

# 董事局報告書 Report of the Directors

董事局現提呈截至二零零三年三月三十一日止年度之董事局報告書及本公司與本集團之經審核財務報表。

## 主要業務

本公司之主要業務為投資控股及提供管理服務。

本集團於本年度之主要業務並無重大改變，附屬公司主要從事製造及銷售注塑機及有關產品。

## 業績及股息

本集團截至二零零三年三月三十一日止年度之溢利及本公司與本集團於該日之財政狀況，詳列於財務報表內第35至94頁。

中期股息每普通股港幣0.04元已於二零零三年一月二十三日派發。董事局建議派發本年度之末期股息每普通股港幣0.11元予於二零零三年八月二十八日在股東名冊上登記之股東，連同已付之中期股息，本年度合共派發股息每普通股港幣0.15元。

## 五年財務摘要

本集團過去五個財政年度之業績、資產、負債及少數股東權益摘要，摘錄自相關的經審核財務報表，經重新編製後載於第100頁。該摘要並不構成本財務報表之一部份。

## 固定資產

本公司及本集團固定資產於年內之變動詳載於財務報表附註14。

The directors present their report and the audited financial statements of the Company and of the Group for the year ended 31 March 2003.

## PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the provision of management services.

The principal activities of the subsidiaries comprise the manufacture and sale of plastic injection moulding machines and related products. There were no significant changes in the nature of the Group's principal activities during the year.

## RESULTS AND DIVIDENDS

The Group's profit for the year ended 31 March 2003 and the state of affairs of the Company and of the Group at that date are set out in the financial statements on pages 35 to 94.

An interim dividend of HK\$0.04 per ordinary share was paid on 23 January 2003. The directors recommend the payment of a final dividend of HK\$0.11 per ordinary share which, together with the interim dividend paid, makes a total dividend of HK\$0.15 per ordinary share for the year, to shareholders whose names appear on the register of members on 28 August 2003.

## FIVE-YEAR FINANCIAL SUMMARY

A summary of the published results and of the assets, liabilities and minority interests of the Group for the last five financial years, as extracted from the respective audited financial statements and reclassified as appropriate, is set out on page 100. This summary does not form part of the audited financial statements.

## FIXED ASSETS

Details of movements in the fixed assets of the Company and of the Group during the year are set out in note 14 to the financial statements.

## 股本

本公司之股本於年內之變動詳情載於財務報表附註26。

## 購股權

本公司之購股權計劃摘要及購股權於年內之變動及相關之原因詳載於財務報表附註27。

## 優先認股權

本公司之公司細則或百慕達法律對優先認股權並無規定。

## 購買、出售或贖回本公司之上市證券

於年內，本公司或其任何附屬公司概無購買、出售或贖回本公司之任何上市證券。

## 儲備

本公司及本集團儲備於年內之變動詳情載於財務報表附註28。

## 可供派發儲備

按百慕達一九八一年公司法（經修訂）計算，於二零零三年三月三十一日，本公司可供分配之儲備為港幣175,873,000元，其中港幣67,200,000元已建議作為本年度之末期股息。此外，本公司之股份溢價賬目及資本贖回儲備賬目總額分別為港幣478,662,000元及港幣295,000元亦可按繳足紅股方式派發。

## SHARE CAPITAL

Details of the movements in the share capital of the Company during the year are set out in note 26 to the financial statements.

## SHARE OPTIONS

A summary of the share option schemes and details of the movements in share options of the Company during the year, together with the reasons therefor, are set out in note 27 to the financial statements.

## PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's bye-laws or the laws of Bermuda.

## PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the listed securities of the Company during the year.

## RESERVES

Details of movements in the reserves of the Company and of the Group during the year are set out in note 28 to the financial statements.

## DISTRIBUTABLE RESERVES

At 31 March 2003, the Company's reserves available for distribution, calculated in accordance with the Companies Act 1981 of Bermuda (as amended), amounted to HK\$175,873,000, of which HK\$67,200,000 has been proposed as a final dividend for the year. In addition, the Company's share premium account and capital redemption reserve account, in the amounts of HK\$478,662,000 and HK\$295,000, respectively, may be distributed in the form of fully paid bonus shares.