



CORPORATE INFORMATION

S.A.S. Dragon Holdings Limited • Interim Report 2001

DIRECTORS

Executive Directors

Mr. Yim Yuk Lun, Stanley

Chairman and Managing Director

Mr. Ng Sai Ping, Dominic

Non-Executive Director

Dr. Chang Chu Cheng

Independent Non-Executive Directors

Dr. Lui Ming Wah, J.P. Mr. Li Seung, Sammy Mr. Chang Ping Kin Mr. Wong Tak Yuen, Adrian Mr. Liu Chun Ning, Wilfred

COMPANY SECRETARY

Mr. Lee Yiu Pun, Jason HKSA, FACCA

AUDITORS

Deloitte Touche Tohmatsu Certified Public Accountants 26th Floor, Wing On Centre 111 Connaught Road Central Hong Kong

REGISTERED OFFICE

Clarendon House Church Street Hamilton HM 11 Bermuda

PRINCIPAL OFFICE

6th Floor, Tower B Hunghom Commercial Centre 37 Ma Tau Wai Road Hong Kong

SHARE REGISTRARS

Secretaries Limited 5th Floor, Wing On Centre 111 Connaught Road Central Hong Kong

PRINCIPAL BANKERS

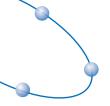
Dah Sing Bank Limited Hang Seng Bank Limited The Hong Kong and Shanghai Banking Corporation Limited

LEGAL ADVISOR

C.P. Cheung & Co. 23rd Floor, Golden Centre 188 Des Voeux Road Central Hong Kong

WEBSITE

http://www.sasdragon.com.hk



S.A.S. Dragon Holdings Limited • Interim Report 2001

The Directors of S.A.S. Dragon Holdings Limited (the "Company") are [pleased] to announce the unaudited condensed consolidated results of the Company and its subsidiaries (the "Group") for the six months ended 30th June, 2001 together with comparative figures for the corresponding period in 2000, the unaudited condensed consolidated balance sheet of the Group as at 30th June, 2001 with the comparative audited figures for the immediate preceding year end and the unaudited condensed consolidated cash flow statement of the Group for the six months ended 30th June, 2001 as follows:

CONDENSED CONSOLIDATED INCOME STATEMENT

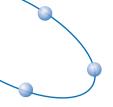
		Six months ende	d 30th June,
	Notes	2001 HK\$'000	2000 HK\$'000
Turnover Cost of sales	1	517,374 (472,688)	522,693 (481,048)
Gross profit Other revenue Distribution costs Administrative expenses		44,686 5,939 (4,969) (33,983)	41,645 13,029 (4,518) (33,558)
Profit from operations Finance costs		11,673 (8,255)	16,598 (7,945)
Profit before taxation Taxation	2	3,418 (1,704)	8,653 (800)
Profit before minority interests Minority interests		1,714 (629)	7,853 (774)
Profit attributable to shareholders		1,085	7,079
Earnings per share Basic	3	0.47 cent	4.01 cents
Diluted		0.47 cent	3.62 cents



S.A.S. Dragon Holdings Limited • Interim Report 2001

CONDENSED CONSOLIDATED BALANCE SHEET

	Notes	As at 30th June, 2001 HK\$'000	As at 31st December, 2000 HK\$'000
Non-Current Assets Investment properties Property, plant and equipment Investment securities Loan to an investee Club memberships	4	60,000 88,983 8,422 21,387 3,958	60,000 92,459 8,422 21,266 3,957
		182,750	186,104
Current Assets Inventories Trade and other receivables Taxation recoverable Pledged bank deposits	5	172,554 361,793 731 18,119	155,230 358,361 534 25,913
Bank balances and cash		4,575	5,547
0 11111111		557,772	545,585
Current Liabilities Trade and other payables Bills payable Amounts due to related companies Taxation payable	6	139,713 — 336 2,871	126,635 25,257 8,315
Obligations under finance leases		293	1,373
Bank and other borrowings-due within one year		245,676	220,608
		388,889	382,188
Net Current Assets		168,883	163,397
		351,633	349,501
Capital and Reserves			
Share Capital Reserves	7	23,014 317,121	23,014 316,036
		340,135	339,050
Minority interests		5,139	4,071
Non-current Liabilities			
Bank and other borrowings — due after one year Deferred taxation		5,115 1,244	5,137 1,243
		6,359	6,380
		351,633	349,501



S.A.S. Dragon Holdings Limited • Interim Report 2001

CONDENSED CASH FLOW STATEMENT

	As at 30th June, 2001 HK\$'000
NET CASH OUTFLOW FROM OPERATION ACTIVITIES	(26,333)
Interest paid Interest on obligations under finance leases Interest received Rental income received Dividend received	(8,239) (17) 2,490 998 62
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE	(4,706)
CASH OUTFLOW FROM TAXATION	(403)
Increase (Decrease) in pledged bank deposits Purchase of property, plant and equipment Loan to an investee	7,795 (2,542) (121)
NET CASH OUTFLOW FROM INVESTING ACTIVITIES	5,132
NET CASH OUTFLOW BEFORE FINANCING	(26,310)
NET CASH INFLOW FROM FINANCING	39,373
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	13,063 (33,815)
CASH AND CASH EQUIVALENTS AT END OF PERIOD	(20,752)
ANALYSIS OF THE BALANCES OF CASH AND CASH EQUIVALENTS	
Bank balances and cash Bank overdrafts	4,575 (25,327)
	(20,752)

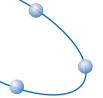


S.A.S. Dragon Holdings Limited • Interim Report 2001

NOTES TO THE FINANCIAL STATEMENTS

1. Segmental Information

Turnover		Segment results	
2001	2000	2001	2000
HK\$'000	HK\$'000	HK\$'000	HK\$'000
490,830	483,253	13,126	10,534
33,954	32,865	1,855	2,173
(7.410)	6 575	(4 110)	99
(7,410)	0,373	(4,110)	33
517,374	522,693	10,871	12,806
		2.400	2,722
			5,089
			(4,019)
	-	. ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
		11,673	16,598
227 001	200.060	5.053	10,560
327,091	309,000	3,033	10,560
143.033	86.997	6.817	2,208
30,936	27,902	837	745
641	373	(144)	3
14,873	17,553	(2,492)	(710)
517,374	522,693	10,871	12,806
		2,490	2,722
		2,665	5,089
	-	(4,353)	(4,019)
	_	11,673	16,598
	2001 HK\$'000 490,830 33,954 (7,410) 517,374 327,891 143,033 30,936 641 14,873	2001	2001 2000 2001 HK\$'000 HK\$'000 2001 490,830 483,253 13,126 33,954 32,865 1,855 (7,410) 6,575 (4,110) 517,374 522,693 10,871 2,490 2,665 (4,353) 11,673 11,673 327,891 389,868 5,853 143,033 86,997 6,817 30,936 27,902 837 641 373 (144) 14,873 17,553 (2,492) 517,374 522,693 10,871 2,490 2,665 (4,353)



S.A.S. Dragon Holdings Limited • Interim Report 2001

2. Taxation

Hong Kong Profit Tax is calculated at the rate of 16% (2000: 16%) on estimated assessable profits for the period. Taxation outside Hong Kong is calculated at the rates prevailing in the relevant jurisdictions.

3. Earnings per share

The calculation of the basic and diluted earnings per share for the six months ended 30th June, 2001 is based on the following data:

Six months ended	30th June,
2001	2000

Earnings:

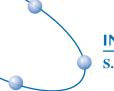
Profit (Loss) attributable to shareholders for the purpose of basic and diluted earnings per share

	HK\$1,085,000	HK\$7,079,000
Number of Shares: Weighted average number of ordinary shares for the purpose of basic earnings per share	230,140,720	176,364,852
Effect of dilutive potential ordinary shares in respect of share options	607,813	19,126,918
Weighted average number of ordinary share for the purpose of diluted earnings per share	230,748,533	195,491,770

4. Investment properties

The Group's investment properties were revalued as at 31st December, 2000, on an open market value basis, by Chesterton Petty Limited, an independent firm of professional property valuers.

The directors are of the opinion that the valuation of investment properties at 31st December, 2000 is not significantly different from the valuation as at 30th June, 2001. Accordingly, the same valuation has been adopted by the directors and included in the interim financial report.



S.A.S. Dragon Holdings Limited • Interim Report 2001

5. Trade and other receivables

The Group has a policy of allowing a credit period ranging from 30 days to 120 days to its trade customers.

Included in trade and other receivables are trade receivables of HK\$[305,148,000] (2000: 333,362,000) and their aging analysis is as follows:

	The Group		
	June 2001	December 2000	
	HK\$'000	HK\$'000	
Within 30 days	106,285	86,337	
More than 30 days and within 60 days	48,098	45,017	
More than 60 days and within 90 days	22,534	50,352	
More than 90 days	128,231	151,656	
	305,148	333,362	

6. Trade and other payable

Included in trade and other payables are trade payables of HK\$[121,983,000] (2000: 117,899,000) and their aging analysis is as follows:

	The Group	
	June 2001	December 2000
	HK\$'000	HK\$'000
Within 30 days	85,596	63,973
More than 30 days and within 60 days	22,193	31,421
More than 60 days and within 90 days	10,662	11,345
More than 90 days	3,532	11,160
	121,983	117,899

7. Reserves

	Share premium HK\$'000	Capital redemption reserve HK\$'000	Capital reserve HK\$'000	Contributed surplus HK\$'000	Asset revaluation reserve HK\$'000	Translation reserve HK\$'000	Accumulated profits (losses) HK\$'000	Total HK\$'000
THE GROUP At 31st December, 2000 Profit for the period	237,881	1,109 —	(47,053)	70,510 —	29,271 —	(1,388)	25,706 1,085	316,036 1,085
At 30th June, 2001	237,881	1,109	(47,053)	70,510	29,271	(1,388)	26,791	317,121



S.A.S. Dragon Holdings Limited • Interim Report 2001

8. Related Party Transaction

The Group entered into the following transactions during the year and has balances at the balance sheet date with related parties in which certain directors of the Company have beneficial interests:

(I) Transactions

Name of Party	Interested Director	Nature of Transactions	June 2001 HK\$'000	June 2000 HK\$'000
Varitronix International Ltd	Chang Chu Cheng	Purchases of electronic products (note i)	2,773	4,814
and its subsidiaries		Sales of electronic	963	2,403
		products (note i) Rental expenses paid by the Group (note ii)	246	246
United Dynamic Ltd	Yim Yuk Lun, Stanley	Rental expenses paid by the Group (note ii)	240	144
Hon Hai Precision Industry Co Ltd ("Hon Hai Precision Industry") (note iii)	_	Purchases of electronic products (note i)	15,615	705
		Sales of electronic products (note i)	18,666	633

(II) Balances

T. I	June 2001 HK\$'000	December 2000 HK\$'000
Trade payables to:		
Name of party Varitronix International Ltd Hon Hai Precision Industry	2,445	4,885 3,430
	2,445	8,315

Trade Receivables to:

Name of party Hon Hai Precision Industry

2,110

In addition, the Company had given guarantees outstanding at 30th June, 2001 amounting to HK\$[30,438,000] (2000: HK\$30,088,000) to certain banks in respect of banking facilities granted by the banks to RDL Electronic Company Limited ("RDL") which is 70% owned by the Group. The guarantees given by the Group were the only financial assistance given by RDL's shareholders to RDI.

Notes:

- The transactions were carried out at market price or, where no market price was available, at terms determined and agreed by both parties.
- ii. The rentals were charged with reference to market value.
- iii. The company is a substantial shareholder of the Company.

INTERIM DIVIDENDS

The Directors do not recommend the payment of an interim dividend for the period ended 30th June, 2001 (2000: Nil).



BUSINESS REVIEW AND PROSPECTS

S.A.S. Dragon Holdings Limited • Interim Report 2001

BUSINESS REVIEW

The first half of Year 2001 was a tough period, the worldwide economic downturn has a negative effect on all industries. Even tough there was a drastic turn in the electronic climate, a profit of HK\$1,085,000 was achieved by our proper strategies during the first six months of this year. Moderate rises were recorded both in the turnover of electronic segment and sports segment during the first six months of year 2001.

Distribution of Electronic Components and Manufacturing of Electronic Products

In the midst of this unprecedented downturn, there was a slightly up in turnover from distribution of electronic components and manufacturing of electronic products. According to sales analysis by geographical segment, there was a sharp increase in sales to HK\$143 million in the first six months in the PRC, compared to HK\$87 million in the corresponding period last year.

Despite the shaky electronic business status, the rapid growth in the PRC market is remarkable, for instance, the PRC became the second largest IC market in the rest of the world by surpassing Singapore with gigantic sales last year. Notable sales and sales revenue were contributed by the distribution of IC in the PRC in which it took a major part of sales

There was a prominent contribution from sales and purchases with Hon Hai Group ("Hon Hai"). Due to the over demand of their tailor made accessories, vast revenue was raised from the distribution of these products. Being the authorized distributor of the top connector manufacturer, the customer base was enriched apparently. The ongoing rising transactions put the Group out in front in cooperation with Hon Hai successfully.

Distribution of Sports Equipment

During the first six months, our golf business is growing steadily in both Hong Kong market and the PRC market. Golf is the up coming sport in the PRC, the number of local golfers had increased a lot and it is expected that more and more local people will start to play golf. The number of off-course pro shops is increasing. The global golf market is growing. Most of the golf courses management is well established.

Liquidity and Financial Resources

The management continues to follow its mission for maintaining a healthy and sound financial position. Whilst the sales of the Group is mainly denominated in Hong Kong dollars and United States dollars, the Group's exposure to foreign exchange risk is minimal.

PROSPECTS

The Group will concentrate on it's profit making businesses in which will mainly focus on the trading of electronic components and sports equipment. At the same time, cost control will be the tactical policy to maintain a healthy and profitable group structure.

In regard to joining the World Trade Organization ("WTO") and hosting the Olympic Games in 2008 by the PRC, both of its infrastructure and business environment will be under rapid development. While the electronic markets in the rest of the world are sluggish, the PRC market is still staying power and is a rosy opportunity in exploring. In order to catch up the chance, more manpower and resources will be allocated to sales and marketing division for grabbing the market share and expanding the customer base.



BUSINESS REVIEW AND PROSPECTS

S.A.S. Dragon Holdings Limited • Interim Report 2001

The worldwide large reductions in production tackles the gluts of electronic components in the economy, it is predicted that supply and demand will be in check to equilibrium in the other half of this year. Besides, seasonal demand cycle will help to kick in the inventory. Hence, the tough period will be gone whilst booming will be backed.

With the injection of three new product lines, namely Integrated Circuit Solution Inc. ("ICSI"), Ascend Semiconductor Corporation ("Ascend") and High Bandwidth Access Inc. ("HBA"), our product variety will be further enriched. Since ICSI and Ascend are famous memory products manufacturers while HBA is a sound networking and communication products provider, premium products will be offered to our customers.

The condition of courses and services provided have improved a lot in these years. Moreover, the PRC will join the WTO in the end of year 2001. The import duty for all our products will reduce, so the Group will have a much better gross profit. Since the numerous potential of the PRC market, the Group participated in the Sports Expo 2001 held in Beijing to promote our products, especially for the golf equipment. A number of extra sales orders were placed to prove the succeed in the event. The Group will be more aggressive in all promotion activities in the PRC.

However, due to there are lots of unfavourable factors for the global economic environment, the Group performance in the second half of Year 2001 will depend on the worldwide economy recovery.



OTHER INFORMATION

S.A.S. Dragon Holdings Limited • Interim Report 2001

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SHARES

At 30th June, 2001, the interests of the directors and chief executives and their associates in the share capital of the Company and its associated corporations, within the meaning of the Securities (Disclosure of Interests) Ordinance ("SDI Ordinance"), as recorded in the register maintained by the Company pursuant to Section 29 of the SDI Ordinance or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Companies were as follows:

Name Number of ordinary shares
Personal Interests Family interests

Yim Yuk Lun, Stanley 5,490,000 44,367,400 (note)

Note: These shares are held by a unit trust whose trustee is Unimicro Limited, a company incorporated in the British Virgin Islands and of which Mr. Yim Yuk Lun, Stanley is also a director. All units in the unit trust are beneficially owned by a discretionary trust established by Mr. Yim Yuk Lun, Stanley, the beneficiaries of which include the spouse and issue of Mr. Yim Yuk Lun, Stanley.

Save as disclosed above and other than certain nominee shares in subsidiaries held by certain directors in trust for the Company, none of the directors or chief executives or their associates had any interests in any securities of the Company or any of its associated corporations as defined in the SDI Ordinance.

SUBSTANTIAL SHAREHOLDERS

At 30th June, 2001, the register of substantial shareholders maintained under Section 16(1) of the SDI Ordinance showed that the following persons, in addition to the director as stated under "Directors' and chief executives' interests in shares", are interested in 10% or more of the issued share capital of the Company.

Number of ordinary
Name of shareholders shares beneficially held

Hon Hai Precision Industry (Note) 46,000,000 Foxconn Holding Limited ("Foxconn") 46,000,000

Note: Hon Hai Precision Industry owns 100% interest in Foxconn and is accordingly deemed by the SDI Ordinance to be interested in those ordinary shares of the Company beneficially owned by Foxconn.

Save as disclosed above, the Company has not been notified of any other interests as at 30th June, 2001 representing 10% or more of the issued share capital of the Company.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

During the six months ended 30th June, 2001, there was no purchase, sale or redemption by the Company or any of its subsidiary companies of the Company's listed securities.

AUDIT COMMITTEE

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal controls and financial reporting matters including a review of the unaudited interim financial statements for the six months ended 30th June, 2001.



OTHER INFORMATION

S.A.S. Dragon Holdings Limited • Interim Report 2001

CODE OF BEST PRACTICE

None of the Directors is aware of any information that would reasonably indicate that the Company is not, or was not for any part of the six months ended 30th June, 2001, in compliance with the Code of Best Practice set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

APPECIATION

On behalf of the Directors, I would like to extend our gratitude and sincere appreciation to all management and staff members for their hard work and dedication and the Company's shareholders for their support.

On behalf of the Board Yim Yuk Lun, Stanley Chairman and Managing Director

Hong Kong, 21st September, 2001