



羅兵咸永道會計師事務所

**AUDITORS' REPORT TO THE SHAREHOLDERS OF
DAN FORM HOLDINGS COMPANY LIMITED**

(Incorporated in Hong Kong with limited liability)

We have audited the financial statements set out on pages 20 to 50 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

Respective Responsibilities of Directors and Auditors

The Hong Kong Companies Ordinance requires the Directors to prepare 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.

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 circumstances of the Company and the Group, 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.

REPORT OF THE AUDITORS

Fundamental uncertainty

In forming our opinion, we have considered the adequacy of disclosures in note 14 to the financial statements. The Group has yet to conclude a bank loan to the extent of RMB1.5 billion (HK\$1.4 billion) to finance the property development project in the Xidan district of Beijing (the "Xidan Project"). The Directors are confident that this bank loan will be obtained in the foreseeable future and hence consider that no further provision for the Xidan Project is necessary. We consider that adequate disclosure has been made in the financial statements in respect of this uncertainty and our opinion is not qualified in this respect.

Opinion

In our opinion, the financial statements give a true and fair view of the state of affairs of the Company and the Group as at 31st December, 2000 and of the loss and cash flows of the Group for the year then ended and have been properly prepared in accordance with the Hong Kong Companies Ordinance.

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, 18th April, 2001