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OFFICE

Wisma KiaPeng
[Select A Project]

HOLIDAY

Guoman Hanoi
[Select A Holiday]

CONSTRUCTION

Guobena Sdn Bhd
[Select A Highlight]
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Form of Proxy
Hong Leong Properties Berhad is a leading property group with established businesses in property development, property investment, construction and hotel and resort holdings.

Our projects include landmark commercial, residential and industrial buildings both in Malaysia and Singapore.

With a management team that has grown with the Group producing admirable results over the years, the Group is well positioned to face the challenges and seize the opportunities that will arise in the new millennium.
CORPORATE INFORMATION

DIRECTORS
YBhg Tan Sri Quek Leng Chan
(Executive Chairman)
Mr Kwek Leng Seng
(Group Managing Director)
YBhg Tan Sri Abdul Aziz bin Zain
YBhg Dato’ Ong Joo Theam
Mr Tan Ming Huat

SECRETARY
Ms Lim Yew Yoke

AUDITORS
Messrs Ernst & Young
Room 401, 4th Floor
Kompleks Antarabangsa
PO Box 10068
50704 Kuala Lumpur
Tel: 03-244 2333

REGISTRAR
Hong Leong Nominees Sendirian Berhad
Level 5, Wisma Hong Leong
18 Jalan Perak
50450 Kuala Lumpur
Tel: 03-2164 1818

REGISTERED OFFICE
Level 10, Wisma Hong Leong
18 Jalan Perak
50450 Kuala Lumpur
Tel: 03-2164 1818
AUDIT COMMITTEE

COMPOSITION OF MEMBERS

YBhg Tan Sri Abdul Aziz bin Zain
(Chairman, Independent Non-Executive Director)

YBhg Dato’ Ong Joo Theam
(Independent Non-Executive Director)

Mr Kwek Leng Seng
(Executive Director)

TERMS OF REFERENCE

1. To review, with the external auditors, the audit plan.

2. To review, with the external auditors, the evaluation of the system of internal accounting controls and audit findings.

3. To review, with the external auditors, the audit report.

4. To review the assistance given by the Company’s officers to the external auditors.

5. To review the scope and results of the internal audit procedures.

6. To review the financial statements of the Company and the consolidated financial statements submitted to the Audit Committee by the Company and thereafter to submit them to the Directors of the Company.

7. To review any related party transactions that may arise within the Company or the Group.

8. To nominate and recommend for the Board of Directors’ approval, a person or persons as auditor(s).

9. Other functions as may be agreed to by the Audit Committee and the Board of Directors.
NOTICE IS HEREBY GIVEN that the Seventy-sixth Annual General Meeting of Hong Leong Properties Berhad ("the Company") will be held at the Theatrette, Level 1, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur on Friday, 20 October 2000 at 9.30 a.m. in order:

1. To receive and consider the audited financial statements for the year ended 30 June 2000 together with the Directors’ and Auditors’ Reports thereon.

2. To approve the payment of Directors’ fees of RM172,377 to be divided amongst the Directors in such manner as the Directors may determine.

3. To re-elect a Director retiring in accordance with the Company’s Articles of Association.

4. To approve the following motion:

“THAT YBhg Tan Sri Abdul Aziz bin Zain, a Director who retires in compliance with Section 129 of the Companies Act, 1965, be and is hereby re-elected a Director of the Company to hold office until the conclusion of the next Annual General Meeting.”

5. To re-appoint Messrs Ernst & Young as Auditors of the Company and authorise the Directors to fix their remuneration.

6. As special business, to consider and, if thought fit, pass with or without any modification, the following ordinary motion pursuant to Section 132D of the Companies Act, 1965:

“THAT pursuant to Section 132D of the Companies Act, 1965, the Directors be and are hereby empowered to issue shares in the Company, at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution in any one financial year does not exceed 10% of the issued capital of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Kuala Lumpur Stock Exchange and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.”

7. As special business, to consider and, if thought fit, pass with or without any modification, the following ordinary motion pursuant to the proposed purchase of own shares by the Company:

“THAT subject to the Companies Act, 1965 (“the Act”), rules, regulations and orders made pursuant to the Act, provisions of the Company’s Memorandum and Articles of Association and the requirements of the Kuala Lumpur Stock Exchange (“KLSE”) and any other relevant authority, the Directors of the Company be and are hereby authorised to make purchases of ordinary shares of RM0.50 each in the Company’s issued and paid-up share capital through the KLSE subject further to the following:

a) the maximum number of shares which may be purchased by the Company shall be equivalent to ten per centum (10%) of the issued and paid-up share capital of the Company (“Shares”) for the time being;

b) the maximum fund to be allocated by the Company for the purpose of purchasing the Shares shall not exceed the retained profits and/or the share premium account of the Company. As of 30 June 2000, the audited retained profits and share premium of the Company were RM90.20 million and RM35.09 million respectively;

c) the authority conferred by this resolution will commence immediately upon passing of this ordinary resolution and will expire at the conclusion of the next Annual General Meeting ("AGM") of the Company, (unless earlier revoked or varied by ordinary resolution of the shareholders of the Company in a general meeting or the expiration of the period within which the next AGM is required by the law to be held, whichever occurs first) but not so as to prejudice the completion of purchase(s) by the Company or any person before the aforesaid expiry date and, in any event, in accordance with the provisions of the guidelines issued by the KLSE or any other relevant authority; and
d) upon completion of the purchase(s) of the Shares by the Company, the Directors of the Company be and are hereby authorised to deal with the Shares in the following manner:

(i) cancel the Shares so purchased; or
(ii) retain the Shares so purchased in treasury; or
(iii) retain part of the Shares so purchased as treasury Shares and cancel the remainder of the treasury Shares of which may be distributed as dividends to shareholders and/or, resold on the KLSE and/or subsequently cancelled,

and in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the KLSE and any other relevant authority for the time being in force;

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase(s) of the Shares.”

8. To consider any other business of which due notice shall have been given.

By Order of the Board

LIM YEW YOKE
Secretary

Kuala Lumpur
5 October 2000

NOTES:
1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy but not more than two proxies to attend and vote in his stead. A proxy need not be a member of the Company. A member may appoint any other person to be his proxy without limitation and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company. The Form of Proxy must be deposited at the Registered Office of the Company at Level 10, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.

2) Resolution pursuant to Section 132D of the Companies Act, 1965
In line with the Company’s plan for expansion/diversification, the Company is actively looking into prospective areas so as to broaden the operating base and earning potential of the Company. As the expansion/diversification may involve the issue of new shares, the Directors, under present circumstances, would have to call for a general meeting to approve the issue of new shares even though the number involved is less than 10% of the issued capital. In order to avoid any delay and cost involved in convening a general meeting to approve such issue of shares, it is thus considered appropriate that the Directors be now empowered to issue shares in the Company up to an amount not exceeding in total 10% of the issued share capital of the Company for the time being for such purposes as they consider would be in the interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

3) Resolution pursuant to the proposed purchase of own shares by the Company
The Directors be empowered to exercise the power of the Company to purchase its own Shares (“Proposed Share Buy Back”) by utilising its financial resources, not immediately required. The Proposed Share Buy Back may have a positive impact on the market price of the Company’s shares. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

Further information on the Proposed Share Buy Back are set out in the Circular to shareholders of the Company which will be despatched together with the Company’s 2000 Annual Report.
## FIVE-YEAR FINANCIAL HIGHLIGHTS

<table>
<thead>
<tr>
<th>YEAR ENDED (RM Million)</th>
<th>June '96</th>
<th>June '97</th>
<th>June '98</th>
<th>June '99</th>
<th>June '00</th>
</tr>
</thead>
<tbody>
<tr>
<td>Turnover</td>
<td>642.2</td>
<td>626.8</td>
<td>481.7</td>
<td>305.2</td>
<td>255.8</td>
</tr>
<tr>
<td>Pre-tax profit/(loss)</td>
<td>166.2</td>
<td>200.3</td>
<td>67.6</td>
<td>24.4</td>
<td>(86.3)</td>
</tr>
<tr>
<td>Profit/(loss) attributable to shareholders</td>
<td>111.1</td>
<td>171.7</td>
<td>47.5</td>
<td>34.9</td>
<td>(57.7)</td>
</tr>
<tr>
<td>Net tangible assets</td>
<td>555.8</td>
<td>698.1</td>
<td>738.5</td>
<td>747.8</td>
<td>677.4</td>
</tr>
<tr>
<td>Net earnings per share (sen)</td>
<td>18.3</td>
<td>23.6</td>
<td>6.8</td>
<td>5.0</td>
<td>(8.2)</td>
</tr>
</tbody>
</table>