Report of the Auditors 核數師報告書

AUDITORS' REPORT TO THE SHAREHOLDERS OF CAFÉ DE CORAL HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

We have audited the accounts on pages 40 to 97 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

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

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

BASIS OF OPINION

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts are free from material misstatement. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts. We believe that our audit provides a reasonable basis for our opinion.

致大家樂集團有限公司

(於百慕達註冊成立之有限公司) 全體股東

本核數師已完成審核第40至97頁之賬目,該等賬目乃按照香港普遍採納之會計原則編製。

董事及核數師各自之責任

貴公司董事有責任編製真實兼公平之 賬目。在編製該等真實兼公平之賬目 時,董事必須採用適當之會計政策, 並且貫徹應用該等會計政策。

本核數師之責任是根據審核之結果, 對該等賬目作出獨立意見,並向股東 報告。

意見之基礎

本核數師在策劃和進行審核工作時, 均以取得所有本核數師認為必需之資 料及解釋為目標,以便獲得充分憑證, 就該等賬目是否存有重大錯誤陳 作出合理之確定。在作出意見時 或數師亦已評估該等賬目所載之資 在整體上是否足夠。本核數師相信我 們之審核工作已為下列意見提供合理 之基礎。

OPINION

In our opinion the accounts give a true and fair view of the state of affairs of the Company and the Group as at 31st March, 2003 and of the Group's profit and cash flows for the year then ended and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, 8th July, 2003

意見

本核數師認為,上述賬目足以真實兼公平地顯示貴公司及貴集團於二零零三年三月三十一日結算時之財務狀況,及貴集團截至該日止年度之溢利及現金流量,並已按照香港公司條例的披露要求妥為編製。

羅兵咸永道會計師事務所

執業會計師

香港, 二零零三年七月八日