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REPORT OF THE DIRECTORS

The Directors have pleasure in submitting their annual report together with the audited financial statements for the year ended 31 December 2001

GROUP REORGANISATION The Company was incorporated in Bermuda under the Companies Act as an exempted company with limited liability on 8 December 2000. Pursuant to a reorganisation scheme to rationalise the group structure in preparation for the listing of the shares of the Company on the Main Board of The Stock Exchange of Hong Kong Limited ("Stock Exchange"), RoadShow Resources Limited became an intermediate holding company and the Company became the ultimate holding company of the Group. Further details of the group reorganisation are set out in note 20 on the financial statements. The Group has been treated as a continuing basis set out in note 2(c) on the financial statements.

The shares of the Company were listed on the Main Board of the Stock Exchange on 28 June 2001.

PRINCIPAL ACTIVITIES The principal activity of the Company is investment holding and the Group is principally engaged in out-of-home media sales through marketing advertising spaces on the exterior and interior of transit vehicles and in a merchandising business of selling commemorative items.

Particulars of the Company's principal subsidiaries are set out in note 14 on the financial statements. Analyses of the principal activities of the operations of the Company and its subsidiaries during the financial year are set out in note 12 on the financial statements.

FINANCIAL STATEMENTS The profit of the Group for the year ended 31 December 2001 and the state of the Company's and the Group's affairs as at that date are set out in the financial statements on pages 44 to 63 of this annual report.

DIVIDEND The Directors have resolved to recommend a final dividend of HK3.8 cents per share with scrip option in respect of the year ended 31 December 2001 to the shareholders whose name appear on the Register of Members on Friday, 10 May 2002.

Dividends in the consolidated income statement and consolidated balance sheet as at 31 December 2000 represent the dividends payable by a subsidiary to its then shareholder prior to the Group's reorganisation on 4 June 2001.

CHARITABLE DONATIONS Charitable donations made by the Group during the year amounted to HK\$1,101,000 (2000: HK\$Nil).

FIXED ASSETS During the year, major additions of the Group were equipment used in the Multi-media On-board business with a total cost of HK\$133,765,000 (2000: HK\$5,865,000).

Details of these acquisitions and other movements in fixed assets during the year are set out in note 13 on the financial statements.

SHARE CAPITAL Details of the movements in share capital of the Company during the year are set out in note 20 on the financial statements.

RESERVES Details of movements in the reserve of the Group and the Company during the year are set out in note 21 on the financial statements.

DIRECTORS The Directors during the financial year and up to the date of this report were:

John CHAN Cho Chak, GBS, JP	Chairman, appointed on 15 January 2001
Norman LEUNG Nai Pang, GBS, JP	Deputy Chairman, appointed on 15 January 2001
Winnie J. NG	Group Managing Director, appointed on 15 January 2001
MAK Chun Keung	appointed on 23 May 2001
Amanda LUI Yee Fai	appointed on 1 April 2001
James Conrad LOUEY	appointed on 1 April 2001
Anthony NG	appointed on 1 April 2001
Michael WONG Yick-kam	appointed on 1 April 2001
LAU Mei Mui, May	appointed on 8 March 2002
Carlye Wai-Ling TSUI, MBE, JP*	appointed on 1 April 2001
HUI Ki On, GBS, CBE, QPM, CPM*	appointed on 1 April 2001
LAU Shung Oi, Susanna	appointed on 12 September 2001 as Alternate Director to Mr Michael Wong Yick-kam

(* Independent Non-Executive Director)

In accordance with Bye-Law 87, Mr Norman LEUNG Nai Pang, Mr James Conrad LOUEY and Mr Anthony NG retire from the Board by rotation and, being eligible, offer themselves for re-election.

Brief biographical details of the Directors of the Company are set out on pages 31 to 34 of this annual report.

DIRECTORS' INTERESTS IN SECURITIES At 31 December 2001 the interests of the following Directors in the securities of the Company and its associated corporations (within the meaning of the Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance")) as recorded in the register required to be kept pursuant to Section 29 of the SDI Ordinance or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies were as follows:

(a) Directors' interests in shares of the Company At 31 December 2001, the Directors of the Company who held office at 31 December 2001 had the following interests in the issued share capital of the Company at that date as recorded in the register of Directors' interests in shares:

	Ordinary shares of HK\$0.1 each				Total
	Personal interests	Family interests	Corporate interests	Other interests	
Anthony NG (<i>Note</i>)	–	–	112,494	–	112,494

Note:

Mr Anthony NG is the beneficial owner of 1/3 of the entire issued share capital of Si Chong Investment Company Limited ("Si Chong") which holds 112,494 shares and is deemed to be interested in the same number of shares held by Si Chong by virtue of the SDI Ordinance.