

德勤·關黃陳方會計師行

Certified Public Accountants
26/F, Wing On Centre
111 Connaught Road Central
Hong Kong

香港中環干諾道中111號
永安中心26樓

**Deloitte
Touche
Tohmatsu**

INDEPENDENT REVIEW REPORT

TO THE BOARD OF DIRECTORS OF DAILYWIN GROUP LIMITED

INTRODUCTION

We have been instructed by Dailywin Group Limited (the “Company”) to review the interim financial report set out on pages 3 to 10.

DIRECTORS’ RESPONSIBILITIES

The Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Listing Rules”) require the preparation of an interim financial report to be in compliance with Statement of Standard Accounting Practice (“SSAP”) No. 25 “Interim Financial Reporting” issued by the Hong Kong Society of Accountants and the relevant provisions thereof. The interim financial report is the responsibility of, and has been approved by, the directors of the Company.

REVIEW WORK PERFORMED

We conducted our review in accordance with Statement of Auditing Standards (“SAS”) 700 “Engagements to Review Interim Financial Reports” issued by the Hong Kong Society of Accountants. A review consists principally of making enquires of group management and applying analytical procedures to the interim financial report and, based thereon, assessing whether the accounting policies and presentation have been consistently applied unless otherwise disclosed. A review excludes audit procedures such as tests of controls and verification of assets, liabilities and transactions. It is substantially less in scope than an audit and therefore provides a lower level of assurance than an audit. Accordingly we do not express an audit opinion on the interim financial report.

FUNDAMENTAL UNCERTAINTY RELATING TO THE GOING CONCERN BASIS

In arriving at our review conclusion, we have considered the adequacy of the disclosures made in note 1 to the condensed financial statements which explains that the directors have given careful consideration to the going concern status of the Group in light of the Group's net current liabilities of HK\$39,017,000 and the Group's continuing losses. Also, as explained in note 15, the Company has received a winding up petition from the holders of convertible unsecured loan stock 2008 ("CB Loan") demanding immediate repayment of the Group's outstanding CB Loan which together with accrual interest totalled approximately HK\$33,065,000 as at 30 September 2001.

Against this background, the directors are currently in negotiation with CB Loan holders for the restructuring of the CB Loan. At the same time, the directors are actively pursuing opportunities for introducing new funding, including equity funding, into the Group. Provided that agreement with the CB Loan holders for the restructuring of the CB Loan can be reached and provided that sufficient additional funding can be obtained, the directors consider that the Group will be able to meet in full its financial obligations as they fall due in the foreseeable future. Accordingly, the condensed financial statements have been prepared on a going concern basis.

INABILITY TO REACH A REVIEW CONCLUSION

Because of the significance of the fundamental uncertainty relating to the going concern basis, we are unable to reach a review conclusion as to whether material modifications should be made to the interim financial report for the six months ended 30 September 2001.

Without modifying our review conclusion, we draw to your attention that the comparative condensed consolidated income statement for the six months ended 30 September 2000 disclosed in the interim financial report has not been reviewed in accordance with SAS 700.

Deloitte Touche Tohmatsu

Certified Public Accountants

Hong Kong, 14 December 2001