Debt Conversion exercise, BLand will grant "put" and "call" options for the BLB ICULS 1999/2009 while the Company has also agreed to grant "put" and "call" options for the BLand shares, to the lenders over a period of five years to facilitate the lender's divestment of the ICULS and shares.

On 30 April 1999, BLand announced that several creditors have agreed in principle to convert their respective debts into BLB ICULS 1999/2009. The terms of the BLB ICULS 1999/2009 to be issued to the creditors will be similar to those BLB ICULS 1999/2009 to be issued to the financial institutions except that there will not be any "put" and "call" arrangements and the creditors will not be involved in the Proposed Offer for Sale. It is expected that not more than RM50 million of the creditors' debts will be involved in this exercise and these debts together with the bank loans would not exceed RM900 million of debts to be converted into BLB ICULS 1999/2009 and ordinary shares.

On 4 June 1999, BLand announced an increase in the aggregate quantum of the Proposed Debt Conversion from RM900 million to approximately up to RM1.2 billion to cater for new participation from additional lenders and creditors. This will mainly involve two of the operating companies within BLand Group, namely, New Pantai Expressway Sdn Bhd ("NPE") and Dian Kristal Sdn Bhd. It was also announced that the Turnkey Consortium of NPE has agreed to offer RM30 million nominal value of BLB ICULS 1999/2009 under the POFS in addition to those offered by the lenders.

On 13 August 1999, BLand announced that the Securities Commission approved the Proposed Debt Conversion on 9 August 1999. A total of 64,516,129 new BLand shares will be issued, at an issue price of RM1.55 per share, for the Proposed Debt Conversion and these BLand shares will be the subject of the above "put" and "call" option granted by the Company. The issue price of the BLB ICULS 1999/2009 will be RM1.00 but the conversion price will be RM1.60.

**36 SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)****(A) COMPLETED EVENTS (continued)**

- (8) The Company has proposed to assume the put option, previously proposed to be granted by BLand, in respect of the remaining BLB ICULS 1999/2009 after the POFS and BLand will assign its call option to the Company. The indicative bases for the POFS shall be RM3.00 nominal amount of BLB ICULS 1999/2009 for two existing BLand shares held or RM4.70 nominal amount of BLB ICULS 1996/2001 held on an entitlement date to be announced in due course.

The Proposed Debt Conversion was completed and the BLB ICULS 1999/2009 and new BLand shares were allotted on 31 December 1999. The BLB ICULS 1999/2009 and new BLand shares were listed on the Main Board of the Kuala Lumpur Stock Exchange on 14 January 2000.

The POFS was closed on 11 April 2000 and was allotted to successful applicants within 20 market days from 11 April 2000 to 10 May 2000.

- (9) On 26 July 1999, the Company announced that its wholly owned subsidiary company, Garima Holdings Sdn Bhd, has agreed to dispose of a total of 40.0 million ordinary shares of RM1.00 each representing approximately 11.7% of the issued and paid-up share capital of Cosway Corporation Berhad ("Cosway Corp") to Y. Bhg Dato' Samsudin bin Abu Hassan for a total cash consideration of RM84.0 million or at RM2.10 per share.

On 26 January 2000, the Company announced that Garima Holdings Sdn Bhd has served the notice of termination of the agreement as the transaction has not been consummated.

- (10) On 27 April 2000, the Company completed the following agreements with Ezyhealth Asia Pacific Pte Ltd ("Ezyhealth Singapore"):-
- (a) subscription of 11,111,111 new preference shares (series A) of S\$0.05 each of Ezyhealth Singapore at an issue price of SGD0.27 per preference share for a total cash consideration of SGD2,999,999.97; and
  - (b) subscription of 2,940,000 new ordinary shares of RM1.00 each representing 49% of the joint venture company, Ezyhealth Malaysia Sdn Bhd ("Ezyhealth Malaysia"), at an issue price of RM1.70 per share for a total cash consideration of RM4,998,000.

Ezyhealth Singapore owns and operates a vertical internet portal for medical, healthcare, fitness and beauty-related content. Ezyhealth Malaysia was incorporated to undertake the business of an internet portal providing information, e-commerce content and related services.

- (11) On 28 April 2000, BCapital completed the acquisition of 22,500,000 ordinary shares of RM1 each, representing 30% equity interest in Berjaya General Insurance Berhad ("BGI") for a total cash consideration of RM6,750,000. Consequently, BGI became a wholly owned subsidiary company of BCapital.

**(B) EVENTS PENDING COMPLETION**

- (1) On 17 August 1999, the Company announced the acquisition of 2,040,000 ordinary shares of RM1.00 each representing 51% equity interest in Danau Kerjaya Sdn Bhd ("DKSB") for a total consideration of RM8.44 million or at approximately RM4.14 per share, and the advancement of proportionate shareholders' loan of approximately RM8.56 million. DKSB owns two parcels of irregular-shaped freehold land, measuring approximately 12.91 acres within the exclusive Damansara Heights area in Kuala Lumpur.

**36 SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)****(B) EVENTS PENDING COMPLETION (continued)**

- (2) On 16 December 1999, Dunham-Bush (Malaysia) Bhd (“DBM”) announced the proposal of a rights issue of up to a maximum of 34,595,248 new ordinary shares of RM1.00 each (“Rights Shares”) with up to a maximum of 34,595,248 free detachable warrants (“Warrants”) to be allotted on the following basis :-
- (a) one Rights Share with one free Warrant attached for every two existing ordinary shares of RM1.00 each held in DBM; and
  - (b) one Rights Share with one free Warrant attached for every RM2 nominal amount of 5% irredeemable convertible unsecured loan stocks 1997/2002 (“DBM ICULS”) held in DBM at an issue price of RM1.25 per Rights Share (“Proposed Rights Issue”).

The Warrants may be exercised at any time within the period commencing on the date of issue of the Warrants and ending on a date being 10 years from the date of issue of the Warrants. Warrants not exercised during this period will thereafter lapse and become void.

On 21 June 2000, DBM announced that it had been informed by the Securities Commission (“SC”) that the SC was not agreeable to the DBM ICULS holders’ participation in DBM’s Proposed Rights Issue. However, the SC was prepared to consider the Proposed Rights Issue to existing shareholders on a revised basis in order to raise sufficient funds for DBM.

On 29 June 2000, DBM announced that the Proposed Rights Issue be revised to a rights issue of up to a maximum 47,189,998 new ordinary shares on the basis of one Rights Share for every one existing share held at an issue price to be determined at a later date.

On 31 July 2000, DBM announced that it had received the approval of SC for the revised Proposed Rights Issue of up to 48,784,164 new ordinary shares of RM1 each on the basis of one Rights Share for every one existing share held.

On 21 August 2000, DBM announced that its Board of Directors had fixed the issue price of the Proposed Rights Issue at RM1.15 per share.

The approval from the shareholders of DBM for the proposed Rights Issue was obtained at an Extraordinary General Meeting held on 18 September 2000.

- (3) On 16 February 2000, the Company announced that its wholly owned subsidiary company, Berjaya Soutex Sdn Bhd has received an offer from Dewangsa Holdings Sdn Bhd (“Dewangsa”) to subscribe for 600,000 ordinary shares representing a 60% equity interest in the enlarged share capital of the said company.

Dewangsa’s principal asset is its investment in South Island Garment Sdn Bhd, which is principally involved in manufacture and sale of garments.

- (4) On 31 March 2000, the Company announced that it has entered into a Conditional Share Sale Agreement with the shareholders of MBJ Co-Loaders Sdn Bhd (“MBJ”) for the acquisition of 600,000 ordinary shares of RM1.00 each representing 60% of the enlarged share capital of MBJ for a cash consideration of RM5.1 million or at RM8.50 per share. The MBJ shares shall be acquired free from all encumbrances and with all rights attaching thereto.

Prior to the Company’s proposed acquisition, MBJ will undertake a merger exercise with another courier company. Upon completion of the proposed merger exercise, the paid-up capital of MBJ will be enlarged to RM1,000,000 comprising 1,000,000 ordinary shares of RM1.00 each.

**36 SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)****(B) EVENTS PENDING COMPLETION (continued)**

- (5) On 21 April 2000, CoswayCorp announced that its wholly owned subsidiary company, Cosway (M) Sdn Bhd ("Cosway") intends to form a joint venture company, to be named eCosway.com Sdn Bhd ("eCosway"), with MOL.COM Berhad (formerly known as Dijaya Enterprise Bhd) ("MOL"). Cosway will hold 60%, while MOL will hold the balance 40% stake, of the proposed share capital of RM8 million in eCosway. The principal activity of eCosway will be direct selling of consumer products via the Internet.
- (6) On 28 April 2000, Portal Access Sdn Bhd, a 73% owned subsidiary company of BLand entered into a conditional sale and purchase agreement with Gold Coin Investments Pte Ltd ("Vendor") for the acquisition of a total 19,001,000 ordinary shares of RM1.00 each representing approximately 45.78% equity interest in Gold Coin (Malaysia) Berhad ("GCM") for a cash consideration of RM105 million or at about RM5.53 per share.

The principal activity of GCM is that of an investment holding company, whilst its subsidiary and associated companies are principally involved in manufacturing of flour and animal feeds, and distribution of pharmaceutical products. GCM is listed on the Main Board of the Kuala Lumpur Stock Exchange.

The balance of the purchase consideration of RM90.0 million shall be payable by 31 October 2000 after all conditions precedent have been fulfilled.

As an integral part of the Proposed Acquisition, GCM proposes to carry out an internal restructuring exercise whereby the company will dispose certain of its operating companies to the Vendor for a cash consideration of RM 104 million and the settlement by the Vendor of all inter-company debts. Upon completion of the internal restructuring exercise, GCM's remaining business will be in manufacturing of flour and animal feeds.

**37 SIGNIFICANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE****(A) COMPLETED EVENT**

- (1) On 5 May 2000, Carlovers Carwash Limited ("Carlovers"), a 72.6% owned subsidiary company of the Group, completed the acquisition from Berjaya Group (Aust) Pty Ltd, a wholly owned subsidiary company of the Group, its 60% stake in Video Ezy Australasia Pty Ltd ("Video Ezy") for a purchase consideration of AUD11,000,000. The purchase consideration was satisfied by the issue of 39,285,714 new Carlovers shares, thus resulting in the Group's equity interest in Carlovers to be increased from 72.6% to 88.4%.

Carlovers is a public company that is listed on the Australian Stock Exchange.

**37 SIGNIFICANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE (CONTINUED)****(A) COMPLETED EVENT (continued)**

(2) On 10 September 1999, Unza Holdings Berhad ("Unza") announced the following:-

- (a) the proposed acquisition by Unza of the entire issued and paid-up share capital of Berjaya Unza Holdings (BVI) Ltd ("BUH") from related parties, for a total purchase consideration of RM75,000,000 to be wholly satisfied by an issue of 12,931,034 new ordinary shares of RM1.00 each in Unza at an issue price of RM5.80 per share.

On 1 June 2000, Unza completed the acquisition of BUH. Consequently, Unza's issued and paid up share capital increased from RM14,809,000 comprising 14,809,000 ordinary shares of RM1.00 each to RM27,740,034 comprising 27,740,034 ordinary shares of RM1.00 each.

- (b) the proposed bonus issue of 27,740,034 new ordinary shares of RM1.00 each in Unza on the basis of one new shares for every one existing share held.

On 20 July 2000, Unza completed the bonus issue of 27,740,034 ordinary shares of RM1.00 each, and as a consequence, Unza's issued and paid up share capital increased to RM55,480,068 comprising 55,480,068 ordinary shares of RM1.00 each.

- (c) the proposed issue of up to 13,600,000 new ordinary shares of RM1.00 each to the following parties :-

- (i) 10,000,000 new ordinary shares of RM1.00 each to Bumiputera investors to be nominated and approved by Ministry of International Trade and Industry ("Special Issue"); and
- (ii) up to 3,600,000 new ordinary shares of RM1.00 each to eligible directors and employees of the enlarged Unza Holdings Berhad Group ("Restricted Issue") on a non-renounceable basis.

On 21 July 2000, Unza completed the allotment of 6,780,000 under the Special Issue and 2,814,000 under the Restricted Issue resulting in Unza's issued and paid up share capital being increased to RM65,074,068, comprising 65,074,068 ordinary shares of RM1.00 each.

On 28 August 2000, a further 2,500,000 shares under the Special Issue were allotted resulting in Unza's issued and paid up share capital being increased to RM67,574,068, comprising 67,574,068 ordinary shares of RM1.00 each. The balance of 720,000 ordinary shares under the Special Issue is pending completion.

**(B) EVENTS PENDING COMPLETION**

- (1) On 2 June 2000, the Company announced that it has entered into a Subscription Agreement for the proposed subscription of 1,100,000 new ordinary shares of RM1.00 each representing 55% controlling stake in MY2020.com Sdn Bhd ("MY2020.com") for a cash consideration of RM1,232,000 or at RM1.12 per share ("Proposed Subscription").

MY2020.com is a joint venture with MOL which will subscribe for 700,000 new ordinary shares of RM1.00 each representing 35% stake in MY2020.com for a cash consideration of RM784,000 or at RM1.12 per share.

**37 SIGNIFICANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE (CONTINUED)****(B) EVENTS PENDING COMPLETION (continued)**

- (1) The principal activity of MY2020.com is that of a service provider to operate a B2B hub principally for the Berjaya group of companies and its associates. It is envisaged that this hub would serve as the future platform for Berjaya group of companies in its supply chain and distribution management, commerce, knowledge management and customer relationship management.

The authorised share capital of MY2020.com will be increased from RM100,000 to RM5.0 million divided into 5,000,000 ordinary shares of RM1.00 each with the issued and paid-up share capital to be enlarged to RM2.0 million.

- (2) On 11 July 2000, Unza announced that it has entered into Sale and Purchase Agreements for the following inter-conditional proposals :-
- (i) proposed acquisition by Unza (Malaysia) Sdn Bhd, a wholly owned subsidiary company of Unza, of 100% stake in Gervas Corporation Sdn Bhd ("Gervas") for a consideration of RM37.0 million to be satisfied by an issue of 3.23 million new ordinary shares of RM1.00 each in Unza at an issue price of RM5.00 per share and RM20.85 million cash;
  - (ii) proposed acquisition by Unza of 100% stake in Formapac Sdn Bhd for a consideration of RM11.0 million to be satisfied by an issue of 0.961 million new Unza Shares at an issue price of RM5.00 per share and RM6.195 million cash; and
  - (iii) proposed acquisition by Berjaya Unza Holdings (BVI) Limited, a wholly owned subsidiary company of Unza, of all rights, title and interests in the relevant trademarks of Gervas for a consideration of RM15.0 million to be satisfied by an issue of 1.309 million new Unza shares at an issue price of RM5.00 per share and RM8.455 million cash.
- (3) On 11 July 2000, the Company announced that Roadhouse Grill, Inc. of USA ("Roadhouse Grill"), a subsidiary company of the Group, has entered into a joint venture agreement with Cremonini S.p.A ("Cremonini Group") to develop Roadhouse Grill restaurants in Europe.

The Cremonini Group is a leading, publicly traded, Italian Conglomerate, specializing in the food services industry in Europe. It is one of Europe's largest food groups with over 4,300 employees. The Cremonini Group has an excellent reputation and history of outstanding performance in the restaurant and food services industry, including the operation of the legendary Harry's Bar in Rome.

The Cremonini Group will be exclusively in charge of developing the chain in Europe through directly managed and franchised restaurants, while Roadhouse Grill will confer its brand for Europe. It plans to open the first Roadhouse Grill restaurant in Rome, Italy in the first quarter of 2001 and to operate a minimum of 60 Roadhouse Grill restaurants in Italy, France, Germany, Spain, Great Britain and other principal European countries by the year 2004.

**37 SIGNIFICANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE (CONTINUED)****(B) EVENTS PENDING COMPLETION (continued)**

- (4) On 14 July 2000, the Company announced that it has entered into a joint venture agreement with Informatics Holdings Ltd and Tadmansori Holdings Sdn Bhd for the proposed setting up of a private university in Bukit Tinggi Resort, Bentong, Pahang Darul Makmur, which will specialise in providing information technology, computer and computer related education ("Proposed University").

The Proposed University's main campus will be constructed at Bukit Tinggi Resort, Bentong, Pahang Darul Makmur on the land owned by United Approach Sdn Bhd ("UASB"), a subsidiary company of the Company. UASB owns 2 plots of commercial and residential leasehold land with a total land area of approximately 173.32 acres ("UASB Land"). All or part of the UASB Land will be used as the site for the Proposed University's main campus.

A new joint-venture company ("JVC") will be formed with an initial paid-up capital of between the range of RM5,000,000 to RM10,000,000 comprising ordinary shares of RM1.00 each.

The Company's equity participation in the JVC will be up to 30%, which the Company proposes to finance through internally generated funds and/or borrowings.

- (5) On 3 August 2000, the Company announced that it has received an offer from Global Empires Sdn Bhd ("Global Empires") to subscribe a total of 999,990 new ordinary shares of RM1.00 each in Global Empires for a total cash consideration of RM999,990 or at RM1.00 per share ("Proposed Subscription"), subject to the completion of the proposed acquisition by Global Empires of Convenience Shopping Sdn Bhd ("CSSB") from Antah Holdings Berhad ("Antah") for a total consideration of RM80,000,000.

Global Empires has on 11 July 2000 entered into a Share Sale Agreement ("SSA") to acquire 5,000,000 ordinary shares representing 100% equity interest in CSSB from Antah for a total cash consideration of RM80,000,000 ("Proposed CSSB Acquisition").

CSSB has the right to use the 7-Eleven trademark and the 7-Eleven systems throughout Malaysia.

**37 SIGNIFICANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE (CONTINUED)****(B) EVENTS PENDING COMPLETION (continued)**

(6) On 8 September 2000, the Company announced the followings :-

- (a) proposed two-call renounceable rights issue ("P2CRI") of approximately 1.4 billion new ordinary shares ("RShares") of RM1.00 each at par in the Company to shareholders and irredeemable convertible unsecured loan stocks ("BGB ICULS 1999/2009") holders of the Company on the following basis :-
  - (i) five RShares for every seven existing ordinary shares held; and
  - (ii) five RShares for every RM7.00 nominal amount of BGB ICULS 1999/2009 held.
- (b) Proposed two-call special issue of approximately 89.0 million new ordinary shares of RM1.00 each at par to Bumiputera investors ("Proposed Special Issue").

The subscription price for the P2CRI of RM1.00 per share is payable in "two-call" as follows :-

- (i) the first call of RM0.50 per share will be payable in cash on application; and
- (ii) the second call of RM0.50 per share will be capitalised out of the share premium account of the Company (i.e. the Company shareholders and BGB ICULS 1999/2009 holders will not have to bear any further cash payment after the First Call).

The P2CRI will involve the issuance by the Company of approximately 1.4 billion RShares at par. The P2CRI is expected to raise approximately RM685.8 million.

The Proposed Special Issue will be made on a "two-call" basis similar to that of the P2CRI, which is RM0.50 payable upon application, and the balance RM0.50 is to be credited from the share premium account of the Company. The Proposed Special Issue will effectively raise approximately RM44.5 million.

The P2CRI and Proposed Special Issue are not inter-conditional upon each other. The proposals are expected to raise a total of RM730.3 million and this is intended for the reduction of intercompany borrowings, settlement of the consideration for the proposed acquisition of CSSB, working capital and acquisition of established income generating assets.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>SUBSIDIARIES:</b>				
<b>Subsidiaries of the Company</b>				
Berjaya Bandartex Sdn Bhd	Malaysia	100.0	100.0	Garment manufacturer.
Berjaya Capital Berhad	Malaysia	65.0 <sup>a</sup>	78.2	Investment holding.
Berjaya Carlovers (M) Sdn Bhd	Malaysia	75.0	75.0	Operator of self-service carwash centres.
Berjaya Coffee Company (M) Sdn Bhd	Malaysia	100.0	100.0	Operation of coffee outlets.
Berjaya Corporation (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Corporation (S) Pte Ltd *	Singapore	100.0	100.0	Marketing agent.
Berjaya Cosway (Overseas) Sdn Bhd	Malaysia	100.0	100.0	Provision of management services.
Berjaya Education Sdn Bhd	Malaysia	60.0	60.0	Provision of education and professional training services.
Berjaya Group Capital (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Group (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Knitex Sdn Bhd	Malaysia	100.0	100.0	Knitted fabrics manufacturer.
Berjaya LeRun Industries Berhad	Malaysia	100.0	100.0	Manufacture and sale of bicycles and accessories.
Berjaya Premier Restaurants Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Registration Services Sdn Bhd	Malaysia	100.0	100.0	Share registration and mailing services.
Berjaya Retail Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Berjaya Roadhouse Grill Pte Ltd#	Singapore	100.0	100.0	Dormant.
Berjaya Roadhouse Grill Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Berjaya Roasters (M) Sdn Bhd	Malaysia	100.0	100.0	Mid-casual dining restaurant operator.
Berjaya Ross Systems Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Software Services Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Berjaya Soutex Sdn Bhd	Malaysia	100.0	100.0	Investment holding, manufacture and sale of yarn.
Berjaya Synthetic Fibre Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Berjaya Systems Integrators Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Berjaya Wood Furniture (Malaysia) Sdn Bhd	Malaysia	100.0	100.0	Manufacture and sale of furniture.
Bizurai Bijak (M) Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Bukit Pinang Leisure Sdn Bhd	Malaysia	100.0	100.0	Property development.
Cosda (M) Sdn Bhd*	Malaysia	51.0	-	Property development.

a - The total equity interests held by the Group is 65.0% and it is held by the following group companies

(i) Berjaya Group Berhad	32.06%
(ii) Juara Sejati Sdn Bhd	14.67%
(iii) Bizurai Bijak (M) Sdn Bhd	17.95%
(iv) Garima Holdings Sdn Bhd	0.31%

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>SUBSIDIARIES:</b>				
<b>Subsidiaries of the Company (Continued)</b>				
Cosway Corporation Berhad*	Malaysia	69.7b	71.4	Investment holding.
Espeetex Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
E.V.A. Management Sdn Bhd	Malaysia	100.0	100.0	Provision of management services.
Finewood Forest Products Sdn Bhd	Malaysia	100.0	100.0	Manufacture and sale of moulded timber and other related timber products.
Flywheel Rubber Works Sdn Bhd	Malaysia	85.0	85.0	Property investment.
Garima Holdings Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Graphic Press Group Sdn Bhd	Malaysia	56.8	60.0	Printing and packaging.
Gribbles Pathology (Malaysia) Sdn Bhd	Malaysia	-	70.0	Investment holding and provision of pathology services.
Inai Jaya Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Inter-Pacific Communications Sdn Bhd	Malaysia	100.0	100.0	Advertising and public relations.
Inter-Pacific Development Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Inter-Pacific Financial Services Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Inter-Pacific Trading Sdn Bhd	Malaysia	70.0	70.0	General trading.
IRIS Technologies (M) Sdn Bhd	Malaysia	50.5 c	50.5	Smartcard design and manufacturing.
Juara Sejati Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Kalimas Sendirian Berhad	Malaysia	100.0	100.0	Property development.
Knitwear Fashion (Kedah) Sdn Bhd	Malaysia	100.0	100.0	Property investment and rental of property.
Ralmal Development Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Rangkaian Sejahtera Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Sesistem Angkut Sdn Bhd	Malaysia	100.0	100.0	Transportation services and investment holding.
Shinca Electronics Sdn Bhd* (formerly known as Shinca Sdn Bhd)	Malaysia	95.0	95.0	Manufacture of computer monitors and related products and assembling and testing of audio, visual and communication products.

b- The total equity interests held by the Group is 69.7% and it is held by the following group companies

(i) Garima Holdings Sdn Bhd	48.52%
(ii) Juara Sejati Sdn Bhd	17.04%
(iii) Bizurai Bijak (M) Sdn Bhd	4.11%

c - The total equity interests held by the Group is 50.5% and it is held by the following group companies

(i) Berjaya Group Berhad	40.07%
(ii) Bizurai Bijak (M) Sdn Bhd	10.45%

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>SUBSIDIARIES:</b>				
<b>Subsidiaries of the Company (Continued)</b>				
South Pacific Textiles Industries (Singapore) Pte Ltd#	Singapore	100.0	100.0	Garment export agency.
Teras Mewah Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
United Approach Sdn Bhd	Malaysia	50.1	60.0	Operation of a private college.
Wangsa Tegap Sdn Bhd	Malaysia	100.0	100.0	Property investment and rental of properties.
<b>Subsidiaries of Berjaya Capital Berhad</b>				
Berjaya General Insurance Berhad*	Malaysia	100.0	70.0	General insurance.
Cahaya Nominees (Tempatan) Sdn Bhd*	Malaysia	100.0	100.0	Custodian services.
Inter-Pacific Capital Sdn Bhd	Malaysia	89.5	89.5	Investment holding.
Prime Credit Leasing Sdn Bhd*	Malaysia	100.0	100.0	Hire purchase, lease and loan financing.
Rantau Embun Sdn Bhd	Malaysia	100.0	100.0	Dormant.
The Tropical Veneer Company Berhad	Malaysia	100.0	100.0	Dormant.
<b>Subsidiaries of Inter-Pacific Capital Sdn Bhd</b>				
Ambilan Imej Sdn Bhd	Malaysia	99.9	99.9	Property investment.
Inter-Pacific Futures Sdn Bhd	Malaysia	100.0	100.0	Futures brokers.
Inter-Pacific Management Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Inter-Pacific Securities Sdn Bhd	Malaysia	100.0	100.0	Stockbroking.
Embun Bebas Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Eng Securities Sdn Bhd	Malaysia	100.0	100.0	Stockbroking.
<b>Subsidiaries of Inter-Pacific Securities Sdn Bhd</b>				
Inter-Pacific Equity Nominees (Asing) Sdn Bhd	Malaysia	100.0	100.0	Nominee services.
Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd	Malaysia	100.0	100.0	Nominee services.
Inter-Pacific Portfolio Managers Sdn Bhd	Malaysia	100.0	100.0	Fund management.
<b>Subsidiaries of Eng Securities Sdn Bhd</b>				
Eng Nominees (Asing) Sdn Bhd	Malaysia	100.0	100.0	Nominee services.
Eng Nominees (Tempatan) Sdn Bhd	Malaysia	100.0	100.0	Nominee services.
<b>Subsidiaries of Berjaya Corporation (Cayman) Limited</b>				
Berjaya Corporation (Netherlands Antilles) N. V.	Netherlands Antilles	-	100.0	Dormant. (De-registered as a company)

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>SUBSIDIARIES:</b>				
<b>Subsidiaries of Berjaya Corporation (Cayman) Limited (Continued)</b>				
Berjaya Trading (UK) Ltd#	United Kingdom	100.0	100.0	Dormant.
J.L. Morison Son & Jones (Malaya) Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Lindwood Holdings Limited	British Virgin Islands	-	100.0	Investment holding. (De-registered as a company)
<b>Subsidiaries of Berjaya Group (Cayman) Limited</b>				
Berjaya Forest Products (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Group Equity (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Investment (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Manufacturing (HK) Limited*	Hong Kong	100.0	100.0	Dormant.
Berjaya Roasters (UK) Limited#	United Kingdom	100.0	100.0	Dormant.
Berjaya Timber Industries (Guyana) Ltd*	Guyana	100.0	100.0	Timber logging.
Berjaya Group Portfolio (Cayman) Limited (formerly known as Berjaya Wood Marketing (Cayman) Limited)	Cayman Islands	100.0	100.0	Investment holding.
Carlovers Carwash Limited*	Australia	72.6	55.0	Operation of self-service carwash centres.
Carlovers International Limited	Cayman Islands	51.0	51.0	Owner, operator and franchisor of "Carlovers Carwash".
Carlovers Specialty Products Pte Ltd *	Australia	51.0	51.0	Trading and distribution of "Carlovers" car care products.
Roadhouse Grill Inc.*	United States of America	62.2	62.2	Owner, operator and franchisor of "Roadhouse Grill Restaurants".
Roadhouse Grill Asia Pacific (HK) Limited*	Hong Kong	100.0	100.0	Owner, operator and franchisor of the "Roadhouse Grill Restaurant" chains in Asia Pacific region.
Roasters Asia Pacific (HK) Limited #	Hong Kong	100.0	100.0	Owner, operator and franchisor of the "Kenny Rogers Roasters Restaurant" chain for Asia Pacific region.
Roasters Corp.*	United States of America	73.5	73.5	Dormant.
STAR Harbour Timber Company Limited *	Solomon Islands	100.0	100.0	Dormant.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Berjaya Group (Cayman) Limited (Continued)</b>				
Syntax Limited*	Hong Kong	100.0	100.0	Dormant.
Wireless Telecom Limited	Cayman Islands	55.0	55.0	Marketing of satellite and wireless communication products.
<b>Subsidiary of Berjaya Forest Products (Cayman) Limited</b>				
Taiga Forest Products Ltd*	Canada	59.9	59.9	Wholesale distribution of lumber and panel products.
<b>Subsidiaries of Taiga Forest Products Ltd</b>				
548421 British Columbia Ltd*	Canada	100.0	100.0	Property investment.
Envirofor Preservers (B.C.) Ltd*	Canada	100.0	100.0	Pressure treating of wood.
Dynamic Forest Products Ltd* (formerly known as 1363463 Ontario Inc)	Canada	100.0	-	Wholesale of lumber.
<b>Subsidiary of Envirofor Preservers (B.C.) Ltd</b>				
548422 British Columbia Ltd*	Canada	100.0	100.0	Property investment.
<b>Subsidiaries of Berjaya Group Equity (Cayman) Limited</b>				
Healthcare Holdings (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Group (Aust) Pty Ltd#	Australia	100.0	100.0	Investment holding.
Video Ezy International Ltd	Cayman Islands	-	60.0	Investment holding.
<b>Subsidiary of Berjaya Group (Aust) Pty Ltd</b>				
Video Ezy Australasia Pty Limited *	Australia	60.0	60.0	Investment holding.
<b>Subsidiaries of Video Ezy Australasia Pty Ltd</b>				
Video Ezy International Ltd	Cayman Islands	100.0	-	Investment holding.
Video Ezy (M) Sdn Bhd	Malaysia	100.0	-	Operation of video rental outlets.
<b>Subsidiary of Carlovers International Limited</b>				
Carlovers International Services Pty Ltd *	Australia	100.0	100.0	Provision of management services.
<b>Subsidiaries of Roadhouse Grill Asia Pacific (HK) Limited</b>				
Roadhouse Grill Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Franchisor of the "Roadhouse Grill Restaurant" chains.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Roadhouse Grill Asia Pacific (HK) Limited (Continued)</b>				
Roadhouse Grill Asia Pacific (M) Sdn Bhd	Malaysia	100.0	100.0	Provision of management services to franchisees.
<b>Subsidiaries of Roadhouse Grill Inc</b>				
Roadhouse Grill-Commercial Inc*	United States of America	100.0	100.0	Operation of restaurant.
Roadhouse Grill of North Miami Inc*	United States of America	100.0	100.0	Operation of restaurant.
Roadhouse Grill of South Carolina Inc*	United States of America	100.0	100.0	Operation of restaurants.
Roadhouse Grill of Georgia Inc*	United States of America	100.0	100.0	Operation of restaurants.
Roadhouse Grill of New York Inc*	United States of America	100.0	100.0	Operation of restaurants.
Roadhouse Grill Property L.L.C.*	United States of America	100.0	-	Property investment.
<b>Subsidiaries of Roasters Asia Pacific (HK) Limited</b>				
Roasters Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Franchisor of the "Kenny Rogers Roasters Restaurant" chains.
Roasters Asia Pacific (M) Sdn Bhd	Malaysia	100.0	100.0	Provision of marketing services.
<b>Subsidiaries of Berjaya LeRun Industries Berhad</b>				
Berjaya Cycles Sdn Bhd	Malaysia	100.0	100.0	Manufacture and sale of bicycles and accessories.
VRS (Malaysia) Sdn Bhd (formerly known as LeRun Metal Products Sdn Bhd)	Malaysia	99.0	99.0	Property investment.
<b>Subsidiaries of Berjaya Premier Restaurants Sdn Bhd</b>				
Nadi Klasik Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Fortune Court Restaurant Sdn Bhd	Malaysia	66.9	66.9	Dormant.
Premimas Sdn Bhd	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Berjaya Ross Systems Sdn Bhd</b>				
Hyundai-Berjaya Sdn Bhd (formerly known as Powerful Impact Sdn Bhd)	Malaysia	100.0	100.0	Distribution of all kinds of passenger and commercial vehicles, provision of back-up services and selling and distribution of spare parts for its product range.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Berjaya Soutex Sdn Bhd</b>				
Oriental Garment Sdn Bhd	Malaysia	100.0	100.0	Investment holding and garment manufacturer.
Qualinit Sendirian Berhad	Malaysia	60.0	60.0	Dormant.
South Pacific Textile (HK) Limited#	Hong Kong	100.0	100.0	Dormant.
<b>Subsidiaries of Oriental Garment Sdn Bhd</b>				
Cartel Corporation Sdn Bhd	Malaysia	100.0	100.0	Trading in garments.
Sanwa Garment Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Texan (M) Sdn Bhd	Malaysia	100.0	100.0	Trading in garments.
<b>Subsidiary of Texan (M) Sdn Bhd</b>				
Texan (S) Pte Ltd*	Singapore	100.0	100.0	Dormant.
<b>Subsidiary of Bukit Pinang Leisure Sdn Bhd</b>				
Bukit Pinang Rel Sdn Bhd	Malaysia	100.0	100.0	Dormant.
<b>Subsidiaries of Finewood Forest Products Sdn Bhd</b>				
Finewood Trading Sdn Bhd	Malaysia	100.0	100.0	Trading of furniture and timber.
Finewood Marketing (UK) Ltd*	United Kingdom	70.0	70.0	Commission agents.
<b>Subsidiaries of Cosway Corporation Berhad</b>				
Berjaya HVN Sdn Bhd*	Malaysia	50.2	50.2	Distribution, sale and rental of audio/visual home entertainment products.
First Ever Marketing Sdn Bhd* (formerly known as Berjaya Sound Entertainment Sdn Bhd)	Malaysia	100.0	100.0	Sale of karaoke laser discs and video tapes.
Berjaya Unza Holdings (BVI) Limited*	British Virgin Islands	80.0	80.0	Investment holding.
Cosway (M) Sdn Bhd*	Malaysia	100.0	100.0	Direct selling of cosmetics, perfumery, fashion jewellery and other consumer products and investment holding.
Noble Creation Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Noble Karaoke Equipment Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Rapid Computer Centre (SEA) Sdn Bhd*	Malaysia	95.5	95.5	Dormant.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Cosway Corporation Berhad (Continued)</b>				
Singer (Malaysia) Sdn Bhd*	Malaysia	100.0	100.0	Marketing and selling of consumer durable products on cash, credit, hire purchase and equal payment schemes under the "Singer" trademark.
Tegas Kinta Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
The Catalog Shop Sdn Bhd*	Malaysia	100.0	100.0	Retailing of consumer products on cash and equal payment scheme.
<b>Subsidiaries of Berjaya HVN Sdn Bhd</b>				
Direct Vision Sdn Bhd*	Malaysia	100.0	100.0	Sale and rental of audio/visual home entertainment products.
Berjaya HVN (S) Pte Ltd*	Singapore	100.0	-	Sale and rental of audio/visual home entertainment products.
<b>Subsidiary of Noble Creation Sdn Bhd</b>				
Unza Holdings Berhad*	Malaysia	56.0d	56.0	Investment holding and provision of management services.
<b>Subsidiaries of Berjaya Unza Holdings (BVI) Limited</b>				
Unza Cathay Limited*	Hong Kong	100.0	100.0	Trading in personal care and household products.
Unza Company Pte Ltd*	Singapore	100.0	100.0	Trading in personal care and household products.
Unza (China) Limited*	Hong Kong	100.0	100.0	Investment holding and trading
Unza Indochina Pte Ltd*	Singapore	70.0	70.0	Investment holding and trading of personal care and household products.
<b>Subsidiary of Unza (China) Limited</b>				
Dongguan Unza Consumer Products Ltd*	People's Republic of China	100.0	100.0	Manufacture of personal care and household products.
d - The total equity interests held by the Group is 68.9% and it is held by the following group companies				
(i) Noble Creation Sdn Bhd		56.00%		
(ii) Bizurai Bijak (M) Sdn Bhd		10.37%		
(iii) Berjaya Land Development Sdn Bhd		2.59%		

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiary of Unza Indochina Pte Ltd</b>				
Unza Vietnam Company Ltd*	Vietnam	100.0	100.0	Manufacturing and marketing of personal care and household products in Vietnam.
<b>Subsidiaries of Cosway (M) Sdn Bhd</b>				
Cosway (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Cosway (S) Pte Ltd*	Singapore	100.0	100.0	Dormant.
Juara Budi Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Kimia Suchi Sdn Bhd*	Malaysia	82.0	82.0	Manufacture and trading of washing detergents.
Rank Distributors Sdn Bhd*	Malaysia	60.0	60.0	Trading in pharmaceutical products.
<b>Subsidiaries of Cosway (Cayman) Limited</b>				
Cosway Argentina S.R.L.*	Argentina	90.0	90.0	Dormant.
Cosway Colombia Ltda.*	Colombia	90.0	90.0	Dormant.
Cosway De Mexico, S.A. De C.V.*	Mexico	95.0	95.0	Direct selling and trading in consumer products.
Cosway De Venezuela C.A.*	Venezuela	90.0	90.0	Dormant.
Cosway Do Brasil Ltda.*	Brazil	99.0	99.0	Direct selling and trading in consumer products.
Cosway International Limited#	Hong Kong	100.0	100.0	Dormant.
Cosway, Inc.	United States of America	100.0	100.0	Dormant.
Cosway Peru, S.R. Ltda.*	Peru	96.0	96.0	Dormant.
Cosway (Philippines) Inc.*	Philippines	95.0	95.0	Direct selling and trading in consumer products.
Cosway Portugal Imports and Exports Ltd*	Portugal	90.0	90.0	Dormant.
Cosway (UK) Limited	United Kingdom	100.0	100.0	Dormant.
<b>Subsidiary of Juara Budi Sdn Bhd</b>				
Stephens Properties Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
<b>Subsidiary of Stephen Properties Sdn Bhd</b>				
Stephens Properties Management Corporation Sdn Bhd*	Malaysia	100.0	100.0	Property management services.
<b>Subsidiary of Kimia Suchi Sdn Bhd</b>				
Kimia Suchi Marketing Sdn Bhd*	Malaysia	100.0	100.0	Trading in washing detergents.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Unza Holdings Berhad</b>				
Manufacturing Services Sendirian Berhad*	Malaysia	100.0	100.0	Manufacturing of personal care and household products.
Unza (Malaysia) Sdn Bhd*	Malaysia	100.0	100.0	Marketing of personal care and household products.
<b>Subsidiaries of Unza (Malaysia) Sdn Bhd</b>				
Aslam (M) Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Care Concept (M) Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
UAA (M) Sdn Bhd*	Malaysia	100.0	100.0	Distribution of personal care and household products.
<b>Subsidiary of Noble Karaoke Equipment Sdn Bhd</b>				
Dunham-Bush (Malaysia) Bhd*	Malaysia	57.6e	57.8	Investment holding and provision of management services.
<b>Subsidiaries of Dunham-Bush (Malaysia) Bhd</b>				
Anemostat Topgroup Sdn Bhd*	Malaysia	86.5	86.5	Manufacturing and trading of air diffusion, air distribution, air filtration and sound attenuation products.
Dunham-Bush International Limited *	Hong Kong	100.0	100.0	Sales, installation, servicing and repairing of air-conditioning and refrigeration products.
Dunham-Bush Holdings (HK) Limited *	Hong Kong	100.0	100.0	Investment holding.
Dunham-Bush Industries Sdn Bhd*	Malaysia	100.0	100.0	Manufacture and trading in air-conditioning and refrigeration equipment for commercial and industrial application.
Dunham-Bush International Pte Ltd *	Singapore	100.0	100.0	Distribution and trading in air-conditioning and refrigeration equipment for commercial and industrial application.
Dunham-Bush International (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.

e - The total equity interests held by the Group is 57.8% and it is held by the following group companies

(i) Noble Karaoke Equipment Sdn Bhd	57.64%
(ii) Juara Sejati Sdn Bhd	0.19%

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Dunham-Bush (Malaysia) Bhd (Continued)</b>				
Dunham-Bush Sales & Services Sdn Bhd*	Malaysia	100.0	100.0	Sale, distribution and installation of large commercial air-conditioning and refrigeration equipment.
Dunham-Bush Yantai Co Ltd *	People's Republic of China	55.0	55.0	Manufacture and trading in air-conditioning and refrigeration equipment for commercial and industrial application.
Topaire Sdn Bhd*	Malaysia	85.4	85.4	Manufacture and trading in small commercial and residential air-conditioning products.
Topgroup Data-Aire Sdn Bhd*	Malaysia	85.0	85.0	Manufacture and trading in environmentally closed controlled air-conditioning equipment for special applications.
Topgroup M&E Service Sdn Bhd*	Malaysia	60.0	60.0	Air-conditioning services and sale of spare parts.
Topgroup Polacel Sdn Bhd*	Malaysia	100.0	100.0	Design, engineering and manufacture of wet cooling towers of mechanical draft type for commercial and industrial applications.
Topaire Sales & Services Sdn Bhd*	Malaysia	60.0	60.0	Trading and servicing of commercial and residential air-conditioning and refrigeration equipment.
Ventiair Sdn Bhd*	Malaysia	100.0	100.0	Manufacture and trading in ventilation products.
<b>Subsidiaries of Dunham-Bush International Limited</b>				
Dunham-Bush Services Company Limited*	Hong Kong	90.0	90.0	Servicing, repairing and retro-fitting of air-conditioning equipment and systems.
Top-Aire Air-Conditioning (China) Limited*	Hong Kong	100.0	100.0	Sale and distribution of air-conditioning and refrigeration equipment.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Dunham-Bush International Pte Ltd</b>				
Dunham-Bush Sales & Services (S) Pte Ltd*	Singapore	100.0	100.0	Sale, distribution and installation of commercial and residential air-conditioning products.
Dunham-Bush International (Europe) BV*	The Netherlands	100.0	100.0	Sale, distribution and installation of commercial and residential air-conditioning products.
Dunham-Bush International (Africa) Pty Ltd*	South Africa	100.0	-	Sale, distribution and installation of commercial and residential air-conditioning products.
Dunham-Bush International Brasil S.C. Ltda*	Brazil	100.0	-	Dormant.
<b>Subsidiaries of Dunham-Bush International (Cayman) Limited</b>				
Dunham-Bush Inc*	United States of America	100.0	100.0	Investment holding, manufacture and trading of commercial and industrial heating, ventilation and air-conditioning products.
Dunham-Bush (Europe) PLC*	United Kingdom	51.0	51.0	Investment holding.
Dunham-Bush Industries De Mexico, S.A. De C.V.*	Mexico	100.0 +	-	Manufacture and trading of large air-conditioning and refrigeration equipment for commercial and industrial application.
<b>Subsidiary of Dunham-Bush Industries De Mexico, S.A. De C.V.</b>				
Dunham-Bush Industrias, S.A. De C.V.*	Mexico	100.0 ‡	-	Dormant.
<b>Subsidiaries of Dunham-Bush (Europe) PLC</b>				
Dunham-Bush Limited*	United Kingdom	100.0	100.0	Manufacture and sale of commercial and industrial heating, ventilating, air-conditioning and refrigeration equipment.
Santric Limited *	United Kingdom	100.0	100.0	Manufacture and sale of stainless steel sanitary ware.
Dunham-Bush Engineering Ltd*	United Kingdom	100.0	100.0	Dormant.

+ - One share is held by Dunham-Bush (Malaysia) Bhd.

‡ - One share is held by Dunham-Bush De Mexico S.A. De C. V.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiary of Topgroup M&amp;E Service Sdn Bhd</b>				
Topgroup Parts & Services (Kuantan) Sdn Bhd*	Malaysia	70.0	70.0	Air-conditioning services and sale of spare parts.
<b>Subsidiary of Dunham-Bush Inc</b>				
Hartford Compressors Inc*	United States of America	100.0	100.0	Manufacture and trading in compressors and parts.
<b>Subsidiary of Singer (Malaysia) Sdn Bhd</b>				
Biofield Sdn Bhd*	Malaysia	100.0	100.0	Property investment and rental of property.
<b>Subsidiaries of Gribbles Pathology (Malaysia) Sdn Bhd</b>				
Gribbles Veterinary Services Sdn Bhd	Malaysia	-	100.0	Veterinary services.
Gribbles Environmental Health Services Sdn Bhd	Malaysia	-	100.0	Environmental health services.
Gribbles Cytology Services Sdn Bhd	Malaysia	-	70.0	Cytology services.
<b>Subsidiaries of Inter-Pacific Development Sdn Bhd</b>				
Inter-Pacific Construction Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Razal Sdn Bhd	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Inter-Pacific Trading Sdn Bhd</b>				
Pacific Horseland (M) Sdn Bhd	Malaysia	70.0	70.0	Sale of equestrian accessories.
<b>Subsidiaries of IRIS Technologies (M) Sdn Bhd</b>				
IRIS Information Technology Systems Sdn Bhd	Malaysia	100.0	100.0	Marketing of contact and contactless smart technology based products.
Confidential Matter Limited*	Hong Kong	100.0	100.0	Dormant.
<b>Subsidiary of Rangkaian Sejahtera Sdn Bhd</b>				
Eminent Capital Sdn Bhd	Malaysia	100.0	100.0	Property investment, development, cultivation and sale of palm oil, palm kernel and natural rubber.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiary of Teras Mewah Sdn Bhd</b>				
Berjaya Land Berhad*	Malaysia	52.4	63.2	Investment holding.
<b>Subsidiaries of Berjaya Land Berhad</b>				
Alam Baiduri Sdn Bhd*	Malaysia	100.0	100.0	Property development and investment.
Amat Muhibah Sdn Bhd*	Malaysia	52.6	52.6	Theme park operator and property development.
Amat Teguh Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Angsana Gemilang Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Awan Suria Sdn Bhd*	Malaysia	100.0	100.0	Property management.
Bahan Cendana Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Berjaya Air Sdn Bhd*	Malaysia	99.3	99.3	Charter and schedule flight operator.
Berjaya Enamelware Sdn Bhd*	Malaysia	100.0	100.0	Property investment and rental of property.
Berjaya Facilities Management Sdn Bhd*	Malaysia	100.0	100.0	Facilities management services.
Berjaya Golf Resort Berhad*	Malaysia	94.0	94.0	Property development and investment and operator of golf and recreation club.
Berjaya Guard Services Sdn Bhd*	Malaysia	100.0	100.0	Provision of security services.
Berjaya Holiday Cruise Sdn Bhd*	Malaysia	86.4	86.4	Investment holding.
Berjaya Hotels & Resort (Mauritius) Ltd*	Mauritius	100.0	100.0	Hotel and resort operator and investment holding.
Berjaya Hotels & Resorts (Seychelles) Limited*	Republic of Seychelles	100.0	100.0	Management company for Berjaya Praslin Beach Resort.
Berjaya Kawat Industries Sdn Bhd*	Malaysia	100.0	100.0	Property investment and rental of properties.
Berjaya Land Development Sdn Bhd*	Malaysia	100.0	100.0	Property development and investment holding.
Berjaya Leisure Capital (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Leisure (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding and trading.
Berjaya Megamall Management Sdn Bhd*	Malaysia	100.0	100.0	Property management.
Berjaya Property Management Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.

f - The total equity interests held by the Group is 68.2% and it is held by the following group companies

(i) Teras Mewah Sdn Bhd	52.40%
(ii) Juara Sejati Sdn Bhd	12.81%
(iii) Bizurai Bijak (M) Sdn Bhd	2.68%
(iv) Espeetex Sdn Bhd	0.29%

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Berjaya Land Berhad (Continued)</b>				
Berjaya Racing Management Sdn Bhd*	Malaysia	60.0	60.0	Promotion and conduct of horse racing, totalisators and other related activities.
Berjaya Sports Toto Berhad*	Malaysia	51.2g	51.0	Investment holding.
Berjaya Theme Park Management Sdn Bhd*	Malaysia	100.0	100.0	Management of theme park.
Berjaya Vacation Club Berhad*	Malaysia	100.0	100.0	Time sharing vacation operator and investment holding.
Berjaya Watersports Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
BL Capital Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
B.T. Properties Sdn Bhd*	Malaysia	100.0	100.0	Property development and management.
Budi Impian Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Bukit Kiara Resort Berhad*	Malaysia	100.0	100.0	Developer and operator of equestrian and recreational club.
Bumisuci Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Cempaka Properties Sdn Bhd*	Malaysia	100.0	100.0	Property development and investment.
Cerah Bakti Sdn Bhd*	Malaysia	70.0	70.0	Property development.
Cerah Tropika Sdn Bhd*	Malaysia	51.0	51.0	Investment holding.
Cergas Jati Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Dayadil Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Flexiwang Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Gateway Benefit Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Gemilang Cergas Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Immediate Capital Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Indah Corporation Berhad*	Malaysia	100.0	100.0	Developer and operator of golf resort and property development.
Ishandal Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Junjung Delima Sdn Bhd*	Malaysia	100.0	100.0	Resort development.

g - The total equity interests held by the Berjaya Land Berhad group is 51.2% and it is held by the following group companies

(i) Gateway Benefit Sdn Bhd	27.92%
(ii) Berjaya Land Berhad	15.83%
(iii) Immediate Capital Sdn Bhd	7.43%
(iv) Berjaya Land Development Sdn Bhd	0.04%

The total equity interests held by the Group is 51.8% and the additional equity interest are held by the following group companies

(i) Garima Holdings Sdn Bhd	0.21%
(ii) Juara Sejati Sdn Bhd	0.16%
(iii) Espeetex Sdn Bhd	0.14%
(iv) Berjaya Group Equity (Cayman) Limited	0.03%

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Berjaya Land Berhad (Continued)</b>				
Klasik Mewah Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Kota Raya Development Sdn Bhd*	Malaysia	100.0	100.0	Investment and rental of property.
Leisure World Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
New Pantai Expressway Sdn Bhd*	Malaysia	99.7	96.7	Construction of New Pantai Highway and investment holding.
Nada Embun Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Noble Circle (M) Sdn Bhd*	Malaysia	100.0	100.0	Investment and rental of property.
NPE Project Management Sdn Bhd* (formerly known as Stepro Software Services Sdn Bhd)	Malaysia	100.0	100.0	Management of the New Pantai Highway project.
NPE Property Development Sdn Bhd* (formerly known as Sundowners Holdings Sdn Bhd)	Malaysia	-	100.0	Dormant.
Nural Enterprise Sdn Bhd*	Malaysia	100.0	100.0	Investment and rental of property.
Pakar Angsana Sdn Bhd*	Malaysia	80.0	80.0	Property development.
Pearl Crescent Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Pelangi Istimewa Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Pembinaan Stepro Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Portal Access Sdn Bhd*	Malaysia	73.0	-	Investment holding.
Punca Damai Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Regnis Industries (Malaysia) Sdn Bhd*	Malaysia	52.5	52.5	Property investment and rental of property.
Securiservices Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Semakin Sinar Sdn Bhd*	Malaysia	51.0	51.0	Dormant.
Semangat Cergas Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Sports Toto Bowling Sdn Bhd*	Malaysia	100.0	100.0	Bowling alley operator.
Sports Toto (Fiji) Ltd*	Republic of Fiji	100.0	100.0	Investment holding.
Stephens Properties Holdings Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Stephens Properties Plantations Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Tekun Permata Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Tioman Island Resort Berhad*	Malaysia	80.0	80.0	Property development and operator of resort hotel.
Tioman Pearl Sdn Bhd*	Malaysia	70.0	70.0	Development of hotel and resort.
Tiram Jaya Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Wangsa Sejati Sdn Bhd*	Malaysia	52.6	52.6	Dormant.
Wisma Stephens Management Co Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiary of Berjaya Holiday Cruise Sdn Bhd</b>				
Universal Summit Limited*	British Virgin Islands	100.0	100.0	Chartering of luxury cruiser.
<b>Subsidiaries of Berjaya Hotels and Resort (Mauritius) Ltd</b>				
Berjaya Casino Limited*	Mauritius	100.0	100.0	Casino operations.
Berjaya Services Limited*	Mauritius	100.0	100.0	Provision of limousine services.
<b>Subsidiaries of Berjaya Land Development Sdn Bhd</b>				
Indra Ehsan Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Kim Rim Enterprise Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Selat Makmur Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Sri Panglima Sdn Bhd*	Malaysia	100.0	100.0	Property development.
<b>Subsidiaries of Berjaya Leisure (Cayman) Limited</b>				
Berjaya International Casino Management (Seychelles) Limited*	Republic of Seychelles	60.0	60.0	Casino operations.
Berjaya Leisure Enterprise (Cayman) Limited	Cayman Islands	51.0	51.0	Investment holding.
Berjaya Mount Royal Beach Hotel Limited*	Sri Lanka	92.6	92.6	Owner and operator of hotel.
Berjaya Properties (HK) Limited*	Hong Kong	60.0	60.0	Dormant.
Berjaya Vacation Club (HK) Limited* (formerly known as Berjaya Theme Parks (HK) Limited)	Hong Kong	-	60.0	Dormant.
Berjaya World (HK) Limited*	Hong Kong	51.0	51.0	Dormant.
Natural Gain Investments Limited#	Hong Kong	100.0	100.0	Property investment.
<b>Subsidiaries of Berjaya Property Management Sdn Bhd</b>				
KDE Recreation Berhad	Malaysia	51.0	51.0	Developer and operator of golf and recreational club.
Taman TAR Development Sdn Bhd*	Malaysia	100.0	100.0	Property development.
<b>Subsidiaries of Berjaya Sports Toto Berhad</b>				
Berjaya Sports Toto (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Wellesley Hotel Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
FEAB Equities Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
FEAB Land Sdn Bhd*	Malaysia	100.0	100.0	Property development and investment holding.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Berjaya Sports Toto Berhad (Continued)</b>				
FEAB Properties Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Magna Mahsuri Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Sports Toto Malaysia Sdn Bhd*	Malaysia	100.0	100.0	Toto betting operations and investment holding.
STM Resort Sdn Bhd* (formerly known as FEAB Industries Sdn Bhd)	Malaysia	100.0	100.0	Property investment.
<b>Subsidiary of Berjaya Sports Toto (Cayman) Limited</b>				
Berjaya Lottery Management (HK) Limited	Hong Kong	51.5	51.5	Management of social lottery operation and investment holding.
<b>Subsidiaries of Berjaya Lottery Management (HK) Limited</b>				
International Lottery & Totalizator Systems, Inc.#	United States of America	71.4	-	Manufacturer and distributor of computerised lottery systems and investment holding.
Prime Gaming Philippines, Inc*	Philippines	68.5	68.5	Investment holding.
<b>Subsidiaries of International Lottery &amp; Totalizator Systems, Inc</b>				
ILTS UK Limited#	United Kingdom	100.0	-	Lottery and totalizator systems support provider.
International Lottery & Totalizator Systems Australia Pty Ltd#	Australia	100.0	-	Dormant.
<b>Subsidiary of Prime Gaming Philippines Inc.</b>				
Philippine Gaming Management Corporation*	Philippines	100.0	100.0	Leasing of on-line lottery equipment and accessories.
<b>Subsidiary of FEAB Land Sdn Bhd</b>				
FEAB Realty Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
<b>Subsidiaries of Sports Toto Malaysia Sdn Bhd</b>				
Sports Toto Apparel Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Sports Toto Computer Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Sports Toto Products Sdn Bhd*	Malaysia	100.0	100.0	Dormant.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiaries of Berjaya Vacation Club Berhad</b>				
Berjaya Beau Vallon Bay (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Hospitality Services Sdn Bhd*	Malaysia	100.0	100.0	Management of hotel services.
Berjaya Hotels & Resorts (HK) Limited*	Hong Kong	60.0	60.0	Investment holding.
Berjaya International Casino Management (HK) Limited*	Hong Kong	80.0	80.0	Investment holding.
Berjaya Langkawi Beach Resort Sdn Bhd*	Malaysia	100.0	100.0	Hotel and resort operation.
Berjaya Mahe Beach (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Praslin Beach (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Redang Beach Resort Sdn Bhd*	Malaysia	99.4	99.4	Hotel and resort operation.
Berjaya Resort Management Services Sdn Bhd*	Malaysia	100.0	100.0	Resort management.
Berjaya Resort (Sabah) Sdn Bhd*	Malaysia	100.0	100.0	Hotel operator.
Berjaya Vacation Club (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Vacation Club (Philippines) Inc*	Philippines	100.0	100.0	Buying, selling and marketing of vacation club memberships under a time-sharing concept.
Berjaya Vacation Club (HK) Limited* (formerly known as Berjaya Theme Parks (HK) Limited)	Hong Kong	100.0	-	Dormant.
Dian Kristal Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Redang Village Resort Sdn Bhd*	Malaysia	51.0	51.0	Resort development.
Sinar Merdu Sdn Bhd*	Malaysia	100.0	100.0	Investment and rental of property.
<b>Subsidiary of Berjaya Beau Vallon Bay (Cayman) Limited</b>				
Berjaya Beau Vallon Bay Beach Resort Limited*	Republic of Seychelles	100.0	100.0	Hoteliers.
<b>Subsidiary of Berjaya Hotels &amp; Resorts (HK) Limited</b>				
Berjaya Hotels & Resorts (Cayman) Limited*	Cayman Islands	100.0	100.0	Licence to recruit member hotels under the Best Western names and marks.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiary of Berjaya Mahe Beach (Cayman) Limited</b>				
Berjaya Mahe Beach Resort Limited*	Republic of Seychelles	100.0	100.0	Hoteliers.
<b>Subsidiaries of Berjaya Redang Beach Resort Sdn Bhd</b>				
Redang Island Golf and Country Club Berhad*	Malaysia	100.0	100.0	Operator of golf and recreational club.
Redang Island Resort (S) Pte Ltd*	Singapore	100.0	100.0	Marketing agent of golf and recreational club.
Redang Travel & Tours Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiaries of Berjaya Vacation Club (Cayman) Limited</b>				
Berjaya Vacation Club (Japan) Limited*	Japan	100.0	100.0	Dormant.
Berjaya Vacation Resort (S) Pte Ltd*	Singapore	100.0	100.0	Dormant.
Berjaya Vacation Club (UK) Limited*	United Kingdom	100.0	100.0	Hoteliers.
<b>Subsidiary of Bumisuci Sdn Bhd</b>				
Sempurna Bahagia Sdn Bhd *	Malaysia	66.7	66.7	Investment holding.
<b>Subsidiary of Cerah Tropika Sdn Bhd</b>				
Penstate Corp Sdn Bhd*	Malaysia	100.0	100.0	Property development.
<b>Subsidiary of Dayadil Sdn Bhd</b>				
Imej Jasa Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
<b>Subsidiaries of Imej Jasa Sdn Bhd</b>				
Bahagia Jiwa Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Muara Tebas Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
<b>Subsidiary of Kota Raya Development Sdn Bhd</b>				
Kota Raya Complex Management Sdn Bhd*	Malaysia	100.0	100.0	Property management.
<b>Subsidiary of Noble Circle (M) Sdn Bhd</b>				
Noble Circle Management Sdn Bhd*	Malaysia	100.0	100.0	Property management.
<b>Subsidiary of Nural Enterprise Sdn Bhd</b>				
Aras Klasik Sdn Bhd*	Malaysia	100.0	100.0	Property management.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Subsidiary of New Pantai Expressway Sdn Bhd</b>				
NPE Property Development Sdn Bhd* (formerly known as Sundowners Holdings Sdn Bhd)	Malaysia	100.0	-	Dormant.
<b>Subsidiary of Sports Toto (Fiji) Limited</b>				
Waidroka Trust Estates Limited*	Republic of Fiji	100.0	100.0	Developer and operator of hotel.
<b>Subsidiary of Wisma Stephens Management Co Sdn Bhd</b>				
Wujud Jaya Sdn Bhd*	Malaysia	100.0	100.0	Property development.
<b>Subsidiary of Wujud Jaya Sdn Bhd</b>				
Wujud Jaya Development Sdn Bhd*	Malaysia	100.0	100.0	Property development.
<b>Subsidiaries of Tioman Island Resort Berhad</b>				
Berjaya Hotels & Resorts (Singapore) Pte Ltd*	Singapore	100.0	100.0	Hotel booking and marketing agent.
Tioman Golf Management Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Tioman Recreation Centre Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Tioman Travel & Tours Sdn Bhd*	Malaysia	100.0	100.0	Dormant.

\* Subsidiaries not audited by Arthur Andersen & Co., Malaysia.

# Subsidiaries audited by affiliates of Arthur Andersen & Co., Malaysia.

**ASSOCIATED COMPANIES:****Associates of the Company**

BHLB Pacific Trust Management Berhad	Malaysia	20.0	20.0	Management of unit trust.
Berjaya Racing Management Sdn Bhd	Malaysia	20.0	20.0	Promotion and conduct of horse racing, totalisators and other related activities.
Diversified Gain Sdn Bhd	Malaysia	50.0	50.0	Investment holding.
Ezyhealth Malaysia Sdn Bhd	Malaysia	49.0	-	Provision of online healthcare services, e-commerce, ownership and operation of website.
Gribbles Pathology (Malaysia) Sdn Bhd	Malaysia	42.8	-	Investment holding and provision of pathology services.
Hyumal Motor Sdn Bhd	Malaysia	20.0	20.0	Marketing and distribution of Hyundai motor vehicles.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Associates of the Company (Continued)</b>				
Industri Otomotif Komersial (M) Sdn Bhd	Malaysia	35.0	35.0	Manufacture and marketing of Malaysian national commercial vehicle.
Le Proton LIMA Sdn Bhd	Malaysia	40.0	40.0	Organise trade fairs to promote Malaysian products through exhibitions.
Quasar Carriage Sdn Bhd	Malaysia	30.0	30.0	Distribution of RENAULT heavy trucks, passenger cars and light commercial vehicles.
Tunas Cempaka Sdn Bhd	Malaysia	49.0	49.0	Duty free shop operator.
<b>Associate of Berjaya Capital Berhad</b>				
First Taz Money Brokers Sdn Bhd	Malaysia	40.0	40.0	Money broking.
<b>Associates of Berjaya Group (Cayman) Limited</b>				
Berjaya Engineering & Construction (HK) Limited	Hong Kong	40.0	40.0	Engineering and construction.
Berjaya Lottery Management (HK) Limited	Hong Kong	48.5	48.5	Management of social lottery operations and investment holding.
Berjaya Holdings (HK) Limited	Hong Kong	42.7 <sup>h</sup>	37.6	Investment holding.
Berjaya Hotels & Resorts (HK) Limited	Hong Kong	40.0	40.0	Investment holding.
Berjaya Properties (HK) Limited	Hong Kong	40.0	40.0	Dormant.
Berjaya Vacation Club (HK) Limited*	Hong Kong	-	40.0	Dormant.
(formerly known as Berjaya Theme Parks (HK) Limited)				
Berjaya International Casino Management (HK) Limited	Hong Kong	20.0	20.0	Management of casino and investment holding.
Procure (Asia-Pacific) Pte Ltd	Singapore	-	47.0	Development and marketing of software in the healthcare industry.
<b>Associate of Taiga Forest Products Ltd</b>				
Envirofor Preservers (Alta) Ltd*	Canada	50.0	50.0	Pressure treating of wood.
<b>Associates of Berjaya Group Equity (Cayman) Limited</b>				
East Coast Bagel Co. Inc.	United States of America	31.1	31.1	Dormant.
Mario Andretti's Express Pasta & Co Limited	United States of America	30.0	30.0	Dormant.
h - The total equity interests held by the Group is 49.4% and it is held by the following group companies				
(i) Berjaya Group (Cayman) Limited		42.66%		
(ii) Berjaya Leisure (Cayman) Limited		6.77%		

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Associates of Berjaya Group (Aust) Pty Ltd</b>				
Advance Medical Technology Pty Limited	Australia	-	50.0	Investment holding.
Gribbles Services Pty Ltd	Australia	-	50.0	Provision of management services.
<b>Associate of Inter-Pacific Communications Sdn Bhd</b>				
First Cartel (M) Sdn Bhd	Malaysia	40.0	40.0	Sports event organiser.
<b>Associate of Carlovers International Limited</b>				
Berjaya Carlovers (M) Sdn Bhd	Malaysia	25.0	25.0	Operator of self-service carwash centres.
<b>Associate of Roasters Asia Pacific (HK) Limited</b>				
Roasters Korea Co. Ltd	Republic of Korea	25.0	25.0	Dormant.
<b>Associate of Berjaya Corporation (Cayman) Limited</b>				
M & A Investments Pte Ltd	Singapore	31.4	31.4	Investment holding.
<b>Associates of Inai Jaya Sdn Bhd</b>				
Rare Output Sdn Bhd	Malaysia	50.0	50.0	Property investment.
Urusharta Cemerlang Sdn Bhd Sdn Bhd	Malaysia	30.0	30.0	Property development.
<b>Associate of IRIS Technologies (M) Sdn Bhd</b>				
GMPC Corporation Sdn Bhd	Malaysia	20.0	-	Design, supply and installation of a smart-card system for the Government Multipurpose Card Flagship application.
<b>Associates of Cosway (M) Sdn Bhd</b>				
Beaute Distributors Sdn Bhd	Malaysia	50.0	50.0	Trading in consumer products.
Cosway (Overseas) Sdn Bhd	Malaysia	50.0	50.0	Dormant.
<b>Associates of Cosway (Cayman) Ltd</b>				
Cosway Overseas Co Ltd	Thailand	49.0	49.0	Investment holding.
Cosway (Thailand) Co Ltd	Thailand	49.0	49.0	Trading in consumer products.
<b>Associate of Cosway Overseas Co Ltd</b>				
Cosway (Thailand) Co Ltd	Thailand	47.0	47.0	Trading in consumer products.

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Associate of Dunham-Bush International Limited</b>				
Top-Aire Air Conditioning (HK) Limited	Hong Kong	30.0	30.0	Dormant.
<b>Associate of Dunham-Bush International (Cayman) Limited</b>				
Dunham-Bush De Mexico S.A. De C.V.	Mexico	50.0 <sup>i</sup>	50.0	Marketing and trading of air-conditioning and refrigeration machinery equipment.
<b>Associate of Dunham-Bush Inc</b>				
Dunham-Bush De Mexico S.A. De C.V.	Mexico	50.0 <sup>i</sup>	50.0	Marketing and trading of air-conditioning and refrigeration machinery equipment.
<b>Associate of Rank Distributors Sdn Bhd</b>				
Coswin (M) Sdn Bhd	Malaysia	40.0	40.0	Trading in consumer products.
<b>Associate of Singer (Malaysia) Sdn Bhd</b>				
Kosppek Trading Sdn Bhd	Malaysia	49.0	-	Commission agents for the purchase and sales of consumer products.
<b>Associates of Berjaya Land Berhad</b>				
BJ Bowl Sdn Bhd	Malaysia	20.0	20.0	Manager and operator of bowling alley.
Centreplus Sdn Bhd	Malaysia	30.0	30.0	Dormant.
Jaya Bowl Sdn Bhd	Malaysia	20.0	20.0	Manager and operator of bowling alley.
Natural Avenue Sdn Bhd	Malaysia	46.0 <sup>j</sup>	46.0	General trading and commission agent for the special cash sweep draw.
Palzon Sdn Bhd	Malaysia	30.0	30.0	Dormant.
Rentas Padu Sdn Bhd	Malaysia	50.0	50.0	Investment holding.
Resort Cruises (S) Pte Ltd	Singapore	49.0	49.0	Dormant.
Staffield Country Resort Berhad	Malaysia	50.0	50.0	Developer and operator of golf resort.

i - By virtue of the Group's interest in Dunham-Bush International (Cayman) Limited and Dunham-Bush Inc respectively, Dunham-Bush De Mexico S.A. De C.V. is deemed a subsidiary company of the Group.

j - The total equity interests held by the Group is 46.0% and it is held by the following group companies

(i) Berjaya Land Berhad	16.00%
(ii) Sempurna Bahagia Sdn Bhd	15.00%
(iii) Bahagia Jiwa Sdn Bhd	7.50%
(iv) Muara Tebas Sdn Bhd	7.50%

## 38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Associates of Berjaya Leisure (Cayman) Limited</b>				
Asian Atlantic Holdings Limited	British Virgin Islands	24.5	24.5	Investment holding.
Berjaya Asset (Cayman) Limited	Cayman Islands	40.0	40.0	Investment holding.
Inter-Capital Holdings Pte Ltd	Singapore	50.0	50.0	Investment holding.
Navodaya Mass Entertainments Limited	India	40.0	40.0	Developer and operator of of theme park.
Portsworth Holdings Pte Ltd	Singapore	50.0	50.0	Investment holding.
World Square Pty Ltd	Australia	39.2	37.5	Property development.
<b>Associates of Berjaya Vacation Club Berhad</b>				
Berjaya Butterworth Hotel (Penang) Sdn Bhd	Malaysia	30.0	30.0	Hotel developer.
Berjaya Georgetown Hotel (Penang) Sdn Bhd	Malaysia	50.0	50.0	Hotel owner and operator.
<b>Associate of BL Capital Sdn Bhd</b>				
Regnis Industries (Malaysia) Sdn Bhd	Malaysia	30.0	30.0	Property investment and rental of property.
<b>Associate of Berjaya Praslin Beach (Cayman) Limited</b>				
Anse Volbert Hotel Limited	Republic of Seychelles	20.0	20.0	Hotel operation and management.
<b>Associate of Berjaya International Casino Management (HK) Limited</b>				
Berjaya International Casino Management (Seychelles) Limited	Republic of Seychelles	40.0	40.0	Management of casino and investment holding.
<b>Associate of Indah Corporation Berhad</b>				
Jayawan Holdings Sdn Bhd	Malaysia	40.0	40.0	Dormant.
<b>Associate of Ishandal Sdn Bhd</b>				
Sempurna Bahagia Sdn Bhd	Malaysia	33.3	33.3	Investment holding.
<b>Associates of Tioman Island Resort Berhad</b>				
Tioman Ferry Services Sdn Bhd	Malaysia	50.0	50.0	Dormant.
Tioman Island Resort Ferries (S) Pte Ltd	Singapore	30.0	30.0	Ferry services.
<b>Associate of Berjaya Megamall Management Sdn Bhd</b>				
Staffield Marketing Services Sdn Bhd	Malaysia	50.0	50.0	Dormant.

**38 LIST OF SUBSIDIARIES AND ASSOCIATED COMPANIES (CONTINUED)**

Name	Country of incorporation	Equity interest held		Principal activities
		2000 %	1999 %	
<b>Associates of Berjaya Sports Toto Berhad</b>				
Berjaya Racing Management Sdn Bhd	Malaysia	20.0	20.0	Promotion and conduct of horse racing, totalisators and other related activities.
Malaysian Lamps Sdn Bhd	Malaysia	-	30.0	Dormant.
<b>Associates of Berjaya Lottery Management (HK) Limited</b>				
International Lottery & Totalizator Systems, Inc.	United States of America	-	38.5	Manufacturer and distributor of computerised lottery systems.
U-Luck Information Systems Limited	Taiwan	28.0	28.0	Provision of management consultancy services to lottery operations.
Taiwan Berjaya U-Luck Limited	Taiwan	26.0	26.0	Dormant.
<b>Associate of Berjaya Sports Toto (Cayman) Limited</b>				
Suncoast Limited	British Virgin Islands	48.0	48.0	Investment holding.

International Lottery & Totalizator Systems, Inc ("ILTS"), which was an associated company in the previous year, became a subsidiary company during the year as disclosed in Note 36(A)(4). The turnover and operating losses relating to the acquisition of ILTS during the financial year is RM50,174,000 and RM513,000 respectively. The other acquisitions do not have any material impact on turnover and operating results.

Gribbles Pathology (M) Sdn Bhd ("GPM"), which was a subsidiary company in the previous year, became an associated company during the year as disclosed in Note 36(A)(3). The turnover and operating losses to the date of disposal of GPM is RM9,266,000 and RM1,789,000 (1999: RM16,616,000 and RM11,052,000) respectively.

**39 CURRENCY**

All amounts are stated in Ringgit Malaysia unless otherwise stated.

**40 COMPARATIVE FIGURES**

Certain comparative figures have been reclassified to conform with current year's presentation which include mainly :-

- (1) The comparative figure for development properties was previously stated as RM1,771,311,000 in the balance sheet. In the current year, land held for development and development properties are separately disclosed.
- (2) The comparative figures for stocks, under Note 6, have been restated to show the gross amount less provision for stock obsolescence separately.

**40 COMPARATIVE FIGURES (CONTINUED)**

- (3) Fixed assets with net book value of RM518,225,000, under Note 10, and investment properties amounting to RM282,166,000, under Note 12, have been reclassified from valuation to cost in line with the acquisition method of consolidation, where assets have been revalued by the subsidiary companies concerned prior to becoming member companies of the Group.

Accordingly, the comparative figures have been reclassified and Note 2(a) to the accounts has been rectified to exclude the revaluation of fixed assets and investment properties.

- (4) The comparative figure for intangible assets was previously stated as RM2,650,863,000 in the balance sheet. In the current year, it was restated as RM2,630,061,000. The comparative figure for goodwill on consolidation and deferred expenditure, under Note 17, have been restated to reflect the following:
- a) Goodwill amounting to RM39,625,000 in respect of a subsidiary company has been reclassified to expressway development expenditure in line with the acquisition method of consolidation where fair value of the subsidiary company's net assets are reflected in the consolidated accounts.
  - b) Reserve on consolidation amounting to RM14,577,000 was inadvertently offset against goodwill.
  - c) Goodwill amounting to RM4,246,000 was inadvertently offset against foreign exchange reserves.
  - d) The various major categories of deferred expenditure are separately disclosed.

Accordingly, the capital reserves and foreign exchange reserves have also been restated to rectify those adjustments to goodwill on consolidation.

- (5) Cash and cash equivalents have been restated to include bank overdrafts and exclude remisiers' deposits and clients' monies held in trust.
- (6) The comparative figures for the amount due from subsidiary companies for the Group and the Company, under Note 5, have been restated to show the gross amount and the corresponding provision for doubtful debts. In the previous year, the amounts were shown net of the provision.
- (7) The comparative figure for turnover has been restated to exclude the share of associates' turnover of RM256,754,000 in accordance with the revised definition of Note 25 to the accounts.
- (8) The comparative figures for items disclosed under Note 26 have been restated to show the gross effect. In the previous year, the items, which are of similar nature, were shown net of any gains or losses.
- (9) An amount of RM105,451,000, under Note 34, was reclassified to capital expenditure on fixed assets that were approved and contracted for from balance of purchase consideration of properties to better reflect the nature of the commitment.
- (10) Segmental information on geographical basis has been presented in Note 32 to comply with the requirements on International Accounting Standards 14, Reporting Financial Information by Segments.