

核數師報告 AUDITORS' REPORT

德勤·關黃陳方會計師行

Certified Public Accountants
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**Deloitte
Touche
Tohmatsu**

致葉氏恒昌（控股）有限公司股東
（於開曼羣島註冊成立為有限公司）

TO THE SHAREHOLDERS OF
YIP'S HANG CHEUNG (HOLDINGS) LIMITED
(incorporated in the Cayman Islands with limited liability)

本核數師行已完成審核載於第44頁至第97頁按照香港普遍接納的會計準則編製的財務報告。

We have audited the financial statements on pages 44 to 97 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

董事及核數師之個別責任 RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

貴公司之董事須負責編製真實與公平的財務報告。在編製該等財務報告時，董事必須貫徹採用合適的會計政策。

The Company's directors are responsible for the preparation of financial statements which give a true and fair view. In preparing financial statements which give a true and fair view it is fundamental that appropriate accounting policies are selected and applied consistently.

本行的責任是根據本行審核工作的結果，對該等財務報告表達獨立的意見，並向股東作出報告。

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

意見之基礎 BASIS OF OPINION

本行是按照香港會計師公會頒佈的核數準則進行審核工作。審核範圍包括以抽查方式查核與財務報告所載數額及披露事項有關的憑證，亦包括評估董事於編製該等財務報告時所作的重大估計和判斷，所釐定的會計政策是否適合 貴公司及 貴集團的具體情況，及有否貫徹應用並足夠披露該等會計政策。

本行在策劃和進行審核工作時，均以取得一切本行認為必須的資料及解釋為目標，使本行能獲得充份的憑證，就該等財務報告是否存有重要錯誤陳述，作出合理的確定。在表達意見時，本行亦已衡量該等財務報告所載資料在整體上是否足夠。本行相信，本行的審核工作已為下列意見建立合理的基礎。

意見 OPINION

本行認為，上述之財務報告均真實與公平地反映 貴公司及 貴集團於二零零一年三月三十一日的財務狀況與 貴集團截至該日止年度的溢利和現金流量，並已按照香港公司條例的披露要求而妥善編製。

德勤·關黃陳方會計師行

香港，二零零一年六月二十八日

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

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

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

Deloitte Touche Tohmatsu

Hong Kong, 28th June, 2001