

MANAGEMENT DISCUSSION AND ANALYSIS

For the six months ended October 31, 2000, the Group recorded a loss of HK\$3,193,000 compared to a loss of HK\$777,000 for the six months ended October 31, 1999. This is primarily due to the provision for investment listed overseas of HK\$1,573,000 and the share of loss of an associated company of HK\$457,000. The Group continued to generate stable rental income from investment properties.

There had been no significant changes in the Group's performance since the latest annual report for year ended April 30, 2000. There were also no acquisitions and disposals of subsidiaries and associated companies within the Group during the six months ended October 31, 2000.

The Group's principal business activities have mainly consisted of property investments. In view of the continuous losses for the previous years, the Directors will actively seek other new investment opportunities that will improve profitability and to provide growth for the Group.

INTERIM DIVIDEND

The Directors do not recommend the payment of an interim dividend (six months ended October 31, 1999: Nil) for the six months ended October 31, 2000.

DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

Directors' interests

As of October 31, 2000, the following director of the Company had or was deemed to have interests under the provisions of the Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance") in the Company or any associated corporation thereof (within the meaning of the SDI Ordinance) as recorded in the register maintained by the Company pursuant to Section 29 of the SDI Ordinance:

Name	Type of interest	Number of shares of the Company
Tan Sri Dato' Tan Kok Ping	Personal	24,000,000

Save as disclosed above, the Company has no notice of any other interests to be recorded under Section 29 of the SDI Ordinance as of October 31, 2000.

Substantial shareholders' interests

As of October 31, 2000, the following shareholders of the Company had or were deemed to have interests in the Company under the provisions of the SDI Ordinance as recorded in the register maintained by the Company pursuant to Section 16(1) of the SDI Ordinance:

Name	Number of shares of the Company	Percentage holding
Berjaya Group Berhad (Note)	292,149,475	49.43%
Berjaya Group (Cayman) Limited (Note)	252,149,475	42.66%
Grandgroup Investments Limited	126,245,000	21.36%

Note: Berjaya Group Berhad's interests in the share capital of the Company include the interests of Berjaya Group (Cayman) Limited and Berjaya Leisure (Cayman) Limited, both of which are subsidiaries of Berjaya Group Berhad.

Save as disclosed above, the Company had no notice of any interests to be recorded under Section 16(1) of the SDI Ordinance as of October 31, 2000.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the six months ended October 31, 2000, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed shares.

CODE OF BEST PRACTICE

In the opinion of the directors, the Company has complied with the Code of Best Practice as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited throughout the accounting period covered by the interim report except as described below:

- (1) independent non-executive directors are not appointed for a specific term as they are subject to retirement by rotation and re-election at the Annual General Meeting of the Company in accordance with the provisions of the Company's Articles of Association; and
- (2) full board meetings have not been held as frequently as every six months as the directors consider meetings by circulation are sufficient.

AUDIT COMMITTEE

An Audit Committee has been established on December 15, 2000 to act in an advisory capacity and make recommendations to the Board. Its members currently include Dato' Lee Ah Hoe and Mr. Tan Tee Yong, being the independent non-executive directors of the Company.

The Audit Committee has met on January 3, 2001 to review with management the accounting principles and practices adopted by the Group and to discuss auditing, internal control and financial reporting matters (including interim financial statements for the six months ended October 31, 2000).

On behalf of the Board
Tan Sir Dato' Tan Kok Ping
Chairman

Hong Kong, January 8, 2001