

Annual
Report 2000



Resorts World Bhd • Annual Report 2000



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RESORTS WORLD BHD

58019-U

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Cover

A family checking in at the luxurious VIP reception lobby of the Highlands Hotel, all ready to enjoy the warm, hospitality charm and leisure attractions of **Genting Highlands Resort – City of Entertainment**.

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Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Twenty-First Annual General Meeting of the Company will be held at 26th Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur on Tuesday, 26 June 2001 at 10.00 a.m.

BUSINESS

1. To receive and adopt the Financial Statements for the financial year ended 31 December 2000 and the Directors' and Auditors' Reports thereon. (Resolution 1)
2. To sanction the declaration of a final dividend. (Resolution 2)
3. To approve Directors' fees of RM288,000 for the financial year ended 31 December 2000 (1999 – RM316,800). (Resolution 3)
4. To re-elect Directors:
 - Tan Sri Dato' Wan Sidek bin Hj Wan Abdul Rahman (Resolution 4)
 - Mr Goh Sin Huat (Resolution 5)
5. To consider and, if thought fit, pass the following resolutions pursuant to Section 129 of the Companies Act, 1965:

"That Tan Sri Lim Goh Tong, retiring in accordance with Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company to hold office until the next Annual General Meeting." (Resolution 6)

"That Dato' Siew Nim Chee, retiring in accordance with Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company to hold office until the next Annual General Meeting." (Resolution 7)
6. To re-appoint Auditors and to authorise the Directors to fix their remuneration. (Resolution 8)
7. To transact any other business of which due notice shall have been given.

By Order of the Board
TAN WOUI MENG
Secretary

Kuala Lumpur
28 May 2001

NOTES

A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies (but not more than two) to attend and vote instead of him. A proxy need not be a member of the Company but in accordance with Section 149 of the Companies Act, 1965, a member shall not be entitled to appoint a person who is not a member of the Company as his proxy unless that person is an advocate, an approved company auditor or a person approved by the Registrar of Companies in a particular case. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportions of his holding to be represented by each proxy. The instrument appointing a proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time set for holding the meeting or at any adjournment thereof.

Corporate Diary

2000

29 FEBRUARY

Announcement of the Consolidated Results of the Group for the fourth quarter and the Audited Results for the financial year ended 31 December 1999.

12 APRIL

Announcement of the Entitlement Date for the Proposed Final Dividend in respect of the financial year ended 31 December 1999 and the Twentieth Annual General Meeting.

Announcement of the following:

- Proposed subscription of securities convertible into equity shares of Star Cruises PLC (currently Star Cruises Limited)
- Proposal for purchase of own shares ("Proposed Share Buy-Back")
- Proposed acquisition by Genting Centre of Excellence Sdn Bhd of a parcel of leasehold land in Genting Highlands, Bentong, Pahang Darul Makmur measuring approximately 3.04 hectares from Tan Sri Lim Goh Tong and disposal by Genting Highlands Berhad of two (2) parcels of freehold land in Genting Highlands, Bentong, Pahang Darul Makmur measuring approximately 3.04 hectares to Tan Sri Lim Goh Tong and/or his nominee(s) ("Proposed Land Transactions")

19 MAY

Proposed Cash Subscription by Resorts World Limited of up to US\$480 million in new equity shares and/or new securities convertible into equity shares of Star Cruises Limited ("Proposed Cash Subscription").

25 MAY

Announcement of the Consolidated Unaudited Results of the Group for the first quarter ended 31 March 2000.

6 JUNE

Notice to Shareholders of the Twentieth Annual General Meeting and Extraordinary General Meeting in respect of the following:

- Proposed Amendments to the Memorandum and Articles of Association to facilitate the Proposed Share Buy-Back ("Proposed Amendments")
- Proposed Share Buy-Back
- Proposed Land Transactions

29 JUNE

Twentieth Annual General Meeting and Extraordinary General Meeting in respect of the following:

- Proposed Amendments
- Proposed Share Buy-Back
- Proposed Land Transactions

4 AUGUST

Notice to Shareholders of the Extraordinary General Meeting in respect of the Proposed Cash Subscription.

21 AUGUST

Extraordinary General Meeting in respect of the Proposed Cash Subscription.

24 AUGUST

Announcement of the Consolidated Unaudited Results of the Group for the second quarter ended 30 June 2000.

Announcement of the Entitlement Date for the Interim Dividend in respect of the half-year ended 30 June 2000.

27 NOVEMBER

Announcement of the disposal of the Group's entire shareholding interest in NCL Holding ASA amounting to a total of 10,300,000 shares to Arrasas Limited, a wholly-owned subsidiary of Star Cruises Limited.

28 NOVEMBER

Announcement of the subscription of 609,781,993 Ordinary Shares of US\$0.10 each in Star Cruises Limited by Resorts World Limited.

29 NOVEMBER

Announcement of the Consolidated Unaudited Results of the Group for the third quarter ended 30 September 2000.

2001

28 FEBRUARY

Announcement of the Consolidated Results of the Group for the fourth quarter and the Audited Results for the financial year ended 31 December 2000.

18 APRIL

Announcement of the Entitlement Date for the Proposed Final Dividend in respect of the financial year ended 31 December 2000 and the Twenty-First Annual General Meeting.

20 APRIL

Announcement of the following:

- Proposed Renewal of Mandate for the Proposed Share Buy-Back ("Proposed Share Buy-Back")
- Proposed Amendments to the Articles of Association ("Proposed Amendments")

28 MAY

Notice to Shareholders of the Twenty-First Annual General Meeting and Extraordinary General Meeting in respect of the Proposed Share Buy-Back and Proposed Amendments.

26 JUNE

Twenty-First Annual General Meeting and Extraordinary General Meeting in respect of the Proposed Share Buy-Back and Proposed Amendments.

DIVIDENDS

	Announcement	Entitlement Date	Payment
1999 Final – 10.0 sen less tax	29 February 2000	7 July 2000	27 July 2000
2000 Interim – 8.0 sen less tax	24 August 2000	6 October 2000	25 October 2000
2000 Proposed Final – 8.0 sen less tax	28 February 2001	5 July 2001	25 July 2001*

* Upon approval of Shareholders at the Twenty-First Annual General Meeting.

Board of Directors and Corporate Information



Tan Sri Lim Goh Tong
Chairman and Chief Executive



Tun Mohammed Hanif bin Omar
Deputy Chairman



Dato' Lim Kok Thay
Managing Director



Tan Sri Alwi Jantan
Executive Director



Mr Justin Tan Wah Joo
Executive Director



Mr Goh Sin Huat
Director



Dato' Siew Nim Chee
Director



**Tan Sri Dato' Wan Sidek bin
Hj Wan Abdul Rahman**
Director

PRINCIPAL EXECUTIVE OFFICERS

Tan Sri Lim Goh Tong
Chairman and Chief Executive
Tun Mohammed Hanif bin Omar
Deputy Chairman
Dato' Lim Kok Thay
Managing Director
Tan Sri Alwi Jantan
Executive Vice President
– Public Affairs & Human Resources
Mr Justin Tan Wah Joo
Executive Vice President
– Leisure & Hospitality
Mr Lee Choong Yan
Executive Vice President
– Resorts
Colonel (R) Dato' Cheng Wah
Senior Vice President
– Property Development
Mr Wong Yun On
Senior Vice President
– Hotel Operations
Encik Rosli bin Kamili
Senior Vice President
– Awana & Leisure
Dato' Anthony Yeo Keat Seong
Senior Vice President
– Public Relations & Human Resources
Mr Jeffrey Teoh Kak Siew
Senior Vice President
– Casino Marketing
Mr Lim Eng Ming
Senior Vice President
– Casino Operations

AUDIT COMMITTEE

Dato' Siew Nim Chee
Chairman
– Independent Non-Executive Director
Mr Goh Sin Huat
Member
– Independent Non-Executive Director
Dato' Lim Kok Thay
Member

SECRETARY

Mr Tan Wooi Meng

AUDITORS

PricewaterhouseCoopers
(Public Accountants)

INTERNET HOMEPAGE

www.genting.com.my

RESORTS WORLD BHD

A public limited liability company
Incorporated and domiciled in
Malaysia
Company no. 58019-U

REGISTERED OFFICE

24th Floor, Wisma Genting,
Jalan Sultan Ismail,
50250 Kuala Lumpur
Tel: 03 – 2161 2288
Email: rwinfo@genting.com.my

REGISTRARS

Genting Management and
Consultancy Services Sdn Bhd
23rd Floor, Wisma Genting,
Jalan Sultan Ismail,
50250 Kuala Lumpur
Tel: 03 – 2161 2288

STOCK EXCHANGE LISTING

Main Board of Kuala Lumpur
Stock Exchange
(22 December 1989)

Chairman's Statement

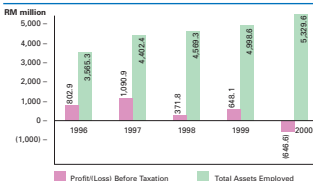
On behalf of the Board of Directors, I am pleased to present the Annual Report and Audited Financial Statements of the Resorts World Group of Companies for the financial year ended 31 December 2000.

PERFORMANCE REVIEW

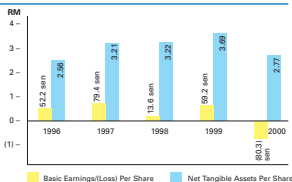
The Group registered a revenue of RM2,337.9 million, a 7.3% increase against RM2,178.5 million recorded in 1999. This improvement in revenue is mainly due to the leisure and hospitality business which recorded higher visitor arrivals and consumer spending.

However, the Group recorded a loss before taxation of RM646.6 million, resulting in a basic loss per share of 80.3 sen for the year compared to a pre-tax profit of RM648.1 million and basic earnings per share of 59.2 sen in 1999. This decline is mainly due to the goodwill written off arising from the subscription of new Star Cruises Limited ("Star Cruises") shares totalling RM1,047.2 million. The loss is also due to the allowance for diminution in value of short-term quoted shares amounting to RM98.0 million and loss on disposal of NCL Holding ASA ("NCL") shares of RM109.9 million. The Group's share of Star Cruises' losses for the year is RM49.6 million compared to the Group's share of Star Cruises' profit in 1999 of RM86.2 million.

PROFIT/(LOSS) BEFORE TAXATION & TOTAL ASSETS EMPLOYED



BASIC EARNINGS/(LOSS) PER SHARE & NET TANGIBLE ASSETS PER SHARE



Penyata Pengerusi

Saya bagi pihak Lembaga Pengarah, dengan sukacitanya membentangkan Laporan Tahunan dan Penyata Kewangan Beraudit untuk Syarikat-Syarikat dalam Kumpulan Resorts World ("Kumpulan") bagi tahun kewangan berakhir 31 Disember 2000.

TINJAUAN PRESTASI

Kumpulan telah mencatatkan hasil sebanyak RM2,337.9 juta, peningkatan sebanyak 7.3% berbanding RM2,178.5 juta yang dicatatkan pada 1999. Peningkatan dalam hasil ini khususnya disebabkan oleh perniagaan peranginan dan keraian yang mencatatkan peningkatan kunjungan para pelawat dan pertambahan keupayaan perbelanjaan pengguna.

Walau bagaimanapun, Kumpulan telah mencatatkan kerugian sebelum cukai sebanyak RM646.6 juta, mengakibatkan kerugian asas sesaham sebanyak 80.3 sen bagi tahun tersebut dibandingkan dengan keuntungan sebelum cukai sebanyak RM648.1 juta dan pendapatan asas sesaham sebanyak 59.2 sen pada 1999. Penurunan ini khususnya disebabkan oleh pelupusan ihsan yang timbul dari langganan saham-saham baru Star Cruises Limited ("Star Cruises") sebanyak RM1,047.2 juta. Kerugian ini juga disebabkan peruntukan untuk mengurangkan nilai saham-saham tawaran jangka pendek berjumlah RM98.0 juta dan kerugian dalam pelupusan saham-saham NCL Holding ASA ("NCL") berjumlah RM109.9 juta. Jumlah kerugian Star Cruises yang ditanggung sama oleh Kumpulan bernilai RM49.6 juta berbanding dengan keuntungan Star Cruises yang diperolehi oleh Kumpulan pada 1999 sebanyak RM86.2 juta.

FINANCIAL HIGHLIGHTS

Year ended 31 December	2000 RM million	1999 RM million	Change %
Operating revenue	2,337.9	2,178.5	7.3
(Loss)/Profit before taxation	(646.6)	648.1	(>100)
(Loss)/Profit after taxation	(876.1)	645.8	(>100)
Net (loss)/profit for the year	(876.5)	645.8	(>100)
Shareholders' equity	3,023.5	4,025.8	(24.9)
Total assets employed	5,329.6	4,996.6	6.6
Basic (loss)/earnings per share (sen)*	(80.3)	59.2	(>100)
Diluted (loss)/earnings per share (sen)*	N/A	N/A	N/A
Net dividend per share (sen)	11.5	13.0	(11.1)
Dividend cover (times)*	N/A	4.6	N/A
Net tangible assets per share (RM)	2.77	3.69	(24.9)
(Loss)/Return (after tax and minority interests) on average shareholders' equity (%)	(24.9)	17.1	(>100)

* Computed based on (loss)/profit after taxation and minority interests.

DIVIDENDS

An interim dividend of 8.0 sen less 28% tax per ordinary share of 50 sen each, amounting to RM62.9 million was paid on 25 October 2000. The Board recommends a final dividend of 8.0 sen less 28% tax per ordinary share of 50 sen each for the approval of shareholders at the forthcoming Twenty-First Annual General Meeting. Total net dividend for the year will amount to RM125.8 million.

BUSINESS DEVELOPMENTS

Despite the competitive operating environment, the Group remained focused in enhancing Genting Highlands Resort ("Resort") as the "City of Entertainment", the premier entertainment resort. As a result, the total visitors to the Resort increased to 13.4 million in 2000 compared to 12.1 million in the previous year.

The growing number of visitors, both local and foreign tourists has resulted in a shortage of rooms during peak periods. First World Hotel, the newest hotel at the Resort, when completed, aims to alleviate the shortage as well as provide attractive and affordable holiday packages for the budget-conscious travellers. The hotel's first 3,300-room block is partly completed with the initial opening of about 1,000 rooms in December 2000. Another 1,000 new rooms will be ready by mid-2001 and the balance of 1,300 rooms by the end of 2001, increasing the room inventory at the Resort to about 6,700.

The First World Hotel will feature an exciting new Indoor Theme Park, a shopping boulevard, numerous speciality restaurants, a state-of-the-art 28-lane bowling centre and the largest convention centre in Malaysia, Genting International Convention Centre with a 5,000-pax capacity by the end of 2001.

Safety, convenience and affordable transportation services continue to be key priorities of the Group. The completion of the four-lane carriage highway from the foothills at Genting Sempah to Awana Genting Highlands in August 2000 has further enhanced road accessibility and reduced the travelling time from Kuala Lumpur to the peak of the Resort to less than an hour.

The online hotel and show reservations and payment services were successfully launched in August 2000 to keep abreast with information technology. The Siebel Customer Relationship Management (CRM) software was commissioned during the year and rolled out in the first quarter of 2001 to enhance service delivery through effective management of customer data in the planning and implementation of marketing programmes. The Group will continue to invest in IT infrastructure, the Internet and other technology enablers to further improve its existing businesses.

DIVIDEN

Dividen interim sebanyak 8.0 sen tolak 28% cukai bagi setiap saham biasa bernilai 50 sen sesaham, yang berjumlah RM62.9 juta telah dibayar pada 25 Oktober 2000. Pihak Lembaga Pengarah mencadangkan dividen akhir sebanyak 8.0 sen tolak 28% cukai bagi setiap saham biasa bernilai 50 sen sesaham, tertakluk kepada kelulusan daripada para pemegang saham di Mesyuarat Agung Tahunan Kedua Puluhan Satu yang akan datang. Dividen bersih bagi tahun ini akan berjumlah RM125.8 juta.

PERKEMBANGAN PERNIAGAAN

Meskipun persekitaran operasi yang bersaing, Kumpulan kekal menumpukan usahanya untuk mempertingkatkan kedudukan Genting Highlands Resort ("Resort") sebagai "Kota Keriangan", suatu pusat peranginan hiburan yang terulung. Akibatnya, jumlah pelawat yang mengunjungi Resort telah meningkat kepada 13.4 juta pada 2000 berbanding dengan 12.1 juta pada tahun sebelumnya.

Pertambahan jumlah pelawat, dari dalam dan luar negara telah menyebabkan kekurangan bilik di masa-masa puncak. First World Hotel, hotel yang terbaru di Resort, apabila siap dibina, bertujuan untuk mengatasi kekurangan ini serta menyediakan pakej-pakej percutian dengan harga yang berpatutan untuk para pelanggan yang mementingkan penjimatan belanja. Blok pertama hotel yang menempatkan 3,300 bilik telah siap sebahagiannya, dengan pembukaan 1,000 bilik pada Disember 2000. 1,000 bilik lagi dijangka akan siap menjelang pertengahan 2001 dan bakinya sejumlah 1,300 bilik akan siap pada penghujung tahun 2001. Ini akan meningkatkan inventori bilik di Resort kepada 6,700.

First World Hotel akan mengandungi Taman Tema Dalam yang baru dan menarik, sebuah jalan berhias membeli-belah, restoran-restoran yang istimewa, sebuah pusat permainan bowling dengan 28 lorong yang canggih dan terkini dan pusat konvensyen yang terbesar di Malaysia, iaitu "Genting International Convention Centre" dengan keupayaan untuk memuatkan 5,000 orang akan siap dibina menjelang akhir 2001.

Perkhidmatan pengangkutan yang mengutamakan keselamatan, kemudahan dan berharga berpatutan terus menjadi tumpuan utama Kumpulan. Penyripan lebuh raya empat-lorong dari kaki bukit di Genting Sempah ke Awana Genting Highlands pada bulan Ogos 2000, telah menambahkan kemudahan laluan ke Resort, dan memendekkan masa perjalanan dari Kuala Lumpur ke puncak Resort, dalam masa kurang dari sejam.

Penempatan hotel dan persembahan hiburan serta perkhidmatan bayaran dalam talian telah dilancarkan dengan jayanya pada Ogos 2000 selaras dengan perkembangan teknologi maklumat. Perisian Siebel Customer Relationship Management (CRM) telah dimulakan pada tahun tersebut dan digunakan menjelang suku pertama 2001, untuk mempertingkatkan perkhidmatan penghantaran melalui pentadbiran efektif data pelanggan dalam

CORPORATE DEVELOPMENTS

During the year, the Group via its subsidiary Resorts World Limited ("RWL") subscribed to US\$480 million of convertible unsecured loan notes ("Notes") that were issued by Star Cruises. On 29 November 2000, RWL converted US\$442.5 million of the Notes into approximately 610 million new Star Cruises shares. On 30 November 2000, Star Cruises was listed on the Stock Exchange of Hong Kong Limited and was simultaneously de-listed from the Luxembourg Stock Exchange. The remaining US\$37.5 million unconverted Notes was simultaneously repaid by Star Cruises to RWL. Following this exercise, the Group's stake in Star Cruises increased from 26.8% to 35.9%. The Group disposed 10.3 million NCL shares (representing its entire 3.9% stake in NCL) for Norwegian Kroner 154.5 million (approximately RM61.5 million) in cash, to partly finance the additional investment in Star Cruises.

PROSPECTS

Barring a significant economic slowdown, the Group is well positioned to attract more visitors to the Resort with its hotel room expansion, new entertainment attractions and facilities and its innovative marketing strategies. The Group will continue to grow the synergistic and cross-marketing benefits derived from the Star Cruises, NCL and Awana brands, tap the huge potential market of its popular website www.genting.com.my and leverage on its Customer Loyalty Programme - Genting WorldCard.

APPRECIATION

On behalf of the Board, I would like to extend my sincere gratitude and appreciation to our shareholders, customers, the various authorities and business associates for their continuous support and confidence in the Group. I thank the management and employees for their commitment, loyalty and support and may we continue to strive for excellence and overcome future challenges.

TAN SRI LIM GOH TONG

Chairman and Chief Executive
18 April 2001

perancangan dan pelaksanaan program-program pemasaran. Kumpulan akan terus melabur dalam infrastruktur IT, internet dan lain-lain teknologi untuk mempertingkatkan perniagaan-perniagaannya.

PEMBANGUNAN KORPORAT

Pada tahun 2000, Kumpulan menerusi subsidiarinya Resort World Limited ("RWL") telah memperolehi pinjaman not-not boleh tukar tak berjamin, bernilai US\$480 juta ("Not-Not") yang dikeluarkan oleh Star Cruises. Pada 29 November 2000, RWL telah menukarkan sejumlah US\$442.5 juta Not-Not tersebut kepada lebih kurang 610 juta saham-saham baru Star Cruises. Pada 30 November 2000, Star Cruises disenaraikan di Stock Exchange of Hong Kong Limited dan serentak dikeluarkan dari senarai di Luxembourg Stock Exchange. Not-not boleh tukar yang selebihnya berjumlah US\$37.5 juta kemudiannya dibayar balik oleh Star Cruises kepada RWL. Berikutnya usaha ini, Kumpulan telah menambahkan kepentingannya dalam Star Cruises dari 26.8% kepada 35.9%. Kumpulan telah menjual 10.3 juta saham NCL (yang mewakili keseluruhan 3.9% kepentingan dalam NCL) untuk tunai sebanyak Norwegian Kroner 154.4 juta (lebih kurang RM61.5 juta), bagi membiayai sebahagian daripada pelaburan tambahannya di dalam Star Cruises.

PROSPEK

Sekiranya ekonomi negara tidak menurun dengan ketara, Kumpulan berada dalam kedudukan yang baik untuk menarik lebih ramai pelawat ke Resort dengan adanya penambahan bilik-bilik hotel, tarikan hiburan-hiburan baru serta kemudahan-kemudahan tambahan melalui strategi-strategi pemasaran yang berinovatif. Kumpulan akan terus memperkembangkan manfaat sinergi dan pemasaran silang jenama di antara Star Cruises, NCL dan Awana. Kumpulan juga pasti akan menimba potensi pemasaran melalui laman web www.genting.com.my dan hasil dari Program Kesetiaan Pelanggan - Genting WorldCard.

PENGHARGAAN

Bagi pihak Lembaga Pengarah, saya ingin menyampaikan setinggi-tinggi penghargaan dan terima kasih kepada para pemegang saham, pelanggan-pelanggan, pihak-pihak berkuasa dan rakan-rakan perniagaan di atas sokongan serta keyakinan yang berterusan dalam Kumpulan ini. Saya juga ingin mengucapkan terima kasih kepada pihak pengurusan dan kakitangan di atas komitmen, kesetiaan dan sokongan mereka dan berharap semoga kita terus maju untuk mencapai kejayaan dan mengatasi cabaran-cabaran di masa akan datang.

TAN SRI LIM GOH TONG

Pengerusi dan Ketua Eksekutif
18 April 2001

Review of Operations

GENTING HIGHLANDS RESORT

GENTING - CITY OF ENTERTAINMENT

Genting Highlands Resort ("Resort") celebrated its 35th Anniversary in August 2000. Genting - City of Entertainment continues to be the premier entertainment destination in Malaysia and in Asia.

The Arena of Stars ("Arena") at the Resort remains as Malaysia's No. 1 entertainment venue, attracting more than 130,000 patrons to its twenty-one concerts and events held during the year. Popular Hong Kong entertainers such as Jenny Tseng, Grasshopper, Dick and the Cowboys, Priscilla Chan and Harlem Yu as well as internationally acclaimed artistes including Westlife, Air Supply and Kitaro performed to packed audiences at the Arena.

The Arena was also the venue for the popular "1st Asia Chinese Music Award" and the International Chinese Singing Competition.

Following the success of "Odyssey", the Genting International Showroom staged another multi-million ringgit world-class production, "Odyssey 2", which enthralled more than 250,000 spectators. Genting International Showroom is currently staging "Magic On Ice", the first magic show in this region that incorporates ice-skating and illusions. "Magic On Ice" features the world's premier ice-skating illusionist, Steve Wheeler and other professional skaters.

Major sports competition such as the 2000 World Grand Prix Women's Volleyball, the 4th Genting World Lion Dance Championship and Le Tour de Langkawi 2000 cycling event were held at the Resort during the year.



Genting Hotel - amidst lush greeneries

HOTELS

During the year, the four hotels at the Resort (excluding First World Hotel) maintained an overall occupancy rate of 84%. Higher arrivals were recorded from Hong Kong, Singapore, China, India and the Middle East.

Genting Hotel successfully maintained its MS ISO 9002 certification for the second consecutive year while Highlands Hotel achieved its MS ISO 9002 certification for Rooms Operation, both signifying the Group's continuous strive for excellence in quality services and hospitality.

During the year, Highlands Hotel upgraded 180 deluxe rooms to premier rooms with butler services to cater to the growing needs of Gold Genting WorldCard members. The newly opened Spa on the 18th floor of Highlands Hotel provides another avenue for the weary to relax and unwind.

On 15 December 2000, First World Hotel opened its initial 1,000 rooms with a 1,338 capacity restaurant called "Tropical Kafe". This budget-class hotel with its grand tropical rainforest themed lobby and attractive room pricing has been well received by guests and has achieved satisfactory occupancy rates since its opening. The hotel is also the first in Malaysia to introduce computerised queue system to expedite check-ins for the large number of guests.

Magic On Ice - incorporating ice-skating and illusion





The biggest rainforest and garden themed lobby in Malaysia



CONVENTIONS

The Resort continues to be a key business venue for Meetings, Incentives, Conferences and Exhibitions (M.I.C.E.) with the capacity to accommodate up to 10,200 convention delegates. Some of the major corporate conventions were organised by MAA Bhd, Silverstone, National Panasonic, Jardine Wines & Spirit, Gan Associates and Palm Oil Millers Association. A total of 1,300 functions were held at the Resort during the year.

FOOD & BEVERAGE

During the year, the Resort operated over 30 food and beverage outlets and food covers totalled about 8 million. Efforts were made during the year to provide a wider range of culinary choices to customers by adding new third-party food and beverage outlets of well-known brands such as Starbucks, Sushi King and Famous Amos.



Checking in guests at First World Hotel with computerised queue system



Tropical Kafe – the biggest coffee house in Malaysia



RESORTS WORLD BHD

The Latin Quarter was reopened in March 2000 and now offers delicious barbeque-style dishes and salads at the New Orleans and a bar at the Mardi Gras. This outlet together with the Genting World Kafe provided the venues for internationally renowned artists including Vanessa Mae, Dick and the Cowboys, Harlem Yu and local artistes to meet their fans.

To cater to the increasing number of guests from India and the Middle East, an Indian food section aptly called "Out of India" was introduced next to the Restoran Kampong. Selera Malaysia at the Theme Park Hotel extended its operations to the Outdoor Theme Park to provide guests with simple but "Value for Money" meals. The Genting World Kafe at Highlands Hotel and Theme Park Hotel and the Bakery have become popular venues for coffee lovers. Wine connoisseurs can patronise the Imperial Rama, the Peak Restaurant and Genting Palace for their exquisite range of vintage wines.

Chefs at work





Take the Space Shot Challenge!



Spinner – the latest “spinning” sensation at the Resort



Arriving in a Genting limousine at First World Hotel

GENTING THEME PARK

Genting Theme Park continues to enthrall its patrons with its “Fun At The Peak” theme and new exciting rides.

Two new carousel rides were added during the year i.e., the “Double Deck Carousel” and the “Spinner”. The latter sends fun seekers into a thrilling frenzy of spinning motion.

Another very popular new ride is the gravity-defying “Space Shot” which shoots thrill seekers to a 15-storey height at up to 4.5 G-Force and dropping back to the earth at breathtaking velocity. The Motion Master continues to attract patrons with “Dragon Planet”, its latest exciting ride.

Fun-filled events were organised during the school holidays such as the “Wild Wild Wet Jet Ski” show at the Outdoor Theme Park lake and a millennium Hello Kitty Toy Fair.



The Genting Skyway's 18 millionth passenger together with YB Dato' Dr Ng Yen Yen, Deputy Minister of Culture, Arts and Tourism, Mr Justin Tan, Executive Director of Resorts World Bhd and Mr Lee Choong Yan, Executive Vice President - Resorts

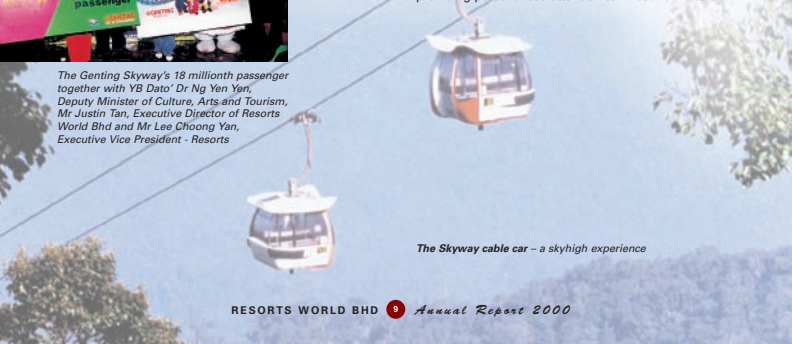
INFRASTRUCTURE & TRANSPORTATION

The construction of the four-lane carriage highway from the foothills at Genting Sempah to Awana Genting Highlands was completed in August 2000 which enhanced the accessibility to the Resort. Visitors from Kuala Lumpur are now able to travel to the peak of the Resort in less than an hour.

A new sewerage treatment plant, the biggest at the Resort with a 60,000-pax capacity, was completed to cater to the First World Hotel and future developments. The Group is constructing a new water supply plant that will be ready in mid-2001, to meet the future water requirements at the Resort.

The value-for-money PUTRA - GENTING Golden Package was launched by the Minister of Culture, Arts and Tourism, YB Datuk Abdul Kadir Sheikh Fadzir in April 2000. The affordable package which includes a return journey on the PUTRA Light Rail Transit train, Genting Express Bus transfer, Genting Skyway cable car transfer and a choice of a Theme Park Day Ride pass or a set lunch, has proven to be very popular. The frequency of the Express Bus schedule was also increased from hourly to half hourly to meet the increasing demand.

Customer services at the Kuala Lumpur International Airport were further enhanced during the year with a new hotel counter at the Arrival Hall of the airport, providing personalised attention to in-bound visitors.



The Skyway cable car – a skyhigh experience

DEVELOPMENT PROJECTS

The Phase 1 construction of the 6,300-room First World Hotel was partly completed with the opening of approximately 1,000 rooms in December 2000. New attractions at the hotel are being constructed and will feature an exciting new Indoor Theme Park, a shopping boulevard, numerous speciality restaurants, a state-of-the-art 28-lane bowling centre and the largest convention centre in Malaysia. Phase 1 comprising 3,300 rooms is to be completed by the end of 2001, with another 1,000 rooms ready by mid-2001 and the remaining 1,300 rooms by the end of the year.

The new Indoor Theme Park at First World Hotel, once completed, will have a massive floor space of 300,000 sq. ft. or slightly larger than the size of three football fields, and is scheduled to open towards the end of 2001 with many new exciting fun rides.

Awana Genting – gateway to peace and tranquility



The first phase of First World Hotel under construction

The hotel will house Genting International Convention Centre ("GICC"), the largest convention center in Malaysia when completed by mid-2001. GICC will have the capacity to cater up to 5,000-pax - comprising a 3,200-seat Grand Ballroom, a 1,800-pax Convention Hall. GICC will also have an additional 10 meeting rooms that can accommodate 1,000 persons in total. It will also feature a 42,000 sq. ft. column-free multi-purpose hall by the end of 2001 to cater for various functions and events.

AWANA HOTELS & RESORTS

The Awana hotels and resorts continue to derive the cross promotion and marketing synergies within the Group and Star Cruises. During the year, the Awana chain improved its overall average occupancy rate to 72%, compared to 63% in 1999.

AWANA GENTING HIGHLANDS GOLF & COUNTRY RESORT ("AWANA GENTING")

Awana Genting achieved an average occupancy rate of 71% during the year, versus 59% in 1999, as the result of improved occupancies from the M.I.C.E and the tour market. Renowned for its scenic world class 18-hole golf course, Awana Genting was chosen as the venue for the eighth leg of the prestigious World Amateur Inter-Team Golf Championship 2000, which attracted 124 participants from South Africa, Australia, Thailand, Singapore and the Philippines.

The natural surroundings and attractions of Awana Genting were also being actively promoted in Eco-Sports related activities. The Awana Mountain Man Challenge had sixteen corporate teams participating in a 3-day competition. The Awana Tri Terrain International Run, the second in its series, attracted over 2,000 local and foreign participants with over RM50,000 in prize money.

On 1 December 2000, a Nature Education & Research Centre was set up in collaboration with Malaysia Nature Society to promote the appreciation and conservation of various flora, fauna and the variety of wildlife that exists in its natural habitat at Awana Genting.



Take in the sun and the sea at Awana Kijal

AWANA KIJAL GOLF & BEACH RESORT ("AWANA KIJAL")

During the year, Awana Kijal achieved a marked improvement in the average occupancy rate of 80%, compared to 69% in 1999.

This was the result of its successful marketing efforts that had created more awareness and "repeat and return" guests mostly from Europe, as well as those from the expatriates community, corporations, government agencies and the Genting WorldCard members. The resort's occupancy also benefited from the long-term staying guests from petrol chemical projects in the neighbouring districts of Kerteh, Paka and Gebeng.

Awana Kijal introduced the turtle conservation programme during the year, which was very popular among the hotel guests especially the children. Golf clinics were also conducted for school children to encourage the interest among the young.

A village named "Down Memory Lane" with a traditional playground for "Games of YesterYears" was built during the year for guests to reminisce their childhood days. The hotel also offers local fresh delicacies such as *lemang* and *nasi dagang* as welcome delights for its VIP room guests.



Participants of the Awana Mountain Man Challenge 2000



Enjoy the sea breeze as you stroll along the Boardwalk of Awana Porto Malai

AWANA PORTO MALAI, LANGKAWI ("AWANA PORTO MALAI")

Awana Porto Malai remains a popular destination for local and foreign tourists despite the highly competitive hotel industry environment in Langkawi.

During the year under review, Awana Porto Malai hosted the Asian Shooting Competition and the Malaysian Open Sepak Takraw Competition. Another highlight was the celebration of the first anniversary of the Jalur Gemilang yacht expedition. The Group sponsored Datuk Azhar Mansor during his preparatory work and Awana Porto Malai was also his base for communication during his sailing feat. The yacht that he sailed, "Jalur Gemilang" is now docked for public display at the Awana Porto Malai pontoon and his sailing feat as the first Malaysian to sail solo around the world was entered in the Malaysia Book of Records.

The Mediterranean-style Awana Porto Malai has been appointed as the main venue for LIMA 2001 for the third consecutive time.

AWANA VACATION RESORTS

Awana Vacation Resorts Development Bhd ("AVRD"), the Group's timeshare business, completed its second year of operations in August 2000. There were 1,234 new members recruited in the year, giving a total of 2,028 members since its launch in August 1998.

At the start of the year, AVRD had 10 apartments each at Awana Genting and at Awana Kijal Beach Resort, Terengganu. Another 30 apartments at Awana Genting were added to its inventory during the year, bringing the total number of time-share apartments to 50 units.

Two new sales offices were opened in Kuala Lumpur and Johor Bahru during the year.



Awana Vacation
Resorts



SuperStar Virgo's Star Track

STAR CRUISES LIMITED

Star Cruises Limited ("Star Cruises"), formerly known as Star Cruises PLC, was re-domiciled from the Isle of Man to Bermuda in October 2000. On 29 November 2000, the Group via its subsidiary Resorts World Limited, invested an additional US\$442.5 million in approximately 610 million new Star Cruises shares. On 30 November 2000, Star Cruises was listed on the Stock Exchange of Hong Kong Limited and was simultaneously de-listed from the Luxembourg Stock Exchange. The Group now has a 35.9% stake in Star Cruises.

Following the acquisition of NCL, Star Cruises is now "The First Global Cruise Line" in addition to "The Leading Cruise Line in Asia-Pacific". Star Cruises presently operates three brands, i.e. Star Cruises, Norwegian Cruise Line and Orient Lines with a combined fleet of 17 ships with over 20,000 lower berths, calling at over 200 ports of call in Asia-Pacific, North and South America, Europe, Bermuda, Caribbean, Alaska, Mediterranean and Antarctica.

STAR CRUISES & ITS FLEET IN OPERATION

Star Cruises	Norwegian Cruise Line	Orient Lines
SuperStar Leo	Norwegian Dream	Crown Odyssey
SuperStar Virgo	Norwegian Majesty	Marco Polo
SuperStar Aries	Norwegian Sky	
SuperStar Gemini	Norwegian Wind	
SuperStar Taurus*	Norwegian Sea	
Star Pisces	The Norway	
MegaStar Taurus	Norwegian Sun (Sept 2001)	
MegaStar Aries	Norwegian Star (end 2001)	
Norwegian Star 1*	Norwegian Dawn (end 2002)	

(* Chartered in)

SuperStar Virgo's Grand Piazza



Norwegian Sea at dusk



Alfresco dining on the Norwegian Majesty

The fleet modernisation programme in 2000 continued with the sale of Star Aquarius, MegaStar Sagittarius (formerly Sun Viva I) and MegaStar Capricorn (Sun Viva II). The keel-laying ceremony of SuperStar Libra (renamed Norwegian Star) in Papenburg, Germany took place in June 2000. Norwegian Star will be the first of the two new Libra-class newbuilds that will be delivered to NCL by the end of 2001. SuperStar Scorpio (renamed Norwegian Dawn) will be delivered in 2002. A new 77,000-gross tonne cruise ship, the Norwegian Sun is expected to commence cruising in September 2001 under the NCL brand.

Norwegian Star will be NCL's first purpose-built ship for "freestyle cruising" - an innovative cruising concept originally pioneered by Star Cruises onboard its ships in Asia-Pacific. "Freestyle cruising" offers casualness and flexibility to cruisers in making their own dining, entertainment and recreation choices unlike traditional cruising. This concept, which was introduced onboard selected NCL ships, has gained wide acceptance, and won NCL several awards in 2000. This popular concept will be extended to all ships by the end of 2001.

As part of its ongoing commitment to develop cruise tourism in the Asia-Pacific region, Star Cruises entered into an agreement with the Port Authority of Thailand to invest approximately US\$15 million in the construction, management and operation of a passenger port at Laem Chabang, Thailand.

Its innovative and outstanding products, services and safety excellence has won Star Cruises numerous awards during the year. These awards include the "Best Cruise Operator in Asia-Pacific" for the fourth consecutive year by Travel Trade Gazette Asia and the "Outstanding Contribution to Tourism" by the Singapore Tourism Board.



E-COMMERCE & IT DEVELOPMENT

In August 2000, the online systems for hotel and show reservation and payment services were successfully launched. Existing softwares of the Group were also upgraded during the year, including Genting Show Ticketing System, Genting WorldCard Voucher System and Awana Vacation TimeShare System.

The leisure and hospitality portal, www.genting.com.my continued to gain popularity amongst internet users and currently has approximately 26,000 online members. eGenting will continue to enhance and diversify the portal's contents to attract more visitors to the website and maximise all marketing and promotional efforts. It was ranked the number one local website by Malaysian users and ranked third after well-known portals Yahoo and MSN in January 2001. (Source: Alexa Research, January 2001)

The Siebel Customer Relationship Management ("CRM") software was implemented during the year to enhance service delivery through effective management of customer data in the planning and implementation of marketing programmes. One key user of CRM is Genting WorldCard, the leading loyalty programme in this region that currently has more than 330,000 cardholders. Genting WorldCard will continue to use CRM to provide personalised customer service and develop future products to meet customers' needs.



HUMAN RESOURCES

The development of human resources is vital in the Group's pursuit of excellence and its aim to enhance its competitiveness in the service-oriented leisure and hospitality industry. The Group continued to recognise and reward employees' performance and contributions, as well as provide proper training and development opportunities for career advancement.

During the year, the Group through its training and education subsidiary, Genting Centre of Excellence Sdn Bhd ("GCE"), continued to train and upgrade the knowledge and skills of its employees with numerous internal and external programmes.

On 1 August 2000, Kolej Antarabangsa Genting ("KAG"), an approved college that is owned and managed by GCE, was officially opened by the Minister of Human Resources, YB Datuk Dr Fong Chan Onn.

KAG is one of the leading training providers under the Hotel Industry Apprenticeship Scheme. During the year, KAG also obtained approvals from the Ministry of Education to conduct two educational courses for the public – the Diploma in Hotel Management and the Certificate in Hotel Operations. These two courses are conducted with academic consulting support from the renowned *Ecole Hoteliere de Lausanne*, Switzerland.

As part of the team-building development, 200 employees participated in a four-day Managers' Conference on "Competitive Edge Through People, Knowledge and Technology" at Awana Kijal and on board the SuperStar Virgo.

Tan Sri Lim Goh Tong and Tan Sri Alwi Jantan together with computer recipients from various schools and organisations



Y Bhg Tan Sri Alwi Jantan, Executive Director of Resorts World Bhd, exchanging the 7th Collective Agreement with the President of Resorts World Employees Union in the presence of the Y Bhg Tan Sri Lim Goh Tong, Chairman of Genting Group, and YB Datuk Dr Fong Chan Onn, the Minister of Human Resources

In July 2000, three teams represented the Group in the 2000 National Productivity Corporation regional convention and won two gold medals and a silver medal.

COMMUNITY SERVICES

The Group continues to fulfil its social responsibilities in the fields of charity, sports and education.

During the year, the Group donated to various welfare homes, such as Persatuan Orang-Orang Cacat Malaysia, Montfort Boys Town, Malaysian Association for the Blind and Yayasan Budi Penyayang Malaysia. The Group contributed to the Malaysian AIDS Foundation, The Heart Foundation of Malaysia, Malaysian Red Crescent Society and St. John Ambulance Malaysia. The Group also sponsored the heart surgery of a young boy, Mohd. Imran Mohd Azmir and provided a year's financial aid for baby Nurul Afiqah's immuno-suppressive medication.

In sports, the Group contributed RM1 million each to the Football Association of Malaysia and Le Tour de Langkawi cycling event and was the major sponsor of sporting events organised by Pahang Football Association, Malaysian Motorcycle Grand Prix and Malaysian Hockey Federation.

The Group donated more than 100 computers to various schools throughout the country. Donations were also given to various education-related organisations such as HUAREN Education Fund, Universiti Pendidikan Sultan Idris and YWCA Vocational Training Centre.

Report of the Directors

The Directors of **RESORTS WORLD BHD** have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2000.

PRINCIPAL ACTIVITIES

The Company is involved in a tourist resort business at Genting Highlands and its activities cover leisure and hospitality, which comprises amusement, gaming, hotel and entertainment.

The principal activities of the subsidiary companies include property development and management, leisure and hospitality services, investments, time share ownership scheme, tours and travel related services.

The principal activities of the associated company include cruise and cruise related operations.

Details of the principal activities of the Group are set out in Note 14 and 37 to the financial statements.

There have been no significant changes in the nature of the activities of the Group and of the Company during the financial year.

FINANCIAL RESULTS

	Group RM million	Company RM million
(Loss)/Profit before taxation	(646.6)	730.3
Taxation	(229.5)	(200.1)
(Loss)/Profit after taxation	(876.1)	530.2
Minority Shareholders' interests	(0.4)	-
Net (Loss)/Profit for the year	(876.5)	530.2

DIVIDENDS

Dividends paid by the Company since the end of the previous financial year were as follows:

- (i) a final dividend of 10.0 sen less 28% tax per ordinary share of 50 sen each amounting to RM78,612,720 in respect of the financial year ended 31 December 1999 and which has been dealt with in the previous Directors' report was paid on 27 July 2000; and
- (ii) an interim dividend of 8.0 sen less 28% tax per ordinary share of 50 sen each amounting to RM62,890,176 in respect of the financial year ended 31 December 2000 was paid on 25 October 2000.

The Directors recommend payment of a final dividend of 8.0 sen less 28% tax per ordinary share of 50 sen each in respect of the current financial year to be paid on 25 July 2001 to shareholders registered in the Register of Members at the close of business on 5 July 2001. Based on the issued and paid-up ordinary shares of the Company as at the date of this report, the final dividend would amount to RM62,890,176.

RESERVES AND PROVISIONS

There were no other material transfers to or from reserves or provisions during the financial year other than as disclosed in the financial statements.

ISSUE OF SHARES, DEBENTURES AND SHARE OPTION

There were no issue of shares or debentures during the financial year.

The following Option to take up unissued ordinary shares of the Company, previously granted to executive employees of the Group under The Resorts World Employees' Share Option Scheme for Executives, was outstanding as at 31 December 2000:

Option Expiry Date	Subscription Price Per Share	No. of Shares
22 September 2004	RM16.77	1,569,000

The shares under the aforesaid Option may be exercised in full or in respect of 1,000 shares or a multiple thereof on the payment of the requisite subscription price at any time before the Option expiry date. The persons to whom the Option has been issued have no right to participate by virtue of the Option in any share issue of any other company.

DIRECTORATE

The Directors who served since the date of the last report are:

Tan Sri Lim Goh Tong
 Tun Mohammed Hanif bin Omar
 Dato' Lim Kok Thay
 Tan Sri Alwi Jantan
 Mr Justin Tan Wah Joo
 Mr Goh Sin Huat
 Dato' Siew Nim Chee
 Tan Sri Dato' Wan Sidek bin Hj Wan Abdul Rahman

According to the Register of Directors' Shareholdings, the following persons who were Directors of the Company at the end of the financial year have interests in shares of the Company; Genting Berhad, the holding company; Asiatic Development Berhad, a related company; Genting Centre of Excellence Sdn Bhd, a subsidiary of the Company; and Genting International PLC, a related corporation as set out below:

INTEREST IN THE COMPANY

Shareholdings in the names of Directors	1.1.2000 (Number of ordinary shares of 50 sen each)	Acquired/(Disposed)	31.12.2000
Dato' Lim Kok Thay	-	1,629,000/(711,000)	918,000
Tun Mohammed Hanif bin Omar	-	1,000	1,000
Tan Sri Alwi Jantan	-	5,000	5,000
Mr Goh Sin Huat	30,000	(30,000)	-
Share Option in the names of Directors	1.1.2000 (Number of unissued ordinary shares of 50 sen each)	Offered/(Exercised)	31.12.2000
Tan Sri Lim Goh Tong	300,000	-	300,000
Tun Mohammed Hanif bin Omar	500,000	-	500,000
Dato' Lim Kok Thay	175,000	-	175,000
Tan Sri Alwi Jantan	250,000	-	250,000

INTEREST IN GENTING BERHAD

Shareholdings in the names of Directors	1.1.2000 (Number of ordinary shares of 50 sen each)	Acquired/(Disposed)	31.12.2000
Tan Sri Lim Goh Tong	6,681,000	-	6,681,000
Tun Mohammed Hanif bin Omar	-	200	200
Dato' Lim Kok Thay	2,553,000	784,200	3,337,200
Shareholdings in which the Director is deemed to have an interest	1.1.2000 (Number of ordinary shares of 50 sen each)	Acquired/(Disposed)	31.12.2000
Dato' Lim Kok Thay	11,523,996	-	11,523,996
Share Option in the names of Directors	1.1.2000 (Number of unissued ordinary shares of 50 sen each)	Offered/(Exercised)	31.12.2000
Tan Sri Lim Goh Tong	600,000	-	600,000
Tun Mohammed Hanif bin Omar	500,000	-	500,000
Dato' Lim Kok Thay	400,000	-	400,000

INTEREST IN ASIATIC DEVELOPMENT BERHAD

Shareholdings in the names of Directors	1.1.2000 (Number of ordinary shares of 50 sen each)	Acquired/(Disposed)	31.12.2000
Tan Sri Lim Goh Tong	437,500	-	437,500
Dato' Lim Kok Thay	144,000	-	144,000
Dato' Siew Nim Chee	10,000	-	10,000

INTEREST IN GENTING CENTRE OF EXCELLENCE SDN BHD

Shareholdings in the name of Director	1.1.2000 (Number of ordinary shares of RM1.00 each)	Acquired/(Disposed)	31.12.2000
Tan Sri Alwi Jantan	60,000	-	60,000

INTEREST IN GENTING INTERNATIONAL PLC

Shareholdings in the names of Directors	1.1.2000	Acquired/(Disposed)	31.12.2000
	(Number of ordinary shares of USD0.10 each)		
Tan Sri Lim Goh Tong	1,832,468	-	1,832,468
Mr Justin Tan Wah Joo	170,000	-	170,000

Apart from the above disclosures:

- the Directors of the Company do not have any other interests in shares in the Company and in shares in other related corporations of the Company either at the beginning or end of the financial year; and
- neither during nor at the end of the financial year, was the Company a party to any arrangement whose object is to enable the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the Directors and the provision for Directors' retirement gratuities shown in the financial statements or the fixed salary of a full-time employee of the Company) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member or with a company in which he has a substantial financial interest except for any benefit which may be deemed to have arisen by virtue of the following transactions:

- A company in which Dato' Lim Kok Thay is a director and a substantial shareholder has retained Asiatic Development Berhad, a related company to provide plantation advisory services.
- A company in which Tan Sri Lim Goh Tong is a director and a substantial shareholder has:
 - rented approximately 5.87 hectares of land in the Mukim of Batang Kali, District of Ulu Selangor, Selangor to Genting Utilities & Services Sdn Bhd, a wholly-owned subsidiary of the Company; and
 - acquired approximately 3.04 hectares of freehold vacant land in the Mukim and District of Bentong, Pahang Darul Makmur from Genting Highlands Berhad, a wholly-owned subsidiary of the Company.
- Resorts World Limited ("RWL"), an indirect wholly-owned subsidiary of the Company has subscribed for a total of 609,781,993 Ordinary Shares of USD0.10 each in a corporation in which Tan Sri Lim Goh Tong and Dato' Lim Kok Thay have interests as set out below via the conversion of USD442,499,850 out of the USD480 million Floating Rate Convertible Unsecured Loan Notes ("Notes") issued to RWL under the Note Purchase Agreements between the corporation and RWL; and repaid RWL the remaining Notes of USD37,500,150 not converted into ordinary shares of the corporation:
 - Tan Sri Lim Goh Tong is a shareholder of the corporation, a preference unit holder of a Trust which is a substantial shareholder of the corporation ("the Trust"), and has a deemed interest in the units of the Trust by virtue of him being a beneficiary of a discretionary trust which holds the units in the Trust.
 - Dato' Lim Kok Thay is a director, shareholder and call option holder of the corporation, a director of another corporation which is the trustee of the Trust, a preference unit holder of the Trust, and has a deemed interest in the units of the Trust by virtue of him being a beneficiary of a discretionary trust which holds the units in the Trust.
- Genting Centre of Excellence Sdn Bhd, a 70% owned subsidiary of the Company has acquired approximately 3.04 hectares of leasehold vacant land in the Mukim and District of Bentong, Pahang Darul Makmur from Tan Sri Lim Goh Tong.
- RWL, Genting Overseas Holdings Limited and Palomino Limited, both of which are related corporations have disposed of a total of 29,110,200 Ordinary Shares of Norwegian Kroner 2.30 each representing approximately 10.88% in NCL Holding ASA to a corporation in which Tan Sri Lim Goh Tong and Dato' Lim Kok Thay have interests as set out below:
 - Tan Sri Lim Goh Tong is a shareholder of the holding company of the corporation, a preference unit holder of a Trust which is a substantial shareholder of the holding company of the corporation ("the Trust"), and has a deemed interest in the units of the Trust by virtue of him being a beneficiary of a discretionary trust which holds the units in the Trust.
 - Dato' Lim Kok Thay is a director, shareholder and call option holder of the holding company of the corporation, a director of another corporation which is the trustee of the Trust, a preference unit holder of the Trust, and has a deemed interest in the units of the Trust by virtue of him being a beneficiary of a discretionary trust which holds the units in the Trust.
- Gentinggi Sdn Bhd, a wholly-owned subsidiary of the Company has extended an interest-free housing loan to Mr Justin Tan Wah Joo to enable him to acquire a home following the redemption of the housing loan previously extended to him by RWL to acquire the same home upon the same terms and conditions.
- Palomino Limited, a related corporation has extended an interest-free loan to Mr Justin Tan Wah Joo.
- RWL has extended an interest-free loan to Tan Sri Alwi Jantan.

- (ix) A wholly-owned subsidiary of a company in which Dato' Siew Nim Chee is a director and a substantial shareholder has supplied agrochemicals to Asiatic Development Berhad, a related company.

Tan Sri Dato' Wan Sidek bin Hj Wan Abdul Rahman and Mr Goh Sin Huat are due to retire by rotation in accordance with Article 99 of the Articles of Association of the Company and they, being eligible, offer themselves for re-election.

Tan Sri Lim Goh Tong and Dato' Siew Nim Chee retire pursuant to Section 129 of the Companies Act, 1965 and separate resolutions will be proposed for their re-appointment as Directors under the provision of Section 129(6) of the said Act to hold office until the next Annual General Meeting of the Company.

OTHER STATUTORY INFORMATION

Before the income statements and balance sheets of the Group and of the Company were made out, the Directors took reasonable steps:

- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and satisfied themselves that all known bad debts had been written off and adequate allowance had been made for doubtful debts; and
- (ii) to ensure that any current assets, other than debts, which were unlikely to realise in the ordinary course of business their values as shown in the accounting records, were written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances:

- (i) which would render the amount written off for bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent;
- (ii) which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading;
- (iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities in the financial statements of the Group and of the Company misleading or inappropriate; and
- (iv) not otherwise dealt with in this report or in the financial statements of the Group and of the Company, that would render any amount stated in the respective financial statements misleading.

At the date of this report, there does not exist:

- (i) any charge on the assets of the Group or of the Company that has arisen since the end of the financial year which secures the liabilities of any other person; or
- (ii) any contingent liability in respect of the Group or of the Company that has arisen since the end of the financial year.

No contingent or other liability of the Group or of the Company has become enforceable, or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may substantially affect the ability of the Group and of the Company to meet their obligations as and when they fall due except as disclosed in Note 34 to the financial statements.

In the opinion of the Directors:

- (i) the results of the operations of the Group and of the Company for the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature except for the goodwill written off as reported in the financial statements; and
- (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

HOLDING COMPANY

The Company's immediate and ultimate holding company is Genting Berhad, a company incorporated in Malaysia.

AUDITORS

The auditors, PricewaterhouseCoopers, have expressed their willingness to continue in office.

On behalf of the Board,

DATO' LIM KOK THAY
Managing Director

Kuala Lumpur
18 April 2001

TAN SRI ALWI JANTAN
Executive Director

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Income Statements

For The Year Ended 31 December 2000

Amounts in RM million unless otherwise stated

	Note(s)	Group		Company	
		2000	1999	2000	1999
Revenue	3, 4 & 5	2,337.9	2,178.5	2,258.3	2,015.1
Cost of sales	6	(1,709.2)	(1,456.9)	(1,332.8)	(1,138.8)
Gross profit		628.7	721.6	925.5	876.3
Other income		77.4	36.4	12.8	23.6
Selling and distribution costs		(32.0)	(32.3)	(30.1)	(29.6)
Administration expenses		(138.6)	(152.5)	(105.0)	(214.1)
Other expenses		(15.7)	(10.9)	(11.9)	(10.0)
Profit from operations		519.8	562.3	791.3	646.2
Finance cost		(69.6)	(0.4)	(61.0)	(0.3)
Share of results of associated company		(49.6)	86.2	-	-
Write-off of goodwill arising on acquisition of additional interest in an associated company		(1,047.2)	-	-	-
(Loss)/Profit before taxation	4, 7 & 8	(646.6)	648.1	730.3	645.9
Taxation					
- Company & subsidiary companies	9	(210.9)	(1.0)	(200.1)	(0.6)
- Share of taxation in associated company	9	(18.6)	(1.3)	-	-
(Loss)/Profit from ordinary activities after taxation		(876.1)	645.8	530.2	645.3
Minority shareholders' interest		(0.4)	-	-	-
Net (loss)/profit for the year		(876.5)	645.8	530.2	645.3
Basic (loss)/earnings per share (sen)	30	(80.3)	59.2		
Diluted (loss)/earnings per share (sen)	30	N/A	N/A		
Gross dividends per share (sen)	10	16.0	18.0		

The notes set out on pages 25 to 44 form part of these financial statements.

Balance Sheets

As At 31 December 2000

Amounts in RM million unless otherwise stated

	Note	Group		Company	
		2000	1999	2000	1999
ASSETS					
PROPERTY, PLANT AND EQUIPMENT	11	2,915.3	2,561.3	1,769.1	1,781.5
REAL PROPERTY ASSETS	12	202.1	220.8	-	-
SUBSIDIARY COMPANIES	13	-	-	3,442.1	1,477.4
ASSOCIATED COMPANY	14	1,564.9	998.8	-	-
OTHER LONG TERM INVESTMENTS	15	110.4	162.6	3.6	3.2
OTHER LONG TERM ASSET					
Trade receivables	16	10.1	3.7	-	-
CURRENT ASSETS					
Property development	12	26.6	35.1	-	-
Inventories	17	14.9	13.3	12.9	11.5
Trade receivables	16	29.4	28.3	6.0	8.6
Other receivables, deposits and prepayments	18	52.1	48.7	42.6	37.4
Amount due from subsidiary companies	13	-	-	1,027.0	715.9
Amount due from other related companies	19	9.6	11.9	8.3	5.8
Amount due from associated company		4.0	3.2	1.6	1.5
Loan to directors	20	0.8	0.8	-	-
Short term investments	21	251.3	436.0	27.1	74.6
Bank balances and deposits	22	138.1	474.1	107.4	435.8
		526.8	1,051.4	1,232.9	1,291.1
LESS: CURRENT LIABILITIES					
Trade payables		19.1	14.5	15.3	12.2
Other payables and accrued expenses	23	361.5	262.2	337.5	230.3
Amount due to holding company	19	698.6	6.2	698.0	6.0
Amount due to subsidiary companies	13	-	-	687.2	5.9
Amount due to other related companies	19	50.5	30.3	40.5	21.9
Taxation		266.3	268.5	261.4	268.6
Short term borrowings	24	382.9	-	-	-
Proposed dividend		62.9	78.6	62.9	78.6
		1,841.8	660.3	2,102.8	623.5
NET CURRENT (LIABILITIES)/ASSETS		(1,315.0)	391.1	(869.9)	667.6
		3,487.8	4,338.3	4,344.9	3,929.7
FINANCED BY					
SHARE CAPITAL	25	545.9	545.9	545.9	545.9
RESERVES	26	2,477.6	3,479.9	3,679.5	3,275.1
SHAREHOLDERS' EQUITY		3,023.5	4,025.8	4,225.4	3,821.0
MINORITY INTERESTS		10.5	183.1	-	-
LONG TERM LIABILITIES					
Long term borrowings	24	319.2	14.3	-	-
Other long term liability	27	13.0	5.1	-	-
Deferred taxation	28	21.6	18.1	20.3	18.4
Provision for retirement gratuities	29	100.0	91.9	99.2	90.3
TOTAL LONG TERM LIABILITIES		453.8	129.4	119.5	108.7
		3,487.8	4,338.3	4,344.9	3,929.7
NET TANGIBLE ASSETS PER SHARE		RM2.77	RM3.69		

The notes set out on pages 25 to 44 form part of these financial statements.

Statements of Changes in Equity

For The Financial Year Ended 31 December 2000

Amounts in RM million unless otherwise stated

GROUP	Note(s)	Non-Distributable				Distributable	Total
		Share Capital	Share Premium	Capital Redemption Reserves	Reserve on Exchange Differences	Unappropriated Profit	
Balance at 1 January 1999	25 & 26	545.9	33.3	-	4.2	2,938.1	3,521.5
Net profit for the year		-	-	-	-	645.8	645.8
Appropriation:							
Dividends							
- interim	10	-	-	-	-	(62.9)	(62.9)
- proposed final	10	-	-	-	-	(78.6)	(78.6)
Balance at 31 December 1999	25 & 26	545.9	33.3	-	4.2	3,442.4	4,025.8
Transfer to capital redemption reserves		-	-	0.1	-	(0.1)	-
Net loss for the year		-	-	-	-	(876.5)	(876.5)
Appropriation:							
Dividends							
- interim	10	-	-	-	-	(62.9)	(62.9)
- proposed final	10	-	-	-	-	(62.9)	(62.9)
Balance at 31 December 2000	25 & 26	545.9	33.3	0.1	4.2	2,440.0	3,023.5

COMPANY	Note(s)	Non-Distributable		Distributable	Total
		Share Capital	Share Premium	Unappropriated Profit	
Balance at 1 January 1999	25 & 26	545.9	33.3	2,738.0	3,317.2
Net profit for the year		-	-	645.3	645.3
Appropriation:					
Dividends					
- interim	10	-	-	(62.9)	(62.9)
- proposed final	10	-	-	(78.6)	(78.6)
Balance at 31 December 1999	25 & 26	545.9	33.3	3,241.8	3,821.0
Net profit for the year		-	-	530.2	530.2
Appropriation:					
Dividends					
- interim	10	-	-	(62.9)	(62.9)
- proposed final	10	-	-	(62.9)	(62.9)
Balance at 31 December 2000	25 & 26	545.9	33.3	3,646.2	4,225.4

The notes set out on pages 25 to 44 form part of these financial statements.

Cash Flow Statements

For The Financial Year Ended 31 December 2000

Amounts in RM million unless otherwise stated

	Group		Company	
	2000	1999	2000	1999
CASH FLOWS FROM OPERATING ACTIVITIES				
(Loss)/Profit after minority interests but before taxation	(647.0)	648.1	730.3	645.9
Adjustments for:				
Depreciation of property, plant and equipment	159.3	174.4	135.6	134.9
Property, plant and equipment written off	-	0.6	-	0.5
Gain on disposal of property, plant and equipment	(2.6)	(3.9)	-	-
Gain on disposal of real property assets	(1.5)	-	-	-
Provision for retirement gratuities	9.7	6.9	9.7	6.9
Provision for retirement gratuities no longer required	(1.3)	(1.7)	(0.7)	(1.7)
Allowance for doubtful debts no longer required	(0.1)	(0.1)	-	-
Interest income	(71.1)	(24.8)	(7.5)	(15.9)
Interest income from subsidiary company	-	-	(86.9)	(16.8)
Interest expense	69.3	-	60.8	-
Investment income	(10.2)	(3.6)	-	-
Allowance for/(write back of) diminution in value in short term investments	98.0	(17.0)	-	-
Loss on disposal of investments	130.7	8.8	-	-
Share in loss / (profit) of associated company	49.6	(86.2)	-	-
Investments written down	14.3	67.0	-	-
Goodwill written off	1,047.2	-	-	-
Share of minority interest in profit of subsidiary companies	0.4	-	-	-
Other non cash items	-	1.8	-	0.1
	1,491.7	122.2	111.0	108.0
Operating profit before working capital changes	844.7	770.3	841.3	753.9
Related companies	22.6	8.7	16.2	9.2
Increase in inventories	(1.5)	(0.6)	(1.4)	(0.4)
Decrease in property development	9.9	-	-	-
Decrease in receivables, deposits, prepayments	(5.9)	(15.0)	(2.4)	(6.7)
Increase/(decrease) in payables and accrued expenses	39.6	(36.9)	107.3	(46.8)
Increase in amount due to holding company	692.4	0.4	4.4	0.3
Increase in amount due from subsidiary companies	-	-	(1,543.6)	(159.8)
Increase in amount due from associate company	(0.7)	-	(0.1)	(1.2)
	756.4	(43.4)	(1,419.6)	(205.4)
Cash generated from/(used in) operations	1,601.1	726.9	(578.3)	548.5
Retirement gratuities paid	(0.3)	(0.7)	(0.1)	(0.7)
Tax paid	(206.9)	(198.2)	(202.8)	(196.2)
Deferred membership income received	1.5	1.4	-	-
	(205.7)	(197.5)	(202.9)	(196.9)
Net Cash From/(Used In) Operating Activities	1,395.4	529.4	(781.2)	351.6

The notes set out on pages 25 to 44 form part of these financial statements.

Amounts in RM million unless otherwise stated

	Group		Company	
	2000	1999	2000	1999
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of property, plant and equipment	(455.1)	(299.2)	(123.4)	(145.6)
Purchase of Floating Rate Convertible Unsecured Loan Notes ("CULNs") issued by associated company	(1,824.0)	-	-	-
Refund of remaining CULNs not converted into equity	142.5	-	-	-
Purchase of short term investments	(130.1)	(383.0)	-	-
Purchase of long term investments	(36.1)	(226.4)	-	-
Proceeds from disposal of short term investments	112.6	101.4	-	-
Payment to a related company	-	(41.3)	-	-
Repayment from associated company	-	28.3	-	-
Interest received	71.1	24.8	6.8	15.9
Proceeds from disposal of property, plant and equipment	7.4	5.3	0.2	1.1
Dividends received	10.2	3.6	-	-
Dividends received from associated company	-	6.2	-	-
Expenditure on real property assets	(1.4)	(1.7)	-	-
Purchase of investment in subsidiary company	-	-	-	(0.2)
Proceeds from disposal of real property assets	20.1	0.2	-	-
Net Cash Used In Investing Activities	(2,082.8)	(781.8)	(116.4)	(128.8)
CASH FLOWS FROM FINANCING ACTIVITIES				
Dividends paid	(141.5)	(133.6)	(141.5)	(133.6)
Preference share dividend paid	(1.6)	-	-	-
Interest paid	(69.3)	-	(20.4)	-
Issue of shares to minority shareholders of subsidiary company	-	171.4	-	-
Borrowings from financial institutions	702.1	-	-	-
Borrowings from holding company	-	-	683.5	-
Borrowings from subsidiary company	-	-	638.4	-
Borrowings to subsidiary company	-	-	(638.4)	-
Repayment of borrowings	(14.3)	-	-	-
Redemption of Preferences shares	(171.5)	-	-	-
Net Cash From/(Used In) Financing Activities	303.9	37.8	521.6	(133.6)
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	(383.5)	(214.6)	(376.0)	89.2
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	548.7	763.3	510.5	421.2
CASH AND CASH EQUIVALENTS AT END OF THE YEAR	165.2	548.7	134.5	510.4
ANALYSIS OF CASH AND CASH EQUIVALENTS				
Bank balances and deposits	138.1	474.1	107.4	435.8
Money market instruments	27.1	74.6	27.1	74.6
	165.2	548.7	134.5	510.4

The notes set out on pages 25 to 44 form part of these financial statements.

Notes to the Financial Statements

31 December 2000

Amounts in RM million unless otherwise stated

1. PRINCIPAL ACTIVITIES

The Company is involved in a tourist resort business at Genting Highlands and its activities cover leisure and hospitality which comprises amusement, gaming, hotel and entertainment.

The principal activities of the subsidiary companies include property development and management, leisure and hospitality services, investments, time share ownership scheme, tours and travel related services.

The principal activities of the associated company include cruise and cruise related operations.

Details of the principal activities of the Group are set out in Notes 14 and 37 to the financial statements.

2. BASIS OF PREPARATION

The financial statements are prepared in accordance with and comply with the applicable approved accounting standards in Malaysia and the provisions of the Companies Act, 1965. The financial statements adopt the historical cost convention modified by the revaluation of certain property, plant and equipment and land held for development unless otherwise indicated in the individual policy statements set out in Note 3 to the financial statements.

The preparation of financial statements in conformity with the applicable approved accounting standards and the provisions of the Companies Act require the Directors to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Actual results could differ from those estimates.

3. SIGNIFICANT ACCOUNTING POLICIES

Consolidation

The consolidated financial statements include the audited financial statements of the Company and all its subsidiary companies made up to 31 December 2000. Subsidiary companies are companies in which the Group owns, has control over its financial and operating policies so as to obtain benefits from its activities.

Subsidiary companies are consolidated from the date on which effective control is transferred to the Group and are no longer consolidated from the date the control ceases. Subsidiary companies are consolidated using the acquisition method of accounting whereby the results of subsidiary companies acquired or disposed of during the year are included from the date of acquisition up to the date when the control ceases.

All material intercompany transactions, balances and unrealised gains on transactions between group companies have been eliminated; unrealised losses have also been eliminated unless cost cannot be recovered. Where necessary, accounting policies for subsidiaries have been changed to ensure consistency with the policies adopted by the Group. Separate disclosure is made of minority interests.

The gain or loss on disposal of a subsidiary company is the difference between net disposal proceeds and the Group's share of its net assets and exchange differences which were not previously recognised in the consolidated income statement.

Borrowing Costs

Costs incurred on external borrowings to finance expenditure and other long term qualifying assets are capitalised until the assets are ready for their intended use after which such expenses are charged to the income statement.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Property, Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation and amortisation.

Leasehold properties are amortised equally over their respective periods of lease, ranging from 60 to 97 years.

Freehold land and property, plant and equipment which are under construction are not depreciated.

Other property, plant and equipment are depreciated over their estimated useful lives using the straight-line method. The annual rates of depreciation used for the major groups of property, plant and equipment are as follows:

Buildings and improvements	2 - 50%
Plant, equipment and vehicles	10 - 50%

Real Property Assets, Property Development and Profit Recognition

Real property assets and property development comprise of land held for development and are stated at cost of acquisition. Cost of acquisition includes all related costs incurred necessary to prepare the land for its intended use. These assets remain as real property assets until the sales launch of these properties, after which they are then transferred to property development.

Assets under property development comprise land at cost and costs of all related development incurred and are then carried forward together with profit accrued to the appropriate stage of completion less progress billings. These developments are expected to be completed within the normal operating cycle of one to three years.

Profits on property development projects are recognised based on the percentage of completion method. Under this method, profits are recognised as the property project progresses. The stage of completion is determined based on the proportion of development cost incurred for work performed up to the balance sheet date over the estimated total development cost to completion. Profits are, however, recognised only in respect of sales where agreements have been finalised. Foreseeable losses are immediately recognised in the income statement.

Investments

Long term investments, both quoted and unquoted, include investments in subsidiary companies, associated companies and other non current investments. These investments are stated at cost except where the Directors are of the opinion that there is a permanent diminution in the value of an investment, in which case the investment is written down. Permanent diminution in the value of an investment is recognised as an expense in the financial year in which it arises.

Investment in subsidiary companies are eliminated on consolidation while investments in associated companies are accounted for by the equity method of accounting. Short term investments are stated at the lower of cost and market value, determined on a portfolio basis by comparing aggregate cost against aggregate market value.

An associated company is a company in which the Group exercises significant influence. Significant influence is the power to participate in its financial and operating policy decisions of the associated company but not control over the policies.

Unrealised gains on transactions between the Group and its associated company's undertakings are eliminated to the extent of the Group's interest in the associated company's undertakings; unrealised losses are also eliminated unless the transaction provides evidence of impairment on the asset transferred.

Equity accounting involves recognising in the income statement the Group's share of the associates' profit less losses for the year. The Group's interest in associated company is stated at cost net of goodwill written off plus adjustments to reflect changes in the Group's share of the net assets of the associated company.

Goodwill

Goodwill arising on consolidation which represents the excess of the purchase price over the fair value of the net assets of the subsidiary/associated companies at the date of acquisition, is written off to the income statement in the year of acquisition.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost includes, where relevant, appropriate proportions of overheads and is determined on a weighted average basis. Net realisable value is the estimate of the selling price in the ordinary course of business, less costs of completion and selling expenses. Allowance is made for obsolete and slow moving inventories in determining the net realisable value.

Receivables

Receivables are carried at estimated realisable value. An estimate is made for doubtful receivables based on a review of all outstanding amounts at the year end. Bad debts are written off during the year in which they are identified.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Derivative Financial Instruments

Derivative financial instruments, which include interest rate swap agreements and interest rate and currency swap agreements, are used in the Company's risk management of foreign currency and interest rate risk exposures of its financial liabilities.

The Company uses interest rate swap agreements and interest rate and currency swap agreements in order to lower funding costs, to diversify sources of funding and to limit the Company's exposure in relation to underlying debt instruments resulting from adverse fluctuations in interest rates or foreign currency exchange rates.

Hedge accounting principles are applied for the accounting of the underlying exposures and their respective hedge derivative instruments. The related interest differentials paid or received under the swap agreements are recognised over the terms of the agreements in interest expense. The underlying foreign currency liabilities, which have been effectively hedged by currency swap agreements, and designated as a hedge, are translated in the respective hedged currencies, at their prevailing rates as at the reporting date.

Provision for Retirement Gratuities

In 1991, the Board introduced a retirement gratuity scheme for executives and executive directors of the Company and certain subsidiary companies. The amount of the provision for the retirement gratuities is determined by the Board and is discretionary.

Deferred Taxation

Deferred tax accounting using the 'liability' method is adopted by the Group. Deferred taxation provides for the effects of all material timing differences between accounting income and taxable income arising from the inclusion of items in different periods. No future income tax benefit is recognised in respect of unutilised tax losses and timing differences that result in a net deferred taxation asset unless it can be demonstrated that these benefits can be realised in the foreseeable future.

Foreign Currencies

The financial statements are stated in Ringgit Malaysia ("RM").

Transactions in foreign currencies have been translated into RM at the rates ruling on the dates of the transactions. Monetary assets and liabilities in foreign currencies at the balance sheet date have been translated at the rates ruling on that date. Gains and losses arising from translation are included in the income statement. However, translation gains and losses arising from transactions which provide an effective hedge against investments in foreign currencies are taken to reserves. The corresponding translation gains and losses arising from such investments are recognised in the reserves on exchange differences.

Income statements of subsidiary and associated company in other reporting currencies are translated into RM at average rates for the year and the balance sheets are translated at the year end rates approximate to those ruling at the year end. Exchange differences arising from the translation of income statements at average rates and balance sheets at year end rates, and the restatement at year end rates of the opening net investments in such subsidiary and associated company are taken to reserves.

The closing rates of exchange used in translation are as follows:
(Malaysian ringgit to one unit of foreign currency)

Currency	Average rate		Closing rate	
	2000	1999	2000	1999
US Dollar	3.8000	3.8000	3.8000	3.8000
Sterling Pound	5.7646	6.1507	5.6791	6.1533
Australian Dollar	2.2105	2.4525	2.1082	2.4837
Singapore Dollar	2.2048	2.2426	2.1915	2.2816
Hong Kong Dollar	0.4877	0.4897	0.4872	0.4888

Cash and Cash Equivalents

Cash and cash equivalents include cash and bank balances, deposits and other short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to insignificant risk of changes in value.

3. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Revenue recognition

Revenue are recognised upon delivery of products or performance of services, net of sales tax and discounts, and after eliminating sales within the Group. Sales relating to property development projects are recognised as the project activity progresses and are in respect of sales where agreements have been recognised. Sales of short term investments are accounted for when the contracts are executed. Casino revenue represents net house takings. The casino license is renewable every three months.

Dividend income is recognised when the right to receive payment is established.

Other income earned by the Group includes interest income recognised on an accrual basis.

Dividends Proposed

Dividend on ordinary shares are accounted for in shareholder's equity as an appropriation of retained earnings in the year in which they are declared or proposed.

4. SEGMENT ANALYSIS

Group By activity	Operating Revenue		Profit/(Loss) Before Taxation		Assets Employed	
	2000	1999	2000	1999	2000	1999
Leisure and Hospitality Properties	2,172.2 42.2	2,064.4 8.1	691.5 (4.3)	593.8 (0.3)	2,911.3 442.7	2,600.8 491.6
Associated company	2,214.4 1,384.2	2,072.5 398.1	687.2 (49.6)	593.5 86.2	3,354.0 1,564.9	3,092.4 1,002.0
Non-Segment Items	3,598.6	2,470.6	637.6	679.7	4,918.9	4,094.4
- Interest bearing investments	-	-	1.8	24.8	67.7	372.4
- Equity investments and others	123.5	106.0	(1,286.0)	(56.4)	343.0	531.8
Adjustment relating to share of operating revenue of associated company	3,722.1 (1,384.2)	2,576.6 (398.1)	(646.6) -	648.1 -	5,329.6 -	4,998.6 -
	2,337.9	2,178.5	(646.6)	648.1	5,329.6	4,998.6
By geographical location						
Malaysia	2,215.2	2,072.5	687.2	593.5	3,354.0	3,092.4
Outside Malaysia	1,384.2	398.1	(49.6)	86.2	1,564.9	1,002.0
Non-Segment Items	-	-	1.8	24.8	67.7	372.4
- Interest bearing investments	-	-	1.8	24.8	67.7	372.4
- Equity investments and others	122.7	106.0	(1,286.0)	(56.4)	343.0	531.8
Adjustment relating to share of operating revenue of associated company	3,722.1 (1,384.2)	2,576.6 (398.1)	(646.6) -	648.1 -	5,329.6 -	4,998.6 -
	2,337.9	2,178.5	(646.6)	648.1	5,329.6	4,998.6

Included in profit/(loss) before taxation of equity investments and others for the current financial year is the write-off of goodwill arising on acquisition of additional interest in an associated company amounting to RM1,047.2 million.

Interest and investment income, interest expense, short term deposits and investments are not attributable to any activity and are therefore included under Non-Segment Items. Immaterial segments are not separately identified and for presentation purposes, are also included under Non-Segment Items.

5. REVENUE

	Group		Company	
	2000	1999	2000	1999
	RM'000	RM'000	RM'000	RM'000
Leisure & Hospitality	2,172,228	2,064,437	2,258,358	2,015,062
Properties management & sale of properties	42,166	8,053	-	-
Sale of investments	113,352	96,053	-	-
Dividend income	10,180	9,910	-	-
	2,337,926	2,178,453	2,258,358	2,015,062

6. COST OF SALES

Included in cost of sales for the current financial year is an amount of RM243.3 million representing cost of short term investments disposed during the year. Of this amount, RM171.4 million arose from the disposal of NCL Holding ASA, and which resulted in a loss of RM109.9 million.

Cost of sales for the current financial year also includes an allowance for the diminution in value of short term investments held at the end of the financial year amounting to RM98.0 million.

The balance of the cost of sales represents cost of inventories which include cost of services and cost of goods sold.

7. (LOSS)/PROFIT BEFORE TAXATION

(Loss)/Profit before taxation as stated above has been determined after inclusion of the following charges and credits:

	Group		Company	
	2000	1999	2000	1999
	RM'000	RM'000	RM'000	RM'000
Charges:				
Depreciation of property, plant and equipment	159,315	174,360	135,584	134,902
Property, plant and equipment written off	37	573	11	494
Long term investments written down	14,308	67,016	-	-
Allowance for diminution in value of short term investments	98,018	-	-	-
Net loss on disposal of short term investments	130,718	8,806	-	-
Goodwill written off	1,047,178	-	-	-
Hire of equipment	5,319	4,938	5,271	4,923
Rental of land and buildings	2,962	3,429	366	424
Auditors' remuneration	189	143	92	80
Provision for retirement gratuities	-	35	-	-
Interest expense	40,311	-	-	-
Net exchange losses				
- Realised	191	1,517	82	20
- Unrealised	88	-	-	-
Charges by holding company:				
- Licensing fees	66,701	61,945	65,778	61,119
- Shared services fees	3,338	-	2,688	-
- Interest expense	24,542	-	24,542	-
Charges by other related companies:				
- Management fees	185,830	178,482	183,337	176,575
- Rental of land and buildings	2,418	1,825	2,086	1,677
- Hire of equipment	2,718	-	2,718	-
- Shared services fees	4,856	-	4,856	-
- Interest expense	4,442	-	-	-
- Commission	12,031	6,811	10,771	6,811
- Marketing fees	480	480	480	480
Charges by subsidiary companies:				
- Interest expense	-	-	36,218	-
- Hire of equipment	-	-	1,026	2,318
- Rental of land and buildings	-	-	480	115

7. (LOSS)/PROFIT BEFORE TAXATION (Cont'd)

(Loss)/Profit before taxation as stated above has been determined after inclusion of the following charges and credits:

	Group		Company	
	2000	1999	2000	1999
	RM'000	RM'000	RM'000	RM'000
Credits:				
Interest income	69,716	24,786	7,460	15,908
Interest income from subsidiary companies	-	-	86,957	16,846
Interest income from related company	1,409	-	-	-
Write back of allowance for diminution in value of short term investments	-	16,984	-	-
Write back of provision for retirement gratuities	1,327	1,720	756	1,720
Rental income from land and buildings	13,957	12,120	6,540	6,656
Rental of equipment	95	116	-	-
Gross dividends from quoted				
- overseas corporations	8,850	2,598	-	-
- local corporations	1,330	965	-	-
Gain on disposal of property, plant and equipment	2,558	3,897	36	-
Income from subsidiary companies:				
- Airline ticketing & transportation	877	556	-	-
Income from associated companies:				
- Travel & transport	3,987	2,481	-	-
Staff costs	267,609	294,478	240,140	269,708
Number of employees at year end ('000)	9.1	8.5	6.9	7.0

8. DIRECTORS' REMUNERATION

	Group		Company	
	2000	1999	2000	1999
	RM'000	RM'000	RM'000	RM'000
From the Company				
- Directors' fees	288	317	288	317
- Provision for retirement gratuities	9,764	6,891	9,764	6,891
- Other emoluments	27,714	60,946	27,714	60,946
From subsidiary company				
- Directors' fees	6	17	-	-
	37,772	68,171	37,766	68,154
From the Company				
- Benefits-in-kind	135	120	135	120

9. TAXATION

	Group		Company	
	2000	1999	2000	1999
Current Taxation				
Malaysian taxation	206.6	0.5	198.3	-
Foreign taxation	0.9	0.3	-	-
	207.5	0.8	198.3	-
Deferred Taxation	3.4	0.2	1.8	0.6
	210.9	1.0	200.1	0.6
Share of tax in associated company	18.6	1.3	-	-
	229.5	2.3	200.1	0.6

The effective tax rate for the Group for the year is higher than the statutory tax rate mainly due to goodwill written off, loss on disposal of short term quoted investments, allowance for diminution in short term quoted investments and certain operating expenses which are not deductible for tax purposes.

In 1999, no provision for Malaysian taxation has been made as it was an income tax waiver year, pursuant to Section 8, part III of the Income Tax (Amendment) Act, 1999. The taxation charge of the Group mainly relates to tax at source on dividend income received.

There is no material adjustment for under/over provision for taxation relating to prior years for the Group and for the Company.

Subject to agreement by the Inland Revenue Board, the amount of unutilised tax losses of subsidiary companies available for which the related tax effects have not been included in the net income amounted to RM66.5 million (1999: RM63.6 million).

Subject to the agreement by the Inland Revenue Board, the Group has investment tax allowances of approximately RM455.0 million (1999: RM180.3 million) which is available to set off against future taxable profits of the Group.

10. DIVIDENDS

	2000	1999
Interim - 8.0 sen less 28% tax (1999: 8.0 sen less 28% tax) per ordinary share of RM0.50 each	62.9	62.9
Proposed final - 8.0 sen less 28% tax (1999: 10.0 sen less 28% tax) per ordinary share of RM0.50 each	62.9	78.6
	125.8	141.5

11. PROPERTY, PLANT AND EQUIPMENT

2000 Group	Freehold land	Long Leasehold land	Buildings & improvements	Plant, equipment & vehicles	Construction in progress	Total
Amount at cost:						
Beginning of the year	197.8	101.5	1,851.7	1,028.1	260.8	3,439.9
Additions	-	-	1.3	47.7	467.7	516.7
Disposals	-	-	(5.3)	(1.0)	-	(6.3)
Written off	-	-	-	(0.5)	-	(0.5)
Reclassification	-	1.6	399.7	52.7	(452.4)	1.6
End of the year	197.8	103.1	2,247.4	1,127.0	276.1	3,951.4
Accumulated depreciation:						
Beginning of the year	-	1.5	214.7	662.4	-	878.6
Charge for the year	-	1.0	45.7	112.6	-	159.3
Disposals	-	-	(0.6)	(0.8)	-	(1.4)
Written off	-	-	-	(0.4)	-	(0.4)
Reclassification	-	-	19.3	(19.3)	-	-
End of the year	-	2.5	279.1	754.5	-	1,036.1
Net book value at end of the year	197.8	100.6	1,968.3	372.5	276.1	2,915.3
1999 Group						
Amount at cost:						
Beginning of the year	196.1	112.2	1,708.9	974.1	103.9	3,095.2
Additions	0.6	1.3	6.5	19.3	271.5	299.2
Disposals	(0.1)	(1.0)	-	(1.0)	-	(2.1)
Written off	-	-	(0.8)	(0.1)	-	(0.9)
Transfer from investment properties	2.9	-	73.5	-	-	76.4
Reclassification	3.5	0.3	63.6	35.9	(103.3)	-
Others	(5.2)	(11.3)	-	(0.1)	(11.3)	(27.9)
End of the year	197.8	101.5	1,851.7	1,028.1	260.8	3,439.9
Accumulated depreciation:						
Beginning of the year	-	0.9	155.8	548.8	-	705.5
Charge for the year	-	0.9	41.4	114.3	-	156.6
Disposals	-	-	-	(0.7)	-	(0.7)
Written off	-	-	(0.3)	-	-	(0.3)
Transfer from investment properties	-	-	17.8	-	-	17.8
Others	-	(0.3)	-	-	-	(0.3)
End of the year	-	1.5	214.7	662.4	-	878.6
Net book value at end of the year	197.8	100.0	1,637.0	365.7	260.8	2,561.3

11. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

2000 Company	Freehold land	Long Leasehold land	Buildings & improvements	Plant, equipment & vehicles	Construction in progress	Total
Amount at cost:						
Beginning of the year	87.3	0.5	1,490.2	885.4	74.4	2,537.8
Additions	-	-	1.0	42.0	80.4	123.4
Disposals	-	-	-	(1.0)	-	(1.0)
Reclassification	-	-	108.6	3.1	(111.7)	-
End of the year	87.3	0.5	1,599.8	929.5	43.1	2,660.2
Accumulated depreciation:						
Beginning of the year	-	-	173.6	582.7	-	756.3
Charge for the year	-	-	36.9	98.7	-	135.6
Disposals	-	-	-	(0.8)	-	(0.8)
Reclassification	-	-	19.3	(19.3)	-	-
End of the year	-	-	229.8	661.3	-	891.1
Net book value at end of the year	87.3	0.5	1,370.0	268.2	43.1	1,769.1

1999
Company

Amount at cost:

Beginning of the year	87.3	0.5	1,425.5	835.3	45.2	2,393.8
Additions	-	-	-	15.6	130.1	145.7
Disposals	-	-	(0.8)	(0.1)	-	(0.9)
Written off	-	-	(0.8)	-	-	(0.8)
Reclassification	-	-	66.3	34.6	(100.9)	-
End of the year	87.3	0.5	1,490.2	885.4	74.4	2,537.8
Accumulated depreciation:						
Beginning of the year	-	-	139.1	482.6	-	621.7
Charge for the year	-	-	34.8	100.1	-	134.9
Disposals	-	-	-	-	-	-
Written off	-	-	(0.3)	-	-	(0.3)
End of the year	-	-	173.6	582.7	-	756.3
Net book value at end of the year	87.3	0.5	1,316.6	302.7	74.4	1,781.5

12. REAL PROPERTY ASSETS AND PROPERTY DEVELOPMENT

	2000	Group 1999
Non - current portion: Real property assets		
Freehold land held for development and development expenditure - at cost	202.1	220.8
Current portion: Property development		
Leasehold land and development expenditure - at cost	26.6	35.1

13. SUBSIDIARY COMPANIES

	Company	
	2000	1999
Unquoted shares - at cost	3,442.1	1,477.4

The subsidiary companies are listed in Note 37.

Included in the amount due to subsidiary companies was an amount due to a subsidiary company of RM638.4 million (1999: Nil) which carries interest rates ranging from 7.5% to 8.0% per annum. Included in the amount due from subsidiary companies was an amount due to a subsidiary company of RM638.4 million (1999: Nil) which carries interest rates ranging from 7.5% to 8.0% per annum. These amounts are unsecured and have no fixed terms of repayment.

The balance of the amount due from/to subsidiary companies are unsecured, interest free and have no fixed terms of repayment.

The comparative figures in respect of the amounts due to/from subsidiary companies have been reclassified from non-current to current to conform with the current year's presentation. These balances are classified as current as there are no fixed repayment terms and the Company can, at its discretion, call for the repayment of these balances.

14. ASSOCIATED COMPANY

	Group	
	2000	1999
Quoted shares in foreign corporation, at cost	2,936.1	1,254.6
Goodwill on acquisition written off	(1,405.9)	(358.7)
Share of post acquisition reserve	34.7	102.9
	1,564.9	998.8
Represented by:		
Share of net assets other than goodwill of the associated company	1,564.9	998.8
Market value of quoted shares in foreign corporation	3,936.1	6,474.0

Details of the associated company are as follows:

	Effective Percentage of Ownership		Country of Incorporation	Principal Activities
	2000	1999		
* Star Cruises Limited (Formerly known as Star Cruises PLC in the Isle of Man)	34.9	26.8	Isle of Man and redomiciled to Bermuda on 9 October 2000	Cruise and cruise related operations

* The financial statements of this company is audited by an overseas firm associated with the auditors of the Company.

During the year, the Group through Resorts World Limited, an indirect wholly-owned subsidiary of the Company, subscribed for a total of 609,781,993 Ordinary Shares of USD0.10 each in Star Cruises Limited ("SCL"), via the conversion of USD442,499,850 (RM1,681,499,430) out of the USD480,000,000 (RM1,824,000,000) Floating Rate Convertible Unsecured Loan Notes ("CULNs") issued to the Group under the Note Purchase Agreements, two on 28 September 2000 and one on 9 October 2000, between SCL and the Group. The remaining CULNs of USD37,500,150 (RM142,500,570) not converted into Ordinary Shares of SCL was repaid to the Group during the year.

15. OTHER LONG TERM INVESTMENTS

	Group		Company	
	2000	1999	2000	1999
Quoted				
Shares in foreign corporations, at cost	143.4	226.4	-	-
Amount written down to-date	(36.6)	(67.0)	-	-
	106.8	159.4	-	-
Unquoted - at cost				
Shares in Malaysian companies	3.6	3.2	3.6	3.2
	110.4	162.6	3.6	3.2
Market value of quoted shares	68.6	159.4	-	-

No further write-downs have been made during the financial year as the Directors deem that there is no further permanent diminution in the value of the investments.

16. TRADE RECEIVABLES

	Group		Company	
	2000	1999	2000	1999
Current:				
Trade receivables	30.0	28.8	6.2	8.6
Allowance for doubtful debts	(0.6)	(0.5)	(0.2)	-
	29.4	28.3	6.0	8.6
Non-current:				
Trade receivables	10.1	3.7	-	-
	39.5	32.0	6.0	8.6

17. INVENTORIES

	Group		Company	
	2000	1999	2000	1999
At cost:				
Food, beverages, tobacco and other hotel supplies	6.0	5.4	5.0	4.4
Stores, spares and retail stocks	8.9	7.9	7.9	7.1
	14.9	13.3	12.9	11.5

18. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	Group		Company	
	2000	1999	2000	1999
Other receivables	20.6	22.4	14.0	14.5
Deposits	14.4	13.2	12.6	11.7
Prepayments	17.1	13.1	16.0	11.2
	52.1	48.7	42.6	37.4

19. HOLDING COMPANY AND OTHER RELATED COMPANIES

The Company's immediate and ultimate holding company is Genting Berhad, a company incorporated in Malaysia.

The amounts due to / from holding and other related companies are unsecured, interest free, and have no fixed terms of repayment except for the loan from Genting Berhad.

During the year, the Company obtained a loan from Genting Berhad, its ultimate holding company as reported in Note 24.

20. LOAN TO DIRECTORS

These represent a housing loan and an interest-free loan to directors of the Company which are extended by a wholly-owned and an indirect wholly-owned subsidiaries of the Company respectively.

21. SHORT TERM INVESTMENTS

	Group		Company	
	2000	1999	2000	1999
Quoted - at cost				
Shares in foreign corporations	316.6	326.5	-	-
Shares in Malaysian companies	5.6	34.9	-	-
Less : Allowance for diminution in value	(98.0)	-	-	-
	224.2	361.4	-	-
Unquoted - at cost				
Money market instrument	27.1	74.6	27.1	74.6
	251.3	436.0	27.1	74.6
Market value of quoted shares				
- Foreign corporations	214.4	417.0	-	-
- Malaysian companies	9.8	53.2	-	-
	224.2	470.2	-	-

Both the Group's and Company's investment in money market instrument comprises negotiable certificates of deposit.

22. BANK BALANCES AND DEPOSITS

	Group		Company	
	2000	1999	2000	1999
Deposits with licensed banks	29.5	377.0	12.6	347.1
Cash and bank balances	108.6	97.1	94.8	88.7
	138.1	474.1	107.4	435.8

23. OTHER PAYABLES AND ACCRUED EXPENSES

	Group		Company	
	2000	1999	2000	1999
Other payables	180.9	73.2	169.0	63.7
Accrued expenses	157.1	158.7	146.1	137.6
Deposits	23.5	30.3	22.4	29.0
	361.5	262.2	337.5	230.3

Included in other payables is progress billings payable for the construction of a new hotel amounting to RM85.8 million (1999: RM24.2 million).

24. BORROWINGS

	Group		Company	
	2000	1999	2000	1999
Current				
Bank borrowings (unsecured)				
- financial instruments	319.2	-	-	-
- financial institutions	63.7	-	-	-
	382.9	-	-	-
Loans from Genting Berhad (unsecured)	683.5	-	683.5	-
	1,066.4	-	683.5	-
Non-current				
Bank borrowings (unsecured)	319.2	-	-	-
Long term advance-interest free	-	14.3	-	-
	319.2	14.3	-	-
	1,385.6	14.3	683.5	-
Weighted average effective interest rates:				
- bank borrowings	7.9	-	-	-
- loans from ultimate holding company	7.5	-	7.5	-
Currency in which total borrowings are denominated in:				
- US Dollar	481.7	-	-	-
- Singapore Dollar	220.4	-	-	-
- Ringgit Malaysia	683.5	14.3	683.5	-
	1,385.6	14.3	683.5	-
Maturity of borrowings (excluding finance lease liabilities):				
- not later than 1 year	1,066.4	-	683.5	-
- later than 1 year and not later than 5 years	319.2	14.3	-	-
	1,385.6	14.3	683.5	-

25. SHARE CAPITAL

	2000	1999
Authorised: 1,600.0 million ordinary shares of 50 sen each	800.0	800.0
Issued and fully paid: 1,091.8 million ordinary shares of 50 sen each	545.9	545.9

As at 31 December 2000, options to subscribe for 1,569,000 (1999: 1,607,000) unissued ordinary shares of 50 sen each under The Resorts World Employees' Share Option Scheme were outstanding.

The outstanding options granted in previous years are exercisable as follows:

Exercisable Period		Subscription Price Per Share RM	Number of Shares in thousands	
From	To		2000	1999
22 September 1999	22 September 2004	16.77	1,569	1,607

26. RESERVES

	Group		Company	
	2000	1999	2000	1999
Non-Distributable Reserves:				
Share Premium	33.3	33.3	33.3	33.3
Capital Redemption Reserves	0.1	-	-	-
Reserve on Exchange Differences	4.2	4.2	-	-
Distributable Reserves:				
Unappropriated Profit	2,440.0	3,442.4	3,646.2	3,241.8
	2,477.6	3,479.9	3,679.5	3,275.1

Based on the prevailing tax rate applicable to dividends, the estimated tax credit position is sufficient to frank RM2,832.0 million (1999: RM2,511.1 million) of the Company's unappropriated profit if distributed by way of dividends without additional tax liabilities being incurred.

In addition, the Company has tax exempt income as at 31 December 2000, available to frank as tax exempt dividends arising mainly from the Promotions of Investment Act, 1986 and the Income Tax (Amendment) Act, 1999, relating to tax on income earned in 1999 being waived, amounting to approximately RM1,668.7 million. The estimated tax credit and tax exempt income are subject to agreement by the Inland Revenue Board.

27. OTHER LONG TERM LIABILITY

	Group	
	2000	1999
Advance membership fees	13.0	5.1

The advance membership fees relate to fees received on sale of time share unit by a subsidiary company offering a time-share ownership scheme. These fees are recognised as income over the next twenty four years from commencement of membership.

28. DEFERRED TAXATION

	Group		Company	
	2000	1999	2000	1999
Excess of capital allowances over depreciation	41.9	35.8	40.6	36.1
Timing differences arising from provision	(20.3)	(17.7)	(20.3)	(17.7)
	21.6	18.1	20.3	18.4

Subject to agreement by the Inland Revenue Board, the Group has potential deferred tax benefits, of which the tax effects not taken up in the financial statements are as follows:

	2000	1999
Unutilised tax losses	18.6	17.8
Unutilised capital allowances	41.5	25.1

29. PROVISION FOR RETIREMENT GRATUITIES

	Group		Company	
	2000	1999	2000	1999
Beginning of the year	91.9	87.4	90.3	85.8
Charged to income statement	9.7	6.9	9.7	6.9
Paid during the year	(0.3)	(0.7)	(0.1)	(0.7)
Provision no longer required	(1.3)	(1.7)	(0.7)	(1.7)
End of the year	100.0	91.9	99.2	90.3

30. EARNINGS PER SHARE

The basic earnings per ordinary share is calculated based on the Group net loss for the financial year of RM876.5 million (1999: net profit for the financial year of RM645.8 million) and the number of ordinary shares in issue of 1,091.8 million (1999: 1,091.8 million).

As at 31 December 2000, the Company has 1,569,000 unissued ordinary shares outstanding under The Resorts World Employees' Share Option Scheme ("RWBESOS"). In accordance with the provision laid down by the Malaysian Accounting Standards Board ("MASB") No.13 on earnings per share, share options are dilutive when they are issued for no consideration or where a portion of the outstanding share options are deemed dilutive in situations where the exercise price of the options is below its fair value.

Since the exercise price of the RWBESOS is above the fair value of the Company's shares for the current year, the option is deemed non dilutive.

31. FINANCIAL INSTRUMENTS

As at the end of the current financial year, the Group has entered into the following financial instruments:

a) Euro Medium Term Notes ("Notes")

Resorts World (Labuan) Limited, a wholly-owned subsidiary of the Company, issued the following notes which form part of the borrowings as disclosed in Note 24:

Currency	Issue date	Maturity date	Interest type	Foreign Currency	Ringgit Equivalent
Singapore Dollar	26/05/2000	26/05/2003	Fixed rate	100.0	220.4
US Dollar	16/06/2000	16/06/2003	Floating rate based on SIBOR	26.0	98.8
US Dollar	16/06/2000	16/06/2001	Floating rate based on SIBOR	84.0	319.2
					638.4

The above Notes are guaranteed by the Company and are redeemable in full on the respective maturity dates.

b) Singapore Dollar ("SGD")/US Dollar ("USD") Cross Currency Swap ("CCS")

Further to the issuance of the SGD Notes on the 26 May 2000 for SGD100 million, as disclosed in (a) above, the Group entered into two CCS agreements, the first on the issue date of the Notes and the second on 3 August 2000. The effect of the two CCS agreements is to convert the SGD Notes into a fixed rate USD liability.

The swaps terminate on the maturity of the loan, which is 26 May 2003.

c) USD Interest Rate Swap ("IRS")

Subsequent to the issuance of the Notes for USD26 million, as disclosed in (a) above, the Group entered into an IRS agreement on 8 August 2000. The effect of this transaction is to effectively fix the interest rate payable on that tranche of the loan.

These instruments are executed with a creditworthy financial institution and the Directors are of the view that the possibility of non performance by the financial institution is remote on the basis of its financial strength.

32. CAPITAL COMMITMENTS

	Group		Company	
	2000	1999	2000	1999
Authorised property, plant and equipment expenditure not provided for in the financial statements:				
- contracted	397.7	301.3	149.0	27.4
- not contracted	23.8	48.9	10.2	41.5
	421.5	350.2	159.2	68.9

33. NON-CASH TRANSACTION

Group

The principal non-cash transaction during the year relates to the Group's acquisition of additional 609,781,993 ordinary shares of USD0.10 each in Star Cruises Limited by the conversion of Convertible Unsecured Loan Notes purchased during the year, amounting to RM1,681.4 million, the details of which are explained in Note 14.

Company

The principal non-cash transactions during the year are the acquisition of 6% non-convertible, non-cumulative redeemable preference shares of RM1 each in the following subsidiary companies:

Subsidiary companies:	Number of shares (‘000)	RM (‘000)
Resorts World Limited	1,186	1,185,600
Seraya Mayang Sdn Bhd	312	312,180

34. CONTINGENT LIABILITY (UNSECURED)

At 31 December 2000, the Company had contingent liability in respect of guarantee issued to financial institutions amounting to RM638.4 million (1999: Nil) for the Euro Medium Term Notes issued by a subsidiary company. The details are disclosed in Note 31 (a). It is anticipated that no material liabilities will arise as a result of these guarantee.

35. SIGNIFICANT RELATED PARTY DISCLOSURES

In addition to related party disclosures mentioned elsewhere in the financial statements, set out below are other significant related party transactions and balances. The related party transactions described below were carried out on terms and conditions obtainable in transactions with unrelated parties unless otherwise stated.

The immediate and ultimate holding company of the Group is Genting Berhad, a company incorporated in Malaysia.

Tan Sri Lim Goh Tong is the Chairman and Chief Executive of both the Company and Genting Berhad.

Dato' Lim Kok Thay, a son of Tan Sri Lim Goh Tong, is the Managing Director of the Company and Genting Berhad; the Chairman of Star Cruises Limited, an associated company of the Company; and the Chairman of Genting International PLC, an indirect fellow subsidiary of the Company; and the Director of Genting Overseas Holdings Limited, a fellow subsidiary of the Company and the holding company of Genting International PLC.

Tun Mohammed Hanif bin Omar, the Deputy Chairman of both the Company and Genting Berhad, is the Chairman of Maxis Communications Bhd, which is the holding company of Maxis Collections Sdn Bhd; and the Director of Renong Berhad, which is the ultimate holding company of TT dotCom Sdn Bhd (formerly TIME Telecommunications Sdn Bhd).

Justin Tan Wah Joo, the Executive Director and Executive Vice President - Leisure & Hospitality of the Company, is the Managing Director of Genting International PLC; and the Director of E-Genting Holdings Sdn Bhd, E-Genting Sdn Bhd and Genting Information Knowledge Enterprise Sdn Bhd, the fellow subsidiaries of the Company.

(a) Rendering of services

Year ended
31.12.2000
RM'000

Group

Rendering of services to:

Star Cruises Limited and its subsidiaries; an associated company

- air ticket and transportation services

- show artistes administration services

Genting Berhad and its subsidiaries (air ticket and transportation services)

3,987
251
917

Sales to Star Cruises Limited and its subsidiaries and Genting Berhad and its subsidiaries are aggregated because these transactions are similar in nature within the Group and no single transaction is significant enough to warrant separate disclosure.

35. SIGNIFICANT RELATED PARTY DISCLOSURES (Cont'd)

(b) Purchase of goods and services

		Year ended 31.12.2000 RM'000
Group	Note	
Purchase of goods from:		
- E-Genting Holdings Sdn Bhd (information technology products); a related company		4,477
Purchase of services from:		
- Genting Berhad	(i)	3,338
- Genting Information Knowledge & Enterprise Sdn Bhd	(ii)	7,881
- E-Genting Sdn Bhd	(iii)	5,348
- Genting Card Services Sdn Bhd	(iv)	1,545
- Maxis Collections Sdn Bhd (telephone expenses)		307

- (i) Genting Berhad provides shared services in relation to tax, treasury, internal audit, corporate affairs, secretarial and human resource functions based on mutually agreed terms and prices.
- (ii) Genting Information Knowledge & Enterprise Sdn Bhd, a wholly-owned subsidiary of E-Genting Holdings Sdn Bhd which in turn is a fellow subsidiary company of the Company, provides information technology support and maintenance services for Customer Relationship Management solution; Web, eCommerce and other software and hardware related services as well as to provide services through Customer Interactive Centre based on mutually agreed terms and prices.
- (iii) E-Genting Sdn Bhd, a wholly-owned subsidiary of E-Genting Holdings Sdn Bhd, provides information technology consultation, implementation, support and maintenance services for Enterprise Resource Planning solution, hardware shared services, system research and development and information technology related management and advisory services based on mutually agreed terms and prices.
- (iv) Genting Card Services Sdn Bhd, a wholly-owned subsidiary of E-Genting Holdings Sdn Bhd, provides management and promotion of loyalty program for Genting WorldCard based on mutually agreed terms and prices.

(c) Rental and related services

	Year ended 31.12.2000 RM'000
Group	
Rental of premises to:	
Maxis Communication Bhd	444
TT dotCom Sdn Bhd (formerly TIME Telecommunications Sdn Bhd)	285
Oriregal Creations Sdn Bhd	827
Rental of premises from:	
Oakwood Sdn Bhd, a fellow subsidiary company	2,421

The spouse of Tan Sri Lim Goh Tong is a director and substantial shareholder of Oriregal Creations Sdn Bhd.

Rental of space to third parties is negotiated based on, amongst other factors, space, size, location and nature of businesses operated by the tenants. Businesses operated by Oriregal provide basic shopping facilities to visitors and basic canteen facilities primarily catered to staff working at Genting Highlands Resort. These facilities have been long established and the rentals have been negotiated on this basis taking into account the other aforementioned factors.

The rental at the Genting Hotel and the Highlands Hotel are 7% lower than the comparable range of commercial rates charged to other tenants as a larger space is occupied. The rental of premises at the Resort Hotel is 31% lower as they are located at a low traffic area. The rental of premises near the Resort Hotel car park is 40% higher than similar premises due to the superior location. The rental of premises near the staff residential area is 2% higher than commercial rates of comparable premises.

(d) Licence agreement

During the year, the Group paid a total licensing fees of RM66.7 million to Genting Berhad for the use of name and accompanying logo of "Genting" and "Awana" based on agreed terms and rates.

35. SIGNIFICANT RELATED PARTY DISCLOSURES (Cont'd)

(e) Agency arrangements

Genting International PLC, a 57.6% owned subsidiary of Genting Overseas Holdings Limited which in turn is a fellow subsidiary of the Company, is the exclusive international sales and marketing coordinator for Genting Highlands Resort based on agreed terms and rates.

	Year ended 31.12.2000 RM'000
Group	
The transactions during the year are:	
- Commission and marketing fees	8,357
- Reimbursement of sales offices expenses	3,371

(f) Management agreements

	Year ended 31.12.2000 RM'000
Group	
Genting Hotel & Resorts Management Sdn Bhd	183,337
Awana Hotels & Resorts Management Sdn Bhd	2,493

Genting Hotel & Resorts Management Sdn Bhd, a fellow subsidiary company, provides technical know-how and management expertise in the resort's operations for Genting Highlands Resort.

Awana Hotels & Resorts Management Sdn Bhd, a fellow subsidiary company, provides technical know-how and management expertise in the resort's operations for Awana Chain of hotels and resorts as well as the Time Sharing Scheme for Awana Vacation Resorts Development Sdn Bhd.

The above services are undertaken on agreed terms and rates.

(g) Loans from Genting Berhad

During the year, Genting Berhad advanced a loan of RM683,511,000. This loan is unsecured and interest was payable at one percent above local financial institution's base lending rate.

(h) Loans granted to director

Gentinggi Sdn Bhd, a wholly-owned subsidiary of the Company, granted an unsecured interest free housing loan to Justin Tan Wah Joo, the Executive Director and Executive Vice President - Leisure & Hospitality of the Company. The loan has a repayment term of 97 months. The outstanding balance at the end of the financial year was RM708,345.

(i) Sale and acquisition of lands

- i) Kijal Resort Sdn Bhd, an indirect subsidiary of the Company, sold a parcel of land to Port Klang Cruise Centre Sdn Bhd, a wholly-owned subsidiary of Star Cruises Limited, for RM4,092,224 in 1999. Subsequently by a deed of revocation dated 1 August 2000, this agreement was revoked and rescinded.
- ii) Genting Highlands Bhd ("GHB"), a wholly-owned subsidiary of the Company, disposed to Genting Development Sdn Bhd, which is a company in which Tan Sri Lim Goh Tong is a director and substantial shareholder, a parcel of freehold vacant land measuring approximately 1.88 hectares and part of the freehold vacant land measuring approximately 1.16 hectares, both situated in Genting Highlands, Mukim and District of Bentong, Pahang Darul Makmur for a total cash consideration of RM1,513,000. This disposal was approved by the Board of Directors of GHB and the Company on 12 April 2000 and by the shareholders at an Extraordinary General Meeting ("EGM") held on 29 June 2000.

The outstanding balance as at 31 December 2000 was RM1,361,700.

- iii) Genting Centre of Excellence Sdn Bhd ("GCE"), a 70% owned subsidiary of the Company, acquired a parcel of leasehold vacant land measuring approximately 3.04 hectares in Genting Highlands, Mukim and District of Bentong, Pahang Darul Makmur from Tan Sri Lim Goh Tong for a cash consideration of RM1,277,000. This acquisition was approved by the Board of Directors of GCE and the Company on 12 April 2000 and by the shareholders at an EGM held on 29 June 2000.

The outstanding balance as at 31 December 2000 was RM1,149,300.

35. SIGNIFICANT RELATED PARTY DISCLOSURES (Cont'd)

(j) Advance from Genting Overseas Holdings Limited

- i) Genting Overseas Holdings Limited ("GOHL") advanced RM50,406,170 in March 2000 to the Group as an unsecured loan with interest payable at 0.75% above Singapore Interbank Offer Rate ("SIBOR"). This advance was fully repaid in July 2000.
- ii) GOHL advanced RM235,600,000 in October 2000 to the Group as an unsecured loan with interest payable at 1% above SIBOR. This advance was fully repaid in December 2000.

(k) Investment in Star Cruises Limited

On 21 August 2000, the shareholders of the Company approved the cash subscription by Resorts World Limited ("RWL"), an indirect wholly-owned subsidiary of the Company, of up to USD480 million in new equity shares and/or new securities convertible into equity shares of Star Cruises Limited ("SCL"), an associated company of the Company.

Subsequently, RWL entered into three Note Purchase Agreement with SCL, two on 28 September 2000 and one on 9 October 2000 to purchase the following Floating Rate Convertible Unsecured Loan Notes ("CULNs"):

- (a) USD213 million (RM809.4 million) Series A CULNs tranche issued on 2 October 2000 at SIBOR + 1% and due to mature on 20 August 2001; and
- (b) USD267 million (RM1,014.6 million) Series B CULNs tranche issued on 11 October 2000 at SIBOR + 1% and due to mature on 20 August 2001.

On 24 November 2000, RWL entered into a share sale agreement with Arrasas Limited, a wholly-owned subsidiary of SCL, to dispose a total of 10,300,000 ordinary shares of NOK2.30 each representing approximately 3.9% equity interest in NCL Holding ASA ("NCL") for a total cash consideration of NOK154.5 million (approximately RM61.5 million). The consideration was determined based on a price of NOK15 for each share of NCL, representing the closing price for each NCL share as quoted on the Oslo Stock Exchange on 23 November 2000. The proceeds from the disposal was utilized to part finance the investment in SCL. The consideration of NOK154.4 million has been received in full during the year.

The disposal have been approved by Board of Directors of the Company and RWL on 24 November 2000.

On 29 November 2000, RWL subscribed for a total of 609,781,993 Ordinary Shares of USD0.10 each in SCL, via the conversion of USD442,499,850 out of the USD480 million CULNs issued to RWL as mentioned above. The remaining CULNs of USD37,500,150 not converted into Ordinary Shares of SCL was repaid to RWL in the year. The conversion price was based on the rate of HKD5.66 or USD0.7257 per share. The conversion price was arrived at by the Joint Placing Agents for SCL, namely HSBC Investment Bank Asia Limited/Credit Suisse First Boston (Hong Kong) Limited following placements made to other institutional and/or private investors at the same subscription price in conjunction with the listing of and quotation of all the shares of SCL on the Hong Kong Stock Exchange Limited.

Upon issuance of 609,781,993 new ordinary shares of USD0.10 each to RWL, RWL would own 1,486,886,993 shares representing 35.91% of the enlarged issued and paid-up share capital of SCL.

36. SUBSEQUENT EVENT

Significant Subsequent Event

On 20 March 2001, RWB (Labuan) Limited, a direct wholly-owned subsidiary of the Company, entered into a loan agreement with financial institutions to secure an aggregate loan amounting to USD200 million. The loan is guaranteed by the Company and is subject to a floating interest rate based on LIBOR.

The loan is to enable the Company to refinance USD200 million of its additional equity investment in Resorts World Limited ("RWL") during the financial year, which was used by RWL to purchase additional equity stake in Star Cruises Limited on 29 November 2000 as mentioned in Note 14.

37. SUBSIDIARY COMPANIES

	Effective Percentage of Ownership		Country of Incorporation	Principal Activities
	2000	1999		
<u>Direct Subsidiary Companies</u>				
Genting Golf Course Bhd	100	100	Malaysia	Condotel and hotel business, golf resort and property development
First World Hotels & Resorts Sdn Bhd	100	100	Malaysia	Hotel business
Genting Highlands Berhad	100	100	Malaysia	Land and property development
Genting Utilities & Services Sdn Bhd	100	100	Malaysia	Provision of utilities services
Setiabahagia Sdn Bhd	100	100	Malaysia	Property investment
Setiaseri Sdn Bhd	100	100	Malaysia	Property investment
Vestplus Sdn Bhd	100	100	Malaysia	Property investment
Gentinggi Sdn Bhd	100	100	Malaysia	Investment holding
Sierra Springs Sdn Bhd	100	100	Malaysia	Investment holding
Resorts World Tours Sdn Bhd	100	100	Malaysia	Provision of tour and travel related services
Resorts World Food Services Sdn Bhd	100	100	Malaysia	Dormant
* Vestplus (Hong Kong) Limited	100	100	Hong Kong	Pre-operating
Leisure & Cafe Concept Sdn Bhd	100	100	Malaysia	Pre-operating
Genting Studio Sdn Bhd	100	100	Malaysia	Pre-operating
Resorts Tavern Sdn Bhd	100	100	Malaysia	Pre-operating
Seraya Mayang Sdn Bhd	100	99.9	Malaysia	Investment holding
Genting Centre of Excellence Sdn Bhd	70	70	Malaysia	Training services
Genting Leisure Sdn Bhd	100	100	Malaysia	Investment holding
Genting Entertainment Sdn Bhd	100	100	Malaysia	Show agent
Genting Skyway Sdn Bhd	100	100	Malaysia	Provision of cable car services
Awana Vacation Resorts Development Berhad	100	100	Malaysia	Proprietary timeshare ownership scheme
Genting Theme Park Sdn Bhd (formerly known as Profil Masa (M) Sdn Bhd)	100	100	Malaysia	Pre-operating
* Vestplus (Thailand) Limited	91	91	Thailand	Pre-operating
Delquest Sdn Bhd	100	100	Malaysia	Investments
First World Entertainment Sdn Bhd	100	100	Malaysia	Pre-operating
First World Equities Sdn Bhd	100	100	Malaysia	Pre-operating
First World Food Services Sdn Bhd	100	100	Malaysia	Pre-operating
First World Leisure Sdn Bhd	100	100	Malaysia	Pre-operating
First World Management Services Sdn Bhd	100	100	Malaysia	Pre-operating
First World Theme Park Sdn Bhd	100	100	Malaysia	Pre-operating
Resorts World (Labuan) Limited	100	-	Labuan, Malaysia	General trading
RWB (Labuan) Limited	100	-	Labuan, Malaysia	Dormant
<u>Indirect Subsidiary Companies</u>				
Genting Property Management Sdn Bhd	100	100	Malaysia	Property management
Genasa Sdn Bhd	100	100	Malaysia	Sale and letting of apartment
Gentasa Sdn Bhd	100	100	Malaysia	Pre-operating
Gentas Sdn Bhd	100	100	Malaysia	Pre-operating
Genmas Sdn Bhd	100	100	Malaysia	Pre-operating
Genas Sdn Bhd	100	100	Malaysia	Pre-operating
Genawan Sdn Bhd	100	100	Malaysia	Pre-operating
Gensa Sdn Bhd	100	100	Malaysia	Pre-operating
Gentinggi Quarry Sdn Bhd	100	100	Malaysia	Pre-operating
* Resorts World Limited	100	100	Isle of Man	Investment holding
* R.W. Investments Limited	100	100	Isle of Man	Dormant
* Resorts Overseas Investments Limited	100	100	Isle of Man	Pre-operating
Rantau Cempaka (M) Sdn Bhd	100	100	Malaysia	Pre-operating
Genting World Sdn Bhd	100	100	Malaysia	Leisure and entertainment business

37. SUBSIDIARY COMPANIES (Cont'd)

	Effective Percentage of Ownership		Country of Incorporation	Principal Activities
	2000	1999		
Kijal Resort Sdn Bhd	100	69.9	Malaysia	Property development and property management
Widuri Pelangi Sdn Bhd	100	69.9	Malaysia	Golf resort and hotel business
* Lafleur Limited	100	100	Isle of Man	Investment holding
Genting Administrative Services Sdn Bhd	100	100	Malaysia	Investment holding
Star Cruise Properties Sdn Bhd	100	100	Malaysia	Investment holding
Papago Sdn Bhd	100	100	Malaysia	Resorts and hotel business
Merriwa Sdn Bhd	100	100	Malaysia	Pre-operating
Nippontech Resources Sdn Bhd	100	100	Malaysia	Pre-operating
Twinmatics Sdn Bhd	100	100	Malaysia	Pre-operating
Twinsurf Sdn Bhd	100	100	Malaysia	Pre-operating
Dutabay Sdn Bhd	100	100	Malaysia	Pre-operating
Bandar Pelabuhan Sdn Bhd	60	60	Malaysia	Investment holding
Twinkle Glow Sdn Bhd	60	60	Malaysia	Pre-operating
Tullamarine Sdn Bhd	60	60	Malaysia	Pre-operating
Jomara Sdn Bhd	60	60	Malaysia	Pre-operating
Sweet Bonus Sdn Bhd	60	60	Malaysia	Pre-operating
Vintage Action Sdn Bhd	60	60	Malaysia	Pre-operating
Yarrowin Sdn Bhd	60	60	Malaysia	Pre-operating
Hitechwood Sdn Bhd	60	60	Malaysia	Pre-operating
Rapallo Sdn Bhd	60	60	Malaysia	Pre-operating
Laserwood Sdn Bhd	60	60	Malaysia	Pre-operating
Space Fair Sdn Bhd	60	60	Malaysia	Pre-operating
Waxwood Sdn Bhd	60	60	Malaysia	Dormant
Neutrino Space Sdn Bhd	60	60	Malaysia	Pre-operating
Possible Affluent Sdn Bhd	60	60	Malaysia	Pre-operating

* The financial statements of these companies are audited by overseas firms associated with the auditors of the Company.

38. COMPARATIVES

The presentation of the financial statements for the current financial year has been extended to comply with the Malaysian Accounting Standards Board ("MASB") standards. As mentioned in the respective Notes to the financial statements, certain comparative figures have been reclassified and/or expanded to ensure comparability with the current year's presentation.

Comparative information on significant related party disclosure are not presented as the Company applies the exemption provided by MASB 8, Related Party Disclosures.

Statement by Directors

Pursuant To Section 169 (15) Of The Companies Act, 1965

We, **DATO' LIM KOK THAY** and **TAN SRI ALWI JANTAN**, two of the Directors of **RESORTS WORLD BHD**, do hereby state that, in the opinion of the Directors, the financial statements set out on pages 20 to 44 are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2000 and of the results of the Group and of the Company and cash flows of the Group and Company for the year ended on that date in accordance with the applicable approved accounting standards in Malaysia and comply with the provisions of the Companies Act, 1965.

On behalf of the Board,

DATO' LIM KOK THAY
Managing Director

TAN SRI ALWI JANTAN
Executive Director

Kuala Lumpur
18 April 2001

Statutory Declaration

Pursuant To Section 169 (16) Of The Companies Act, 1965

I, **KOH POY YONG**, the Officer primarily responsible for the financial management of **RESORTS WORLD BHD**, do solemnly and sincerely declare that the financial statements set out on pages 20 to 44 are, in my opinion, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed)
KOH POY YONG at KUALA LUMPUR on 18 April 2001)
Before me,

KOH POY YONG

DATO' NG MANN CHEONG
Commissioner for Oaths
Kuala Lumpur

Report of the Auditors

To The Members Of Resorts World Bhd

We have audited the financial statements set out on pages 20 to 44. These financial statements are the responsibility of the Company's Directors. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with approved auditing standards in Malaysia. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by Directors, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion:

- (a) the financial statements have been prepared in accordance with the provisions of the Companies Act, 1965 and applicable approved accounting standards in Malaysia so as to give a true and fair view of :
 - i) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements; and
 - ii) the state of affairs of the Group and Company as at 31 December 2000 and of the results and cash flows of the Group and Company for the year ended on that date; and
- (b) the accounting and other records and the registers required by the Act to be kept by the Company and by the subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.

The names of the subsidiary companies of which we have not acted as auditors are indicated in Note 37 to the financial statements. We have considered the financial statements of these subsidiary companies and the auditors' reports thereon.

We are satisfied that the financial statements of the subsidiary companies that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements and we have received satisfactory information and explanations required by us for those purposes.

The auditors' reports on the financial statements of the subsidiary companies were not subject to any qualification and did not include any comment made under subsection (3) of Section 174 of the Act.

PRICEWATERHOUSECOOPERS

(No. AF-1146)
Public Accountants

CHIN KWAI YOONG

(No. 890/4/02 (J/PH))
Partner of the firm

Kuala Lumpur
18 April 2001

Audit Committee

TERMS OF REFERENCE

The Audit Committee ("the Committee") was established by the Board of Directors of Resorts World Bhd ("the Company") on 11 August 1994. The Committee is governed by the following terms of reference:

1. Composition

- (i) The Committee shall comprise three directors, a majority of whom are independent of management and operating responsibilities. One of the Committee members who is a non-executive director shall be appointed as the Committee's Chairman by the members of the Committee.
- (ii) If the number of members of the Committee is reduced to below three for reasons of resignation, death or otherwise, the Board of Directors of the Company shall appoint such number of new members as may be required to make up the minimum number of three members.

2. Authority

The Committee is granted the authority to investigate any activity of the Company and its subsidiaries, and all employees are directed to co-operate as requested by members of the Committee. The Committee is empowered to retain persons having special competence as necessary to assist the Committee in fulfilling its responsibility.

3. Responsibility

The Committee is to serve as a focal point for communication between non-Committee directors, the external auditors, internal auditors and the Management on matters in connection with financial accounting, reporting and controls. The Committee is to assist the Board of Directors in fulfilling its fiduciary responsibilities as to accounting policies and reporting practices of the Company and all subsidiaries and the sufficiency of auditing relative thereto. It is to be the Board's principal agent in assuring the independence of the Company's external auditors, the integrity of the management and the adequacy of disclosures to shareholders.

4. Functions

The functions of the Committee are as follows:

- (i) review with the external auditors, their audit plan;
- (ii) review with the external auditors, their evaluation of the system of internal accounting control;
- (iii) review with the external auditors, their audit report;
- (iv) review the assistance given by the Company's officers to the external auditors;
- (v) review the scope and results of the internal audit procedures;
- (vi) review the financial statements of the Company and the consolidated financial statements of the Group prior to the directors' approval;
- (vii) review related party transactions that may arise within the Company or the Group; and
- (viii) consider the appointment of external auditors, their audit fees and any question of resignation and dismissal.

5. Meetings

- (i) The Committee is to meet at least twice a year and as many times as the Committee deems necessary.
- (ii) The quorum for any meeting of the Committee shall be two.
- (iii) The finance director (head of finance), the head of internal audit and a representative of the external auditors shall normally attend meetings of the Committee.
- (iv) Upon request by the external auditors, the Chairman of the Committee shall convene a meeting of the Committee to consider any matters the external auditors believe should be brought to the attention of the directors or shareholders of the Company.

6. Secretary and Minutes

The Secretary of the Committee shall be the Company Secretary. Minutes of each meeting are to be prepared and sent to the Committee members, and the Company's directors who are not members of the Committee.

Ten-Year Summary

Amounts in RM Million Unless Otherwise Stated	2000	1999	1998	1997	1996	1995	1994	1993	1992	1991
(Loss)/Profit before taxation #	(646.6)	648.1	371.8	1,090.9	802.9	736.2	792.2	617.4	474.9	404.7
Taxation	(229.5)	(2.3)	(222.4)	(224.5)	(233.2)	(190.0)	(236.5)	(166.2)	(88.6)	(95.1)
(Loss)/Profit after taxation	(876.1)	645.8	149.4	866.4	569.7	546.2	555.7	451.2	386.3	309.6
(Loss)/Profit attributable to shareholders	(876.5)	645.8	149.0	867.3	569.7	546.2	555.7	451.2	386.3	309.6
Issued capital	545.9	545.9	545.9	545.9	545.9	545.9	545.9	542.8	541.7	541.7
Unappropriated profit	2,440.0	3,442.4	2,938.1	2,922.7	2,214.7	1,801.7	1,405.1	991.7	664.4	384.7
Other reserves	37.6	37.5	37.5	33.3	33.3	33.3	33.3	33.3	33.4	33.4
Shareholders' equity	3,023.50	4,025.8	3,521.5	3,501.9	2,793.9	2,380.9	1,984.3	1,567.8	1,239.5	959.8
Minority interest	10.5	183.1	11.7	1.2	1.3	1.3	1.3	-	-	-
Long term liabilities	453.8	129.4	119.6	113.0	80.9	70.5	57.6	48.1	45.5	14.0
Capital employed	3,487.80	4,338.3	3,652.8	3,616.1	2,876.1	2,452.7	2,043.2	1,615.9	1,285.0	973.8
Property, plant and equipment	2,915.3	2,561.3	2,389.7	2,168.3	1,779.1	1,415.7	1,132.8	936.9	740.3	492.3
Real Property Assets	202.1	220.8	219.1	217.5	215.9	198.2	197.0	192.6	191.6	193.2
Investments properties	-	-	76.4	76.4	79.7	80.8	79.7	81.9	83.9	85.6
Associated company	1,564.9	998.8	951.6	-	-	-	-	5.3	-	-
Other long term investments	110.4	162.6	2.2	116.2	2.2	2.2	2.1	2.1	2.1	-
Long term receivables	10.1	3.7	-	-	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-	-	-	55.4	58.1
	4,802.8	3,947.2	3,639.0	2,578.4	2,076.9	1,696.9	1,411.6	1,218.8	1,073.3	829.2
Net current (liabilities)/assets	(1,315.0)	391.1	13.8	1,037.7	799.2	755.8	631.6	397.1	211.7	144.6
Employment of capital	3,487.8	4,338.3	3,652.8	3,616.1	2,876.1	2,452.7	2,043.2	1,615.9	1,285.0	973.8
(Loss)/Earnings per share (sen)*	(80.3)	59.2	13.6	79.4	52.2	50.0	51.1	41.6	35.7	28.6
Net dividends per share (sen)*	11.5	13.0	12.2	14.6	14.4	13.7	13.0	11.4	9.8	8.5
Dividend cover (times)	N/A	4.6	1.1	5.4	3.6	3.6	3.9	3.6	3.6	3.4
Current ratio	0.3	1.6	1.0	2.3	2.2	2.3	2.2	1.8	1.6	1.5
Net tangible assets per share (RM)*	2.77	3.69	3.22	3.21	2.56	2.18	1.82	1.44	1.09	0.83
(Loss)/Return (after tax and minority interests on average shareholders' equity (%))	(24.9)	17.1	4.2	27.6	22.0	25.0	31.3	32.1	35.1	36.4
Market Share Price*										
- highest (RM)	15.50	18.00	9.55	13.30	15.90	17.80	18.00	17.50	7.95	5.20
- lowest (RM)	5.70	8.75	2.85	4.08	11.30	11.00	12.60	7.00	4.85	2.93

Figures are adjusted to reflect the compliance with International Accounting Standard 8 (IAS 8): Net profit or loss for the period, fundamental errors and changes in accounting policies which came into effect on 1 January 1997.

* Adjusted to reflect the increased number of ordinary shares of the Company.

List of Properties Held

As At 31 December 2000

LOCATION	TENURE	APPROXIMATE AREAS	DESCRIPTION	NET BOOK VALUE AS AT 31 DEC 2000 (RM million)	AGE OF BUILDINGS (Years)
MALAYSIA					
STATE OF PAHANG DARUL MAKMUR					
1 Genting Highlands, Bentung	Freehold	Built-up: 100,592 sq.metres	18-storey Genting Hotel Complex	220.7	19
2 Genting Highlands, Bentung	Freehold	Built-up: 95,485 sq.metres	23-storey Resort Hotel & Car Park II	151.8	8
3 Genting Highlands, Bentung	Freehold	Built-up: 174,119 sq.metres	22-storey First World Hotel & Car Park V (Phase 1)	290.7	1
4 Genting Highlands, Bentung	Freehold	Built-up: 20,516 sq.metres	23-storey Awana Tower Hotel	29.0	7
5 Genting Highlands, Bentung	Freehold	Built-up: 19,688 sq.metres	10-level Theme Park Hotel	39.4	29
6 Genting Highlands, Bentung	Freehold	Built-up: 11,902 sq.metres	10-level Theme Park Hotel - Valley Wing	13.8	25
7 Genting Highlands, Bentung	Freehold	Built-up: 29,059 sq.metres	16-storey Residential Staff Complex I	12.7	17
8 Genting Highlands, Bentung	Freehold	Built-up: 28,804 sq.metres	19-storey Residential Staff Complex II	19.4	8
9 Genting Highlands, Bentung	Freehold	Built-up: 89,392 sq.metres	16-storey Residential Staff Complex III & Car Park III	73.9	8
10 Genting Highlands, Bentung	Freehold	Built-up: 41,976 sq.metres	25-storey Residential Staff Complex V	63.0	4
11 Genting Highlands, Bentung	Freehold	Built-up: 4,119 sq.metres	5-storey Ria Staff Residence	1.0	28
12 Genting Highlands, Bentung	Freehold	Built-up: 4,109 sq.metres	5-storey Sri Layang Staff Residence	23.5	6
13 Genting Highlands, Bentung	Freehold	Built-up: 18,397 sq.metres	8-level Car Park I	2.5	17
14 Genting Highlands, Bentung	Freehold	Built-up: 1,086 sq.metres	5-storey Bomba Building	0.9	17
15 Genting Highlands, Bentung	Freehold	Built-up: 1,503 sq.metres	Petrol Station	2.7	2
16 Genting Highlands, Bentung	Freehold	Built-up: 4,151 sq.metres	3-storey Lakeside Teahouse	4.3	13
17 Genting Highlands, Bentung	Freehold	Lake: 2 hectares	Man-made Lake	0.7	-
18 Genting Highlands, Bentung	Freehold	Built-up: 2,769 sq.metres	4-storey Staff Recreation Centre	3.8	8
19 Genting Highlands, Bentung	Freehold	Built-up: 540 sq.metres	2 units of Kayangan Apartment	0.4	20
20 Genting Highlands, Bentung	Freehold	Built-up: 7,666 sq.metres	Awana Golf & Country Resort Complex	22.6	14
21 Genting Highlands, Bentung	Freehold	Built-up: 17,010 sq.metres	174 units of Awana Condominium	29.0	14
22 Genting Highlands, Bentung	Freehold	Built-up: 10,243 sq.metres	92 units of Ria Apartment (Pahang Tower)	15.5	14
23 Genting Highlands, Bentung	Freehold	Land: 2,937 hectares	101 plots of land & improvements	428.2	-
24 Genting Highlands, Bentung	Leasehold (unexpired lease period of 93 years)	Land: 6 hectares	2 plots of land & improvements	0.4	-
25 Genting Highlands, Bentung	Leasehold (unexpired lease period of 58 years)	Land: 5 hectares	3 plots of industrial land (quarry)	0.6	-
26 Mentakab, Temerloh	Freehold	Land: 84 hectares	Vacant housing development land	5.9	-
STATE OF SELANGOR DARUL EHSAN					
1 Genting Highlands, Hulu Selangor	Freehold	Built-up: 149,941 sq.metres	28-storey Highlands Hotel & Car Park IV	484.6	4
2 Genting Highlands, Hulu Selangor	Freehold	Land: 6 hectares	1 plot of building land	6.1	4
		Built-up: 47,715 sq.metres	5-storey Genting Skyway Station Complex with 4-level of basement carpark	81.1	
3 Genting Highlands, Hulu Selangor	Freehold	Built-up: 3,008 sq.metres	2-storey and 4-storey Gohtong Jaya Security Buildings	6.2	3
4 Genting Highlands, Hulu Selangor	Freehold	Built-up: 8,485 sq.metres	75 units of Ria Apartment (Selangor Tower)	12.8	14
5 Genting Highlands, Hulu Selangor	Freehold	Land: 615 hectares	18 plots of building land	64.9	-
6 Genting Highlands, Gombak	Freehold	Land: 396 hectares	2 plots of vacant building land	28.8	-
7 Batang Kali, Hulu Selangor	Freehold	Land: 9 hectares	1 plots of vacant agriculture land	2.3	-
8 Ulu Yam, Hulu Selangor	Freehold	Land: 38 hectares	1 plot of vacant building land	16.3	-
9 Ulu Yam, Hulu Selangor	Freehold	Land: 4 hectares	3 plots of vacant agriculture land	1.1	-
10 Pulau Indah, Klang	Leasehold (unexpired lease period of 95 years)	Land: 47 hectares	13 plots of vacant industrial land & improvements	49.0	-
FEDERAL TERRITORY OF KUALA LUMPUR					
1 Taman U Thant, Kuala Lumpur	Freehold	Built-up: 178 sq.metres	1 unit of Desa Angkasa Apartment	0.3	14
STATE OF TERENGGANU DARUL IMAN					
1 Kijal, Kemaman	Leasehold (unexpired lease period of 91 years)	Land: 272 hectares	5 plots of resort/property development land	48.0	-
		Land: 51 hectares	18-hole Awana Kijal Golf Course	12.6	-
		Built-up: 35,563 sq.metres	7-storey Awana Kijal Hotel	126.0	4
		Built-up: 1,944 sq.metres	29 units of Baiduri Apartment	3.0	6
		Built-up: 6,823 sq.metres	90 units of Angsana Apartment	10.6	5
STATE OF KEDAH DARUL AMAN					
1 Tanjung Malai, Langkawi	Leasehold (unexpired lease period of 87 years)	Land: 14 hectares	5 plots of building land	10.1	-
		Built-up: 14,387 sq.metres	3-storey Awana Langkawi Hotel Cultural/Sports Centre, Maritime/Entertainment Centre	60.3	3

Group Offices

GROUP HEAD OFFICE

Genting Berhad

Wisma Genting, Jalan Sultan Ismail,
50250 Kuala Lumpur, Malaysia
Tel : 03 – 2161 2288/202 2288
Fax : 03 – 2161 5304
Telex : GHHB MA 30022
E-mail : gbinfo@genting.com.my

CORPORATE OFFICES

Resorts World Bhd

Awana Hotels & Resorts

23rd Floor, Wisma Genting,
Jalan Sultan Ismail,
50250 Kuala Lumpur, Malaysia
Tel : 03 – 2161 3833/202 3833
Fax : 03 – 2161 5304/202 2633
Telex : GHHB MA 30022
E-mail : rwbinfo@genting.com.my
Websites : www.genting.com.my
www.awana.com.my

Star Cruises Limited

Suite 1501, Ocean Centre,
5, Canton Road, Tsimshatsui,
Kowloon, Hong Kong SAR
Tel : (852) 2378 2000
Fax : (852) 2314 3809
Website : www.starcruses.com

RESORTS

Genting Highlands Resort

69000 Pahang, Malaysia
Tel : 03 – 211 1118
Fax : 03 – 211 1888

Awana Genting Highlands Golf & Country Resort

8th Mile, Genting Highlands,
69000 Pahang, Malaysia
Tel : 03 – 211 3015
Fax : 03 – 211 3535
E-mail : agh@resorts.com.my

Awana Kijal Golf & Beach Resort

KM. 28, Jalan Kemaman-Dungun,
24100 Kijal, Kemaman,
Terengganu, Malaysia
Tel : 09 – 864 1188
Fax : 09 – 864 1688
E-mail : awanakij@tm.net.my

Awana Porto Malai, Langkawi

Tanjung Malai, 07000 Langkawi,
Kedah, Malaysia
Tel : 04 – 955 5111
Fax : 04 – 955 5222
E-mail : apml@resorts.com.my

Star Cruises

Star Cruises Terminal,
Pulau Indah, Pelabuhan Barat,
42000 Pelabuhan Klang,
Selangor, Malaysia
Tel : 03 – 3101 1313
Fax : 03 – 3101 1800
E-mail : starcare@starcruses.com.my
Website : www.starcruses.com

SALES & RESERVATIONS OFFICES

Genting Highlands Resort Central Reservations Service

(For rooms, shows, theme park and other resort facilities)

Ground Floor, Wisma Genting,
Jalan Sultan Ismail,
50250 Kuala Lumpur, Malaysia
Tel : 03 – 2718 1118
Fax : 03 – 2718 1888
Toll Free Line: 1 800 18 1118
Reservations E-mail:
roomrsv@genting.com.my
Membership E-mail:
gwcad@genting.com.my

Subang Jaya Office

Lot 3.38A, The Summit, Subang USJ,
Persiaran Kewajipan, USJ1,
47600 UEP Subang Jaya, Malaysia
Tel : 03 – 724 7488
Fax : 03 – 724 8788

Penang Office

5th Floor, 5, Wisma Berjaya Prudential,
41, Cantonment Road,
10250 Penang, Malaysia
Tel : 04 – 228 2655
Fax : 04 – 227 6284

Ipoh Office

Lot T24, 3rd Floor, Ipoh Parade,
105, Jalan Sultan Abdul Jalil,
Greentown, 30450 Ipoh,
Perak, Malaysia
Tel : 05 – 243 2988
Fax : 05 – 243 6988

Johor Bahru Office

1F-(Ground) Floor, Jalan Maju,
Taman Maju Jaya,
80400 Johor Bahru, Malaysia
Tel : 07 – 334 4555
Fax : 07 – 334 4666

Kuching Office

No. 25, Bukit Mata,
Jalan Padungan, Kuching,
93100 Sarawak, Malaysia
Tel : 082 – 412 522
Fax : 082 – 412 022

Property Sales

- **Awana Condominium**
- **Ria Apartments**
Tel : 03 – 2161 3833
Fax : 03 – 2163 5097

CONVENTION SALES

23rd Floor, Wisma Genting,
Jalan Sultan Ismail,
50250 Kuala Lumpur, Malaysia
Tel : 03 – 2162 2666
Fax : 03 – 2162 1551
E-mail : convsale@genting.com.my

Genting International Convention Centre

Website: www.mice.egenting.com

OTHER SERVICES

Genting Transport Reservations Centre

For buses and limousines
Lot 1988/4888, Jalan Segambut Tengah,
51200 Kuala Lumpur, Malaysia
Tel : 03 – 6251 8398
Fax : 03 – 6251 8399

Limousine Service Counter

(KLIA Sepang)
Arrival Level 3, Main Terminal Building,
KL International Airport,
64000 KLIA Sepang,
Selangor, Malaysia
Tel : 03 – 877 66753
Fax : 03 – 8787 3873

Limousine Service Counter

(Genting Highlands)
Highlands Hotel,
69000 Genting Highlands Resort
Tel : 03 – 211 1118
ext : 58771/7750/7916

Resorts World Tours Sdn Bhd

For airline ticketing and travel agency services
Ground Floor, Wisma Genting,
Jalan Sultan Ismail,
50250 Kuala Lumpur, Malaysia
Tel : 03 – 2162 2666
Fax : 03 – 200 6995

OVERSEAS

Singapore

Genting International (S) Pte Ltd
268, Orchard Road, #08-02/04,
Singapore 238856
Tel : 02 – 734 2735
Fax : 02 – 737 7260

Hong Kong SAR

Genting International PLC
Suite 1503, Ocean Centre,
5, Canton Road, Tsimshatsui,
Kowloon, Hong Kong SAR
Tel : 852 – 2317 7133
Fax : 852 – 2314 8724

Bangkok c/o Star Cruises

18th Floor, B.U.I. Building
177/1, Soi Anumamrachathon 1,
Surawongse Road, Bangrak, Bangkok,
10500 Thailand
Tel : 662 – 634 7240
Fax : 662 – 634 7217

Analysis of Shareholdings

As At 20 April 2001

Class of Share : Ordinary Shares of 50 sen each

Voting Rights : One vote per share

Size of Holdings	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Issued Capital
1 – 1000	10,926	42.31	9,853,719	0.90
1,001 – 5,000	10,107	39.14	29,019,503	2.66
5,001 – 10,000	2,147	8.32	17,192,861	1.57
10,001 – 100,000	2,120	8.21	62,874,320	5.76
100,001 – 1,000,000	449	1.74	143,778,782	13.17
1,000,001 & above	73	0.28	829,124,149	75.94
Total	25,822	100.00	1,091,843,334	100.00

TWENTY (20) LARGEST SHAREHOLDERS

Name	No. of Shares Held	% of Issued Capital
1. Genting Berhad	602,318,000	55.17
2. Malaysia Nominees (Asing) Sendirian Berhad <i>A/c of Straits Lion Asset Management Pte Ltd for The Great Eastern Life Assurance Co Ltd (00-10020)</i>	34,631,000	3.17
3. Merchant Nominees (Tempatan) Sendirian Berhad <i>Pledged Securities Account for Lembaga Tabung Angkatan Tentera</i>	27,464,668	2.52
4. Cartaban Nominees (Asing) Sdn Bhd <i>A/c of Credit Suisse Singapore for Wang Tak Company Limited (120380)</i>	13,300,000	1.22
5. OUB Nominees (Asing) Sdn Bhd <i>A/c of OUBNHK for Wang Tak Company Limited (OUBNHK A681)</i>	13,300,000	1.22
6. HSBC Nominees (Asing) Sdn Bhd <i>A/c of HSBC Guyerzeller for Asia Investment Corporation (BVI)</i>	12,899,000	1.18
7. Malaysia Nominees (Tempatan) Sendirian Berhad <i>A/c of Great Eastern Life Assurance (Malaysia) Berhad (MLF)</i>	12,761,000	1.17
8. Chase Malaysia Nominees (Asing) Sdn Bhd <i>A/c of IBJ Bank & Trust Company for the Schroder Pacific Emerging Markets Fund</i>	5,575,500	0.51
9. Cartaban Nominees (Asing) Sdn Bhd <i>A/c of Boston Safe Deposit And Trust Company for Commonwealth of Pennsylvania Public School Employees Retirement</i>	5,048,666	0.46
10. Chase Malaysia Nominees (Asing) Sdn Bhd <i>A/c of Chase Manhattan Trustees Limited for Overseas Larger Companies Trust</i>	4,327,000	0.40
11. Chase Malaysia Nominees (Asing) Sdn Bhd <i>A/c of Abu Dhabi Investment Authority</i>	4,241,000	0.39
12. HSBC Nominees (Asing) Sdn Bhd <i>A/c of HSBC Guyerzeller for Helsingfors Investments</i>	4,167,000	0.38
13. Chase Malaysia Nominees (Asing) Sdn Bhd <i>A/c of Emerging Markets Growth Fund</i>	3,761,000	0.34
14. Chase Malaysia Nominees (Asing) Sdn Bhd <i>A/c of CMTL for Henderson Pacific Capital Growth Fund</i>	3,400,000	0.31
15. AM Nominees (Tempatan) Sdn Bhd <i>A/c of Employees Provident Fund Board</i>	3,047,000	0.28
16. Chase Malaysia Nominees (Asing) Sdn Bhd <i>A/c of Allied Dunbar Assurance Public Limited Company</i>	2,999,000	0.27
17. Cartaban Nominees (Asing) Sdn Bhd <i>A/c of The Bank of Bermuda Ltd Hong Kong Branch for the Overlook Partners Fund LP</i>	2,924,000	0.27
18. Chase Malaysia Nominees (Asing) Sdn Bhd <i>A/c of Bank of Bermuda (Guernsey) Ltd for the Schroder Emerging Markets Fund</i>	2,751,000	0.25
19. Chase Malaysia Nominees (Asing) Sdn Bhd <i>A/c of Stichting Pensioenfond Abp.</i>	2,641,000	0.24
20. Mayban Nominees (Tempatan) Sdn Bhd <i>A/c of Mayban Trustees Berhad for Kuala Lumpur Regular Savings Fund (N14011940100)</i>	2,536,000	0.23
TOTAL	764,091,834	69.98

Analysis of Shareholdings

As At 20 April 2001 (Cont'd)

SUBSTANTIAL SHAREHOLDERS AS PER REGISTER OF SUBSTANTIAL SHAREHOLDERS

Name	Direct Interest	% of Issued Capital	Indirect/ Deemed Interest	% of Issued Capital
(a) Genting Berhad	602,318,000	55.17	-	-
(b) Kien Huat Realty Sdn Bhd	-	-	603,057,786	55.23
(c) Parkview Management Sdn Bhd	-	-	603,057,786	55.23
(d) Lembaga Tabung Angkatan Tentera	29,000,668	2.66	-	-
(e) Wang Tak Company Limited	26,602,000	2.44	-	-
(f) Lee Hing Development Limited	-	-	26,602,000	2.44
(g) Parkway Holdings Limited	-	-	26,602,000	2.44
(h) Great Eastern Holdings Ltd	-	-	49,763,000	4.56
(i) The Great Eastern Life Assurance Co Ltd	34,945,000	3.20	13,250,000*	1.21
(j) Oversea-Chinese Banking Corporation Limited	-	-	49,763,000	4.56
(k) Malaysian Nominees (Asing) Sdn Bhd	-	-	35,120,006	3.22
(l) HSBC Nominees (Asing) Sdn Bhd	-	-	64,653,951	5.92
(m) Cartaban Nominees (Asing) Sdn Bhd	-	-	62,909,345	5.76
(n) Chase Malaysia Nominees (Asing) Sdn Bhd	-	-	60,413,501	5.53
(o) Citicorp Nominees (Asing) Sdn Bhd	-	-	30,421,806	2.79
(p) Schroder Investment Management Limited	-	-	24,818,000	2.27

Notes:

- (b) Deemed interested through its subsidiaries and Genting Berhad ("Genting")
- (c) Deemed interested through subsidiaries of Kien Huat Realty Sdn Bhd and Genting
- (f) - (g) Deemed interested through Wang Tak Company Limited
- (h) Deemed interested through its subsidiaries and The Great Eastern Life Assurance Co Ltd
- (i)* Deemed interested through its subsidiary
- (j) Deemed interested under Section 6A(4)(c) of the Companies Act, 1965
- (k) Out of this block of shares, The Great Eastern Life Assurance Co Ltd is the beneficial owner of 34,945,000 ordinary shares representing 3.20% of the total issued and paid-up capital of the Company. The remaining ordinary shares are held in trust for beneficial owners, each of whom has less than 2% of the total issued and paid-up capital of the Company
- (l) - (o) These are shares held in trust for beneficial owners, each of whom has less than 2% of the total issued and paid-up capital of the Company
- (p) Acting as Fund Manager, holding shares for beneficial owners, each of whom has less than 2% of the total issued and paid-up capital of the Company

AMERICAN DEPOSITORY RECEIPTS - LEVEL 1 PROGRAMME

The Company's American Depositary Receipts ("ADR") Level 1 Programme commenced trading in the U.S. over-the-counter market on 8 June 1992. Under the ADR Programme, a maximum of 27 million ordinary shares of RM0.50 each representing approximately 2.5% of the total issued and paid-up share capital of the Company will be traded in ADRs. Each ADR represents 5 ordinary shares of the Company. Citibank, N.A., New York as the Depositary Bank has appointed Citibank Berhad, Kuala Lumpur as its sole custodian of the shares of the Company for the ADR Programme. As at 31 March 2001, there are 270,492 ADRs outstanding representing 1,352,460 ordinary shares of RM0.50 each of the Company which have been deposited with the sole custodian for the ADR Programme.



RESORTS WORLD BHD
(58019-U)

Form of Proxy

(Before completing the form please refer to the notes overleaf)

"A" I/We _____
(FULL NAME IN BLOCK CAPITALS)

of _____
(ADDRESS)

being a member/members of RESORTS WORLD BHD hereby appoint

(FULL NAME)

of _____
(ADDRESS)

or failing him _____
(FULL NAME)

of _____
(ADDRESS)

or failing him, *the CHAIRMAN OF THE MEETING as my/our *first proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Tuesday, 26 June 2001 at 10.00 a.m. and at any adjournment thereof.

"B" Where it is desired to appoint a second proxy this section must also be completed, otherwise it should be deleted.

I/We _____
(FULL NAME IN BLOCK CAPITALS)

of _____
(ADDRESS)

being a member/members of RESORTS WORLD BHD hereby appoint

(FULL NAME)

of _____
(ADDRESS)

or failing him _____
(FULL NAME)

of _____
(ADDRESS)

or failing him, *the CHAIRMAN OF THE MEETING as my/our *second proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Tuesday, 26 June 2001 at 10.00 a.m. and at any adjournment thereof.

The proportions of my/our holding to be represented by my/our proxies are as follows:

First Proxy "A"	%
Second Proxy "B"	%
	<u>100%</u>

In case of a vote taken by a show of hands *First Proxy "A"/*Second Proxy "B" shall vote on my/our behalf.

My/our proxies shall vote as follows:-

ORDINARY RESOLUTION		First Proxy "A"		Second Proxy "B"	
		For	Against	For	Against
To receive and adopt the Audited Financial Statements	Resolution 1				
To sanction the declaration of a final dividend	Resolution 2				
To approve Directors' fees	Resolution 3				
To re-elect Directors: (i) Tan Sri Dato' Wan Sidek bin Hj Wan Abdul Rahman (ii) Mr Goh Sin Huat	Resolution 4 Resolution 5				
To re-appoint Tan Sri Lim Goh Tong as a Director in accordance with Section 129 of the Companies Act, 1965	Resolution 6				
To re-appoint Dato' Siew Nim Chee as a Director in accordance with Section 129 of the Companies Act, 1965	Resolution 7				
To re-appoint Auditors	Resolution 8				

(Please indicate with an "X" in the spaces provided how you wish your votes to be cast. If you do not do so, the proxy/proxies will vote or abstain from voting at his/their discretion.)

Signed this _____ day of _____ 2001

No. of Shares held	
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* Delete if inapplicable

Signature of Member(s)

NOTES

A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies (but not more than two) to attend and vote instead of him. A proxy need not be a member of the Company but in accordance with Section 149 of the Companies Act, 1965, a member shall not be entitled to appoint a person who is not a member of the Company as his proxy unless that person is an advocate, an approved company auditor or a person approved by the Registrar of Companies in a particular case. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportions of his holding to be represented by each proxy. The instrument appointing a proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time set for holding the meeting or at any adjournment thereof.

In the case of a corporation, this form must be either under seal or signed by a duly authorised officer or attorney.