

Chairman's Statement



He Haochang, Chairman

Dear Shareholders,

BUSINESS RESULTS

I am pleased to report that the profit attributable to shareholders of Wing Shan International Limited (the "Company") (together with its subsidiaries known as the "Group") for the year ended 31 December 2002 achieved a significant growth of 284.5% to HK\$49.6 million (2001: HK\$12.9 million). Earnings per share also improved from 1.55 Hong Kong cents to 5.98 Hong Kong cents. Shareholders' equity grew modestly by 2.1% to HK\$1.49 billion (2001: HK\$1.46 billion) and the Group's net assets per share increased from HK\$1.76 to HK\$1.80. These achievements primarily reflected the concerted effort of all members of the Group to strive for the common objective to enhance the value of the Company's shareholders.

DIVIDENDS

The board of directors (the "Board") has resolved to recommend the payment of a final dividend of 1.8 Hong Kong cents (2001: 1.5 Hong Kong cents) per share for the year. There was no interim dividend declared for the first half of the year and the total amount of dividend for the year was approximately HK\$14.9 million (2001: HK\$12.4 million).

BUSINESS HIGHLIGHT

During the year, operating environment remained challenging mainly due to (1) high fuel oil prices and (2) Guangdong Province's electric power industry reform. The Group continued its focus to improve the performance of 佛山市沙口發電廠有限公司 (Foshan Shakou Power Plant Co. Ltd.) ("Shakou JV") which owns and operates a combined cycle power plant with an installed capacity of approximately 300 megawatts ("Shakou Power Plant") in Foshan City District, Guangdong Province, the People's Republic of China (the "PRC"). In this respect, the Group has achieved remarkable results. Not only has Shakou JV sustained profit growth, power generating facilities were maintained at its optimal conditions. A major overhaul has been successfully performed and the power plant facilities were upgraded in early 2003. Production plan has been carried out safely without severe mechanical failures or significant unexpected breakdown. On the other hand, business environment continued to remain difficult as a result of the general economic downturn. Despite the strategic endeavor to explore new business opportunities and to reduce the Group's susceptibility to the challenging operating environment, the Company's directors ("Directors") have exercised extreme prudence towards new business and investment opportunities.

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PROSPECTS

Despite the short-term challenges posed by the changing operating environment, the Directors are optimistic towards the long-term prospects of the electricity market in Foshan City and Guangdong Province. The Directors will continue to closely monitor the market development and to implement mitigating measures to minimize any significant adverse impact on the Group's performance. It has been the Directors' strategy to sustain profit growth of Shakou JV and hence to strengthen the financial solidarity of the Group on a long-term basis. As general economic and business environment improve over time, the Directors are confident of the Group's prospects in identifying profitable investments and business opportunities. Based on its long-established business relationship with Foshan City, the Directors believe the Group is in an advantageous position to benefit from the future economic growth and development of Foshan City and the Pearl River Delta Area.

CHANGES OF DIRECTORS

With effect from 18 June 2002, Mr. WEI Zhong Ping, aged 72 and having served the Company for almost 10 years, resigned as an independent non-executive director and Chairman of the Company's audit committee mainly for reason of health. On the same day, the Board has appointed Mr. NG Pui Cheung, Joseph to replace Mr. WEI as an independent non-executive director and a member of the audit committee while Mr. CHAN Ting Chuen, David was appointed as Chairman of the audit committee. With effect from 26 February 2003, Mr. LAM Siu Hung and Mr. TANG Jian resigned as a non-executive director and executive director of the Company respectively for personal reasons. At the same day, Mr. LI Feng was appointed as an executive director of the Company. I would like to thank all the resigning directors for their valuable contribution to the Company in the past and welcome Mr. LI to the Board.

APPRECIATION

This year's achievements would not be possible without the coordinated efforts and contributions of all the staff and management teams of the Group. I would like to give my wholehearted thanks to them. Special thanks have to be dedicated to our professional advisors, PRC joint-venture partners, fuel suppliers and all the relevant PRC authorities who have given us the greatest support in the past year. Finally, I have to once again give my special acknowledgement to all our shareholders who have persistently given us guidance and support in the past and reinforced our determination to strive for the best interests of all the Group's stakeholders.

HE Haochang

Chairman

Hong Kong, 15 April 2003