



AUDITORS' REPORT TO THE SHAREHOLDERS OF ROADSHOW HOLDINGS LIMITED *(Incorporated in Bermuda with limited liability)*

We have audited the financial statements on pages 44 to 63 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

The Company's Directors are responsible for the preparation of financial statements which give a true and fair view. In preparing financial statements which give a true and fair view, it is fundamental that appropriate accounting policies are selected and applied consistently, that judgements and estimates are made which are prudent and reasonable and that the reasons for any significant departure from applicable accounting standards are stated.

It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion to you.

BASIS OF OPINION We conducted our audit in accordance with Statements of Auditing Standards issued by the Hong Kong Society of Accountants. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's and the Group's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance as to whether the financial statements are free from material misstatement. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

OPINION In our opinion, the financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2001 and of the Group's profit and cash flows for the year then ended and have been properly prepared in accordance with accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance.

KPMG
Certified Public Accountants

Hong Kong, 8 March 2002

CONSOLIDATED INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2001

	Note	2001 HK\$'000	2000 HK\$'000
Turnover			
Other revenue	3	288,823	51,884
	4	12,471	1,445
Total operating revenue		301,294	53,329
Operating expenses			
Licence and royalty fees		5,806	3,471
Cost of inventories		4,335	4,073
Depreciation		18,682	222
Staff costs		30,723	6,609
Other operating expenses		39,913	2,457
Total operating expenses		99,459	16,832
Profit from ordinary activities before taxation	5	201,835	36,497
Taxation	6(a)	16,780	5,463
Profit from ordinary activities after taxation		185,055	31,034
Minority interests		9,947	339
Profit attributable to shareholders	9	175,108	30,695
Dividends attributable to the year:	10		
Interim dividend declared during the year		–	10,000
Final dividend proposed after the balance sheet date		37,304	–
		37,304	10,000
Earnings per share (in Hong Kong cents)			
Basic	11(a)	21.11	4.91
Diluted	11(b)	N/A	4.91

No separate statement of recognised gains and losses has been prepared as the net profit for the year would be the only component of this statement.

The notes on pages 46 to 63 form part of these financial statements.

CONSOLIDATED BALANCE SHEET AT 31 DECEMBER 2001

	Note	2001 HK\$'000	2000 HK\$'000
Non-current asset			
Fixed assets	13	121,750	6,458
Current assets			
Inventories	15	931	872
Amount due from ultimate holding company	16	39,727	39,122
Accounts receivable	17	183,180	15,335
Other receivables, prepayments and deposits		2,738	2,097
Cash and cash equivalents	18	562,346	17,117
		788,922	74,543
Current liabilities			
Accounts payable	19	2,234	1,911
Advertising deposits received		–	1,229
Dividend payable		–	10,000
Other payables and accruals		18,113	5,857
Taxation	6(b)	17,316	4,628
		37,663	23,625
Net current assets		751,259	50,918
Minority interests		7,808	340
Net assets		865,201	57,036
Capital and reserves			
Share capital	20	98,169	–
Reserves	21	767,032	57,036
		865,201	57,036

Approved by the Board of Directors on 8 March 2002

John CHAN Cho Chak
Chairman

Winnie J. NG
Group Managing Director