

## CONDENSED FINANCIAL STATEMENTS 簡明財務報表

The Board of Directors is pleased to announce that the unaudited condensed consolidated financial statements of the Company and its subsidiaries ("the Group") for the six months ended 29th February, 2004 are as follows:

董事會欣然宣佈截至二零零四年二月二十九日六個月止本公司及其附屬公司(「本集團」)之未經審核簡明綜合財務報表如下：

### Condensed Consolidated Income Statement 簡明綜合收益賬

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

			Six months ended 29th February, 2004 截至 二零零四年 二月二十九日 六個月止 HK\$'000 千港元 (unaudited) (未經審核)	Six months ended 28th February, 2003 截至 二零零三年 二月二十八日 六個月止 HK\$'000 千港元 (unaudited) (未經審核) (restated) (重列)
Turnover	營業額	3	2,933,785	2,549,432
Cost of sales	銷售成本		<u>(2,280,045)</u>	<u>(1,809,704)</u>
			653,740	739,728
Other operating income	其他營運收入		22,431	25,439
Distribution costs	銷售費用		(191,899)	(201,977)
Administrative expenses	行政費用		<u>(307,076)</u>	<u>(288,003)</u>
Profit from operations	營運盈利	4	177,196	275,187
Finance costs	借貸成本	5	<u>(19,165)</u>	<u>(20,034)</u>
Profit before taxation	除稅前盈利		158,031	255,153
Income tax expense	所得稅支出	6	<u>(10,037)</u>	<u>(39,672)</u>
Profit before minority interests	除少數股東權益前盈利		147,994	215,481
Minority interests	少數股東權益		<u>(12,648)</u>	<u>(16,894)</u>
Profit for the period	本期盈利		<u>135,346</u>	<u>198,587</u>
Dividend paid	已付股息	7	<u>79,373</u>	<u>86,378</u>
Earnings per share	每股盈利	8		
Basic	基本		<u>17.14 cents</u> 仙	<u>25.32 cents</u> 仙
Diluted	攤薄		<u>17.10 cents</u> 仙	<u>25.27 cents</u> 仙



## Condensed Consolidated Balance Sheet (Continued) 簡明綜合資產負債表(續)

At 29th February, 2004

於二零零四年二月二十九日

			29th February, 2004 二零零四年 二月二十九日	31st August, 2003 二零零三年 八月三十一日
	Notes 附註	HK\$'000 千港元 (unaudited) (未經審核)	HK\$'000 千港元 (audited) (已經審核) (restated) (重列)	
<b>Non-current liabilities</b>				
Bank borrowings				
- due after one year			1,499,935	1,059,479
Obligations under finance leases				
- due after one year			37,787	50,917
Deferred tax liabilities			58,060	57,082
			<u>1,595,782</u>	<u>1,167,478</u>
<b>Minority interests</b>			<u>191,441</u>	<u>185,274</u>
<b>Net assets</b>			<u>2,677,509</u>	<u>2,587,434</u>
<b>Capital and reserves</b>				
Share capital			158,750	157,052
Reserves			2,518,759	2,430,382
<b>Shareholders' funds</b>			<u>2,677,509</u>	<u>2,587,434</u>

## Condensed Consolidated Statement of Changes in Equity

### 簡明綜合權益變動報表

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

		Share capital	Share premium	Capital reserve	Capital redemption reserve	Asset revaluation reserve	Translation reserve	Statutory reserves	Retained profits	Total
		股本	股份溢價	資本儲備	贖回儲備	重估儲備	匯兌儲備	法定儲備	滾存盈利	總值
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1st September, 2002	於二零零二年九月一日									
- as previously stated	一如過往所列	155,353	160,981	68,484	210	260,630	(45,005)	—	1,839,098	2,439,751
- adjustment on adoption of SSAP 12 (Revised)	採納會計實務準則第12條(經修訂)之調整	—	—	—	—	(28,500)	—	—	10,116	(18,384)
- as restated	重列	155,353	160,981	68,484	210	232,130	(45,005)	—	1,849,214	2,421,367
Exercise of share options	行使認股權	1,699	4,417	—	—	—	—	—	—	6,116
Exchange differences arising from translation of financial statements denominated in foreign currencies not recognised in the consolidated income statement	未在綜合收益表內確認之外幣財務報表匯兌差額	—	—	—	—	—	799	—	—	799
Profit for the period	本期盈利	—	—	—	—	—	—	—	198,587	198,587
Dividend paid	已付股息	—	—	—	—	—	—	—	(86,378)	(86,378)
At 28th February, 2003	於二零零三年二月二十八日	157,052	165,398	68,484	210	232,130	(44,206)	—	1,961,423	2,540,491
Deregistration of a subsidiary	註銷一間附屬公司	—	—	(1,378)	—	—	—	—	—	(1,378)
Deferred tax arising on revaluation of properties	物業重估所產生之遞延稅項	—	—	—	—	197	—	—	—	197
Effect of change in tax rate	稅率變動之影響	—	—	—	—	(2,672)	—	—	—	(2,672)
Transfer	調撥	—	—	—	—	—	—	10,000	(10,000)	—
Exchange differences arising from translation of financial statements denominated in foreign currencies not recognised in the consolidated income statement	未在綜合收益表內確認之外幣財務報表匯兌差額	—	—	—	—	—	(295)	—	—	(295)
Profit for the period	本期盈利	—	—	—	—	—	—	—	145,323	145,323
Dividend paid	已付股息	—	—	—	—	—	—	—	(94,232)	(94,232)
At 1st September, 2003	於二零零三年九月一日	157,052	165,398	67,106	210	229,655	(44,501)	10,000	2,002,514	2,587,434
Deferred tax arising on revaluation of properties	物業重估所產生之遞延稅項	—	—	—	—	(153)	—	—	—	(153)
Exercise of share options	行使認股權	1,698	30,783	—	—	—	—	—	—	32,481
Exchange differences arising from translation of financial statements denominated in foreign currencies not recognised in the consolidated income statement	未在綜合收益表內確認之外幣財務報表匯兌差額	—	—	—	—	—	1,774	—	—	1,774
Profit for the period	本期盈利	—	—	—	—	—	—	—	135,346	135,346
Dividend paid	已付股息	—	—	—	—	—	—	—	(79,373)	(79,373)
At 29th February, 2004	於二零零四年二月二十九日	158,750	196,181	67,106	210	229,502	(42,727)	10,000	2,058,487	2,677,509

## Condensed Consolidated Cash Flow Statement

### 簡明綜合現金流量報表

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

		Six months ended 29th February, 2004 截至 二零零四年 二月二十九日 六個月止 HK\$'000 千港元 (unaudited) (未經審核)	Six months ended 28th February, 2003 截至 二零零三年 二月二十八日 六個月止 HK\$'000 千港元 (unaudited) (未經審核)
Net cash used in operating activities	營運項目所用之現金淨值	(879,913)	(27,086)
Net cash used in investing activities	投資項目所用之現金淨值	(231,854)	(200,884)
Net cash from financing activities	融資項目所得之現金淨值	837,165	165,518
Net decrease in cash and cash equivalents	現金及等同現金項目之 減少淨值	(274,602)	(62,452)
Cash and cash equivalents at beginning of the period	於本期間開始時之現金及 等同現金項目	438,785	404,374
Effect of foreign exchange rate changes	匯率變動之影響	1,065	1,455
Cash and cash equivalents at end of the period	於本期間終結時之現金及 等同現金項目	165,248	343,377

## Notes to the Condensed Financial Statements 簡明財務報表附註

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

### 1. Basis of Preparation

The condensed financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and with the Statement of Standard Accounting Practice ("SSAP") 25 "Interim financial reporting" issued by the Hong Kong Society of Accountants.

### 2. Significant Accounting Policies

The condensed financial statements have been prepared under the historical cost convention, as modified for the revaluation of certain properties.

The accounting policies adopted are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31st August, 2003, except as described below.

#### *Income Tax*

In the current period, the Group has adopted SSAP 12 (Revised) "Income taxes". The principal effect of the implementation of SSAP 12 (Revised) is in relation to deferred tax. In previous years, partial provision was made for deferred tax using the income statement liability method, i.e. a liability was recognised in respect of timing differences arising, except where those timing differences were not expected to reverse in the foreseeable future. SSAP 12 (Revised) requires the adoption of a balance sheet liability method, whereby deferred tax is recognised in respect of all temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, with limited exceptions. In the absence of any specific transitional requirements in SSAP 12 (Revised), the revised accounting policy has been applied retrospectively.

### 1. 編製基準

本簡明財務報表乃根據香港聯合交易所有限公司證券上市規則附錄16之適用披露規定及按照香港會計師公會頒佈之會計實務準則（「會計實務準則」）第25條「中期財務報告」而編製。

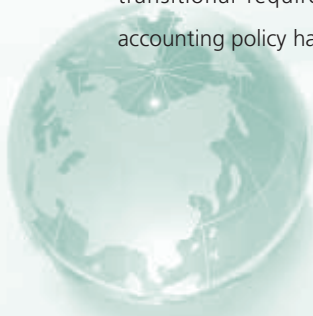
### 2. 主要會計政策

本簡明財務報表（除部份物業以重估價值列出外）乃按歷史成本編製。

除下文所述外，所採納之會計政策與本集團編製截至二零零三年八月三十一日止年度之年度財務報表一致。

#### *所得稅*

本集團於本期間採納會計實務準則第12條（經修訂）「所得稅」。執行會計實務準則第12條（經修訂）之主要影響乃與遞延稅項有關。在過往年度，遞延稅項乃以收益賬負債法作部份撥備，即是就產生之時差確認為負債，除非預期該等時差不會在可見將來回轉。會計實務準則第12條（經修訂）規定採納資產負債表負債法。因此除有限之例外外，遞延稅項乃因應財務報表中資產和負債之賬面值與計算應課稅盈利所用之相關稅基之間所有暫時差異而作出確認。由於會計實務準則第12條（經修訂）沒有特定過渡之規定，因此已追溯應用經修訂之會計政策。



## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註(續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

### 2. Significant Accounting Policies (Continued)

The cumulative effect of the adoption of SSAP 12 (Revised) as at 1st September, 2002 are summarised below:

### 2. 主要會計政策(續)

採納會計實務準則第12條(經修訂)對二零零二年九月一日之累計影響總結如下:

		As previously stated 如過往 所列 HK\$'000 千港元	Adjustment increase (decrease) 增加(減少) 之調整 HK\$'000 千港元	As restated 重列 HK\$'000 千港元
Retained profits	滾存盈利	1,839,098	10,116	1,849,214
Asset revaluation reserve	資產重估儲備	260,630	(28,500)	232,130
Total effect on equity	影響權益總值	<u>2,099,728</u>	<u>(18,384)</u>	<u>2,081,344</u>
Goodwill	商譽	1,173	(453)	720
Deferred tax assets	遞延稅項資產	—	10,601	10,601
Deferred tax liabilities	遞延稅項負債	14,055	28,532	42,587

The profit for the six months ended 29th February, 2004 has been increased by approximately HK\$8,567,000 (six months ended 28th February, 2003: decreased by HK\$12,000).

增加截至二零零四年二月二十九日六個月止之盈利約8,567,000港元(截至二零零三年二月二十八日六個月止:減少12,000港元)。



## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註(續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

## 3. Segment Information

The Group's primary format for reporting segment information is geographical segments.

Six months ended 29th February, 2004

		Hong Kong	The People's Republic of China	Taiwan	Rest of Asia	America	Europe	Elimination	Consolidated
		香港	中華人民共和國	台灣	亞洲地區	美洲	歐洲	對銷	綜合
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
<b>TURNOVER</b>	<b>營業額</b>								
External sales	對外銷售	1,366,726	45,118	279,435	736,537	410,159	95,810	—	2,933,785
Inter-segment sales	分類間銷售	3,098,340	3,293,083	—	29,139	138,698	—	(6,559,260)	—
Total turnover	營業額總值	<u>4,465,066</u>	<u>3,338,201</u>	<u>279,435</u>	<u>765,676</u>	<u>548,857</u>	<u>95,810</u>	<u>(6,559,260)</u>	<u>2,933,785</u>
<b>RESULT</b>	<b>業績</b>								
Segment result	分類業績	<u>115,244</u>	<u>2,466</u>	<u>22,421</u>	<u>29,997</u>	<u>216</u>	<u>6,576</u>		176,920
Interest income	利息收入								823
Unallocated corporate expense	不可分拆之企業支出								(547)
Profit from operations	營運盈利								<u>177,196</u>

## 3. 分類資料

本集團呈報分類資料之主要格式為地域分類。

截至二零零四年二月二十九日六個月止

Six months ended 28th February, 2003

截至二零零三年二月二十八日六個月止

		Hong Kong	The People's Republic of China	Taiwan	Rest of Asia	America	Europe	Elimination	Consolidated
		香港	中華人民共和國	台灣	亞洲地區	美洲	歐洲	對銷	綜合
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
<b>TURNOVER</b>	<b>營業額</b>								
External sales	對外銷售	1,270,022	30,464	228,487	575,651	397,271	47,537	—	2,549,432
Inter-segment sales	分類間銷售	2,302,078	1,756,030	—	101,775	35,411	—	(4,195,294)	—
Total turnover	營業額總值	<u>3,572,100</u>	<u>1,786,494</u>	<u>228,487</u>	<u>677,426</u>	<u>432,682</u>	<u>47,537</u>	<u>(4,195,294)</u>	<u>2,549,432</u>
<b>RESULT</b>	<b>業績</b>								
Segment result	分類業績	<u>151,549</u>	<u>643</u>	<u>26,300</u>	<u>56,110</u>	<u>26,986</u>	<u>5,907</u>		267,495
Interest income	利息收入								1,463
Unallocated corporate income	不可分拆之企業收入								6,229
Profit from operations	營運盈利								<u>275,187</u>





## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註(續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

## 4. Profit from Operations

## 4. 營運盈利

		Six months ended 29th February, 2004 截至 二零零四年 二月二十九日 六個月止 HK\$'000 千港元	Six months ended 28th February, 2003 截至 二零零三年 二月二十八日 六個月止 HK\$'000 千港元 (restated) (重列)
Profit from operations has been arrived at after charging:	營運盈利已扣減 下列項目：		
Depreciation and amortisation of property, plant and equipment	物業、機器 及設備之 折舊及攤銷	94,044	83,310
Amortisation of goodwill included in administrative expenses	包括在行政 費用內之 商譽攤銷	374	177
Loss on disposal of an investment property	出售一項投資物業 之虧損	—	187
Loss on disposal of property, plant and equipment	出售物業、機器 及設備之虧損	5,733	431

## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註 (續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

## 5. Finance Costs

## 5. 借貸成本

		Six months ended 29th February, 2004 截至 二零零四年 二月二十九日 六個月止 HK\$'000 千港元	Six months ended 28th February, 2003 截至 二零零三年 二月二十八日 六個月止 HK\$'000 千港元
Interest on:	利息：		
Bank borrowings wholly repayable within five years	於五年內付還之 銀行借貸	18,271	17,280
Finance leases wholly repayable within five years	於五年內付還之 財務租賃	903	1,843
Total borrowing costs	借貸成本總值	19,174	19,123
Less: amount capitalised	減：化作資產金額	(915)	—
		18,259	19,123
Bank facilities arrangement fees	銀行貸款安排費用	906	911
		19,165	20,034

Borrowing costs capitalised during the period arose on the general borrowing pool and are calculated by applying a capitalisation rate of 1.5% per annum (six months ended 28th February, 2003: Nil) to expenditure on qualifying assets.

本期間化作資產之借貸成本乃由一般借貸項目產生，並以年息率1.5% (截至二零零三年二月二十八日六個月止：無) 計算，轉至合資格資產內。



Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註(續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

6. Income Tax Expense

6. 所得稅支出

		Six months ended 29th February, 2004 截至 二零零四年 二月二十九日 六個月止 HK\$'000 千港元	Six months ended 28th February, 2003 截至 二零零三年 二月二十八日 六個月止 HK\$'000 千港元 (restated) (重列)
Current tax:	本期稅項：		
Hong Kong	香港	4,880	35,315
Other jurisdictions	其他司法地區	<u>13,676</u>	<u>3,236</u>
		<b>18,556</b>	<b>38,551</b>
Deferred tax:	遞延稅項：		
Current period	本期間	<u>(8,519)</u>	<u>1,121</u>
Taxation attributable to the Company and its subsidiaries	屬於本公司及 其附屬公司之稅項	<u><b>10,037</b></u>	<u><b>39,672</b></u>

Hong Kong Profits Tax is calculated at 17.5% (six months ended 28th February, 2003: 16%) of the estimated assessable profit for the period.

香港盈利稅是以本期間預算應評估盈利之17.5%(截至二零零三年二月二十八日六個月止:16%)計算。

Taxation arising in other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

其他司法地區之稅項是以有關個別司法地區現行之稅率計算。

In June 2003, the Hong Kong Profits Tax was increased from 16% to 17.5% with effect from the 2003/2004 year of assessment. The effect of this increase has been reflected in the calculation of the current and deferred tax balances at 31st August, 2003.

於二零零三年六月，香港盈利稅稅率由16%調高至17.5%，並由二零零三年／二零零四年之課稅年度起生效。此項調高之影響已於計算二零零三年八月三十一日之本期及遞延稅項結餘時反映。

## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註 (續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

## 7. Dividend Paid

Final, paid: HK10.0 cents  
for the year ended  
31st August, 2003  
(year ended  
31st August, 2002:  
HK11.0 cents)  
per share

已付末期：  
截至二零零三年  
八月三十一日止年度  
每股10.0港仙  
(截至二零零二年  
八月三十一日止年度：  
11.0港仙)

The directors have determined that an interim dividend of HK3.5 cents (2003: HK12.0 cents) per share be payable to the shareholders of the Company whose names appear in the register of members on 18th June, 2004.

## 7. 已付股息

Six months ended 29th February, 2004 截至 二零零四年 二月二十九日 六個月止 HK\$'000 千港元	Six months ended 28th February, 2003 截至 二零零三年 二月二十八日 六個月止 HK\$'000 千港元
<u>79,373</u>	<u>86,378</u>

董事會決定派發中期股息每股3.5港仙(二零零三年度：12.0港仙)予二零零四年六月十八日名列股東名冊內之股東。



## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註(續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

## 8. Earnings per Share

The calculation of the basic and diluted earnings per share for the period is based on the following data:

## Profit for the period

Earnings for the purpose of basic and diluted earnings per share

## Number of shares

Weighted average number of ordinary shares for the purpose of basic earnings per share

Effect of dilutive potential ordinary shares in respect of share options

Weighted average number of ordinary shares for the purpose of diluted earnings per share

## 本期盈利

用以計算每股基本及攤薄盈利之盈利

## 股份數目

用以計算每股基本盈利之加權平均普通股份數目

認股權對普通股份攤薄之影響

用以計算每股攤薄盈利之加權平均普通股份數目

## 8. 每股盈利

本期間每股基本及攤薄盈利乃根據下列數據計算：

Six months ended 29th February, 2004 截至二零零四年二月二十九日六個月止 HK\$'000 千港元	Six months ended 28th February, 2003 截至二零零三年二月二十八日六個月止 HK\$'000 千港元 (restated) (重列)
135,346	198,587

Six months ended 29th February, 2004 截至二零零四年二月二十九日六個月止	Six months ended 28th February, 2003 截至二零零三年二月二十八日六個月止
789,787,146	784,197,778
1,567,911	1,754,879
791,355,057	785,952,657

## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註 (續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

### 8. Earnings per Share (Continued)

The adjustment to comparative basic and diluted earnings per share, arising from the adoption of SSAP 12 (Revised) shown in note 2 above, is as follows:

Reconciliation of earnings per share for the six months ended 28th February, 2003:	截至二零零三年 二月二十八日六個月止 每股盈利之對數表：
Reported figures before adjustments	調整前呈報數字
Adjustment arising from the adoption of SSAP 12 (Revised)	因採納會計實務準則 第12條(經修訂) 而作出之調整
As restated	重列

### 8. 每股盈利 (續)

因採納上文附註2所述之會計實務準則第12條(經修訂)而對比每股基本及攤薄盈利之調整如下：

	Basic 基本 HK cents 港仙	Diluted 攤薄 HK cents 港仙
Reported figures before adjustments	25.33	25.27
Adjustment arising from the adoption of SSAP 12 (Revised)	(0.01)	—
As restated	<u>25.32</u>	<u>25.27</u>

### 9. Movements in Property, Plant and Equipment

During the period, the Group incurred expenditure of approximately HK\$230,388,000 on additions to property, plant and equipment to expand and upgrade the Group's manufacturing facilities.

During the period, the Group disposed of property, plant and equipment with a carrying amount of approximately HK\$8,402,000 for proceeds of approximately HK\$2,669,000, resulting in a loss on disposal of approximately HK\$5,733,000.

### 9. 物業、機器及設備之變動

本期間本集團為擴大及增強本集團生產設備而用於增加物業、機器及設備的支出約為230,388,000港元。

本期間本集團以約2,669,000港元之款項出售賬面值約8,402,000港元之物業、機器及設備，因而產生約5,733,000港元之出售虧損。



## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註(續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

## 10. Inventories

Raw materials	原料
Work in progress	半製品
Finished goods	製成品

## 10. 存貨

29th February, 2004 二零零四年 二月二十九日 HK\$'000 千港元	31st August, 2003 二零零三年 八月三十一日 HK\$'000 千港元
1,793,604	815,935
542,653	363,370
289,178	243,406
<u>2,625,435</u>	<u>1,422,711</u>

## 11. Trade and Other Receivables

The Group allows an average credit period of 75 days to its trade customers.

The following is an aged analysis of trade receivables at the balance sheet date:

## 11. 營業及其他應收款項

本集團提供平均75天數期予營業客戶。

於結算日，營業應收款項之賬齡分析如下：

	29th February, 2004 二零零四年 二月二十九日 HK\$'000 千港元	31st August, 2003 二零零三年 八月三十一日 HK\$'000 千港元	
Not yet due	未到期	458,804	543,156
Overdue 1 - 30 days	過期1-30天	296,287	177,285
Overdue 31 - 60 days	過期31-60天	83,276	137,974
Overdue > 60 days	過期超過60天	31,854	23,886
		<u>870,221</u>	<u>882,301</u>



## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註 (續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

### 12. Trade and Other Payables

The following is an aged analysis of trade payables at the balance sheet date:

Not yet due	未到期
Overdue 1 - 30 days	過期1-30天
Overdue 31 - 60 days	過期31-60天
Overdue > 60 days	過期超過60天

### 12. 營業及其他應付款項

於結算日，營業應付款項之賬齡分析如下：

29th February, 2004 二零零四年 二月二十九日 HK\$'000 千港元	31st August, 2003 二零零三年 八月三十一日 HK\$'000 千港元
413,002	363,126
84,196	74,638
5,323	22,811
6,278	13,700
<u>508,799</u>	<u>474,275</u>

### 13. Bank Borrowings

During the period, the Group obtained new bank loans of approximately HK\$1,790,783,000 and made payment of approximately HK\$870,646,000. The proceeds were used as working capital of the Group and the acquisition of property, plant and equipment for the expansion and upgrading of the Group's manufacturing facilities.

### 13. 銀行借貸

本期間本集團取得新銀行貸款約1,790,783,000港元及已償還約870,646,000港元。款項已用作集團流動資金和購買物業、機器及設備以擴大及增強本集團之生產設備。



Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註(續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

14. Share Capital

14. 股本

		Number of ordinary shares of HK\$0.20 each 每股面值0.20港元 之普通股份數目			
		Amount 金額			
		29th February, 2004 二零零四年 二月二十九日	31st August, 2003 二零零三年 八月三十一日	29th February, 2004 二零零四年 二月二十九日	31st August, 2003 二零零三年 八月三十一日
				HK\$'000 千港元	HK\$'000 千港元
Authorised:	法定股本：				
At beginning and end of the period	於本期間開始 及終結時	<u>1,400,000,000</u>	<u>1,400,000,000</u>	<u>280,000</u>	<u>280,000</u>
Issued and fully paid:	已發行及繳足股本：				
At beginning of the period	於本期間開始時	785,258,960	776,764,960	157,052	155,353
Exercise of share options (Note)	行使認股權 (附註)	<u>8,492,000</u>	<u>8,494,000</u>	<u>1,698</u>	<u>1,699</u>
At end of the period	於本期間終結時	<u>793,750,960</u>	<u>785,258,960</u>	<u>158,750</u>	<u>157,052</u>

Note:

During the period, 8,492,000 shares in the Company of HK\$0.20 each were issued upon the exercise of 8,492,000 share options at a subscription price of HK\$3.825 per share. All the shares issued during the period rank pari passu with the then existing shares in all aspects.

附註：

本期間因8,492,000股認股權被行使而發行了8,492,000股每股面值0.20港元之本公司股份。有關之認購價為每股3.825港元。本期間已發行之所有股份與現有股份在各方面均享同等權益。



## Notes to the Condensed Financial Statements (Continued) 簡明財務報表附註 (續)

For the six months ended 29th February, 2004

截至二零零四年二月二十九日六個月止

### 16. Contingent Liabilities

Discounted bills with recourse	附追索權之貼現票據
Invoices factored with recourse	附追索權之發票讓售

### 16. 或然負債

29th February, 2004 二零零四年 二月二十九日 HK\$'000 千港元	31st August, 2003 二零零三年 八月三十一日 HK\$'000 千港元
19,938	41,266
35,251	17,240
<u>55,189</u>	<u>58,506</u>

### 17. Related Party Transaction

During the period, the Group paid rental expenses amounting to approximately HK\$424,000 (six months ended 28th February, 2003: HK\$444,000) to a company controlled by Centre Trustees (C.I.) Limited. Centre Trustees (C.I.) Limited is the trustee of the Ha Trust, a discretionary trust set up by Mr. Ha Chung Fong for the benefit of his family. Mr. Ha Chung Fong is the Chairman and Managing Director of the Company. The rentals were charged in accordance with the terms of the tenancy agreements entered into between the Group and that company.

### 17. 相關人士交易

本期間本集團支付租金約424,000港元(截至二零零三年二月二十八日六個月止: 444,000港元)予一間由Centre Trustees (C.I.) Limited所控制之公司。Centre Trustees (C.I.) Limited為the Ha Trust之受託人，而the Ha Trust為一項由夏松芳先生為其家族利益而成立之酌情信託。夏松芳先生乃本公司主席兼董事總經理。租金乃依據本集團與該公司訂立之租約條款而支付。

## INTERIM RESULTS 中期業績

For the six months ended 29th February, 2004, the Group's turnover reached approximately HK\$2,933,785,000, an increase of 15.08% over the same period last year. Unaudited profit amounted to approximately HK\$135,346,000, a decrease of 31.85% over the same period last year. The Board resolved the payment of an interim dividend of HK\$3.5 cents per share.

Faced with unfavourable conditions, including a substantial escalation in the price of cotton, the increase of fuel price, economic downturn in the United States as well as the continuous weakening of the US dollar, our results during the period under review were less than satisfactory. Profit margin decreased from 7.79% in the same period last year to 4.61%. During the period under review, the prices of cotton and cotton yarns experienced a period of sudden surge as a result of demand and supply imbalance, which in turn increased the Group's direct production costs. On the other hand, under the influence of seasonal order cycle of the textile and garment industry, the Group was unable to immediately transfer the increase in price of raw materials to the price of fabrics. Weak US dollar and upsurge in oil price also resulted in an increase in the price of certain raw materials, which added more pressure on production costs.

In addition, the first phase of the Group's knitting and dyeing mill in Jiangyin has just commenced production in September last year. The operation of a new mill usually requires a period of time before it can deliver the targeted economic benefits. This partly affected the profit margin for the period under review.

## BUSINESS REVIEW 業務回顧

### Production and Sales of Dyed Fabrics, Sewing Threads and Yarns

Production and sales of dyed fabrics, sewing threads and yarns were the principal operation of the Group, and accounted for 92.52% of the Group's total turnover in the period under review. Turnover reached approximately HK\$2,714,362,000, an increase of 16.42% over the same period last year.

The first phase of the knitting and dyeing mill in Jiangyin commenced production in September last year and increased the Group's capacity in the production of dyed yarns and fabrics. With effort of the Sales Department, turnover of this segment increased compared with the same period last year.

截至二零零四年二月二十九日六個月止，本集團營業額約為2,933,785,000港元，與去年同期比較上升15.08%。未經審核之盈利約為135,346,000港元，與去年同期比較下跌31.85%。董事會議決通過派發中期股息每股3.5港仙。

面對棉花價格大幅飆升、燃料價格上漲、美國經濟放緩及美元持續疲弱等不利因素，集團在回顧期內的業績較為遜色，盈利率由去年同期的7.79%下降至4.61%。在這回顧期間內，棉花及棉紗因供求不平衡的關係令價格在短時期內急劇攀升，導致集團的直接生產成本增加。反之，受到紡織成衣業季節性定單周期的影響，集團未能即時將原料之升幅調整至布料價格上。而美元疲弱及燃油價格上漲，亦導致部份原料價格上升，加重生產成本。

此外，集團在江陰的第一期織染廠房剛在去年九月開始投入生產，新廠房之運作通常需要一段時間才能達到既定的經濟效益，這亦對回顧期間的邊際利潤構成部份影響。

### 製造及銷售色布、縫紉線及紗

製造及銷售色布、縫紉線及紗為集團之主要業務，佔集團在回顧期內之營業額總值的92.52%。營業額約為2,714,362,000港元，比去年同期上升16.42%。

由於集團在江陰之第一期織染廠房已在去年九月投產，令集團之色紗及色布生產力有所增加，加上營業部門之努力，此項業務之營業額比去年同期增加。

## BUSINESS REVIEW (Continued) 業務回顧 (續)

### Production and Sales of Garments

During the period under review, turnover from the production and sales of garments was approximately HK\$219,423,000, a slight increase over the same period last year, representing 7.48% of the Group's total turnover. As this segment is susceptible to increase in price of raw materials, a minor loss was recorded.

### Analysis in terms of geographical region of customers

During the period under review, there was little change on the segmentation of the Group's turnover in terms of geographical region of customers. The customers of the Group were mainly located in Asia, and accounted for about 80% to 85% of the Group's total turnover. Majority of them are garment manufacturers who sell most of their products to Europe and America. The remaining 15% to 20% was generated from sales to customers located in Europe and America.

## OUTLOOK 展望

The global economy is beginning to show signs of recovery. As interest rate is expected to increase soon in the United States, the economic growth may be limited in the short term. However, the economic development in the long term remains optimistic and should be favourable to most of the consumer goods manufacturing industries. The abolishment of garment quotas amongst the World Trade Organization member countries in 2005 will lower the barrier of entry and expansion, thus intensifying the competition in the garment manufacturing industry, and creating uncertainties in the short run. The Group will closely monitor the market and adjust its long-term development strategies as changes and opportunities arise.

Construction work for the second phase of the knitting and dyeing mill in Jiangyin will soon commence. Steam and electricity co-generation facilities will be installed in order to save cost and reduce the reliance on the public electricity network.

Following the economic recovery and the Group's continuous expansion in the industry to maintain competitiveness, the Group is cautiously optimistic towards future business outlook.

### 製造及銷售成衣

在回顧期內，製造及銷售成衣的營業額約為219,423,000港元，比去年同期微升，佔集團營業額總值的7.48%。由於此項業務較受原料價格上升的影響，故錄得輕微虧損。

### 按客戶所屬地域分析

在回顧期內，集團之營業額如按客戶所屬地域分類並無太大變化。集團之客戶主要位於亞洲，佔集團營業額總值約80%至85%，這些客戶多為成衣製造商，其產品大部份銷往歐洲及美洲。而餘下15%至20%則為位於歐洲及美洲的客戶。

全球經濟開始緩慢增長，美國加息在即，對短期的經濟增長可能有所限制，但長遠之經濟發展仍然樂觀，將有利大部份消費品製造行業。二零零五年世界貿易組織成員國成衣配額的取消，將減低入行及擴展的障礙，令製衣行業的競爭加劇，短暫前景並不明朗，本集團將會靜觀其變，因應時機而調整長遠的發展策略。

集團在江陰發展之織染廠快將展開第二期工程，並且會加設熱電聯產設備以減低生產成本及對公用電網之依賴。

隨著經濟復甦及集團在本行業之持續擴展以保持競爭力，集團對前景保持審慎樂觀。



## FINANCIAL REVIEW 財務回顧

### Liquidity and Financial Information

At 29th February, 2004, the total amount of short-term bank deposits, bank balances and cash of the Group was approximately HK\$218,103,000, a decrease of approximately HK\$255,192,000 compared with 31st August, 2003.

At 29th February, 2004, raw materials in inventory increased by approximately HK\$977,669,000 compared with 31st August, 2003, that not only reduced the bank and cash balances but also increased the Group's liabilities. During the period under review, apart from the increase in the demand of production capacity of yarns and dyed fabrics, the shortage of raw materials supply also led to the continuous upsurge of the price of raw materials such as cotton and cotton yarns. As a result, more raw materials were kept by the Group. The Group expects that the pricing and supply of cotton and cotton yarns will remain steady and has revised the inventory strategies.

At 29th February, 2004, the financial ratios (inclusive of interim dividend declared) of the Group were as follows:

Gearing ratio	資本負債比率
Bank borrowings ratio	銀行借貸比率
Net bank borrowings ratio	銀行借貸淨值比率

Sales of the Group are mainly denominated in Hong Kong dollars and US dollars. Purchase of raw materials is mainly made in Hong Kong dollars, US dollars and Renminbi. Bank borrowings are also denominated in Hong Kong dollars and US dollars and interest are mainly charged on a floating rate basis. Hence, the Group's exposure to foreign exchange risk is minimal.

### 流動資金及財務資料

於二零零四年二月二十九日，集團之短期銀行存款、銀行結存及現金總值約為218,103,000港元，比二零零三年八月三十一日減少了約255,192,000港元。

於二零零四年二月二十九日，存貨中的原料金額比二零零三年八月三十一日增加了約977,669,000港元，此不單令銀行及現金結存減少，而且更令集團之負債上升。在回顧期間，除了因應紡紗及染布生產量增加的需求外，亦由於原料供應出現短缺的情況，令棉花及棉紗等原料價格節節上升，導致集團相應儲備較多的原料。集團預期棉花及棉紗的價格及供應將會保持穩定，並已重新釐定存貨策略。

於二零零四年二月二十九日，集團之財務比率(包括已宣派之中期股息在內)如下：

29th February 2004 二零零四年 二月二十九日	31st August 2003 二零零三年 八月三十一日
---------------------------------------	-------------------------------------

1.56	1.20
0.98	0.67
0.90	0.48

本集團之銷售以港元及美元為主。原料採購則以港元、美元及人民幣為主。銀行借貸亦以港元及美元為單位，利息主要以浮動利率計算，故集團所承受之外匯風險並不重大。





## FINANCIAL REVIEW (Continued) 財務回顧 (續)

### Capital Expenditure

During the period under review, the Group invested approximately HK\$230,388,000 in the addition of property, plant and equipment. As mentioned in the annual report of last year, the Group anticipated its capital expenditure for this financial year to be approximately HK\$400 million.

### Contingent Liabilities

At 29th February 2004, the Group had contingent liabilities amounting to approximately HK\$55,189,000 (31st August, 2003:HK\$58,506,000) in respect of discounted bills with recourse and invoices factored with recourse.

### 資本開支

於回顧期內，本集團已投資約230,388,000港元以增添物業、機器及設備。如去年年報所提及，集團估計本財政年度的資本開支約為四億港元。

### 或然負債

於二零零四年二月二十九日，本集團有關附追索權之貼現票據及附追索權之發票讓售之或然負債約為55,189,000港元（二零零三年八月三十一日：58,506,000港元）。

## EMPLOYEES AND EMOLUMENT POLICIES 僱員及酬金政策

At 29th February 2004, the Group had approximately 21,500 full time employees. There is no significant change in the Group's emolument policies.

本集團於二零零四年二月二十九日之全職僱員人數約為21,500人，而集團之酬金政策並無重大轉變。

## DIVIDEND 股息

The Board of Directors has resolved to pay an interim dividend of HK3.5 cents per share in respect of the year ending 31st August, 2004 (2003: HK12.0 cents) to shareholders whose names appear on the register of members on Friday, 18th June, 2004. Dividend warrants will be sent to shareholders on or about Thursday, 8th July, 2004.

董事會議決通過派發截至二零零四年八月三十一日止年度中期股息每股3.5港仙（二零零三年度：12.0港仙）予二零零四年六月十八日（星期五）名列股東名冊內之股東。股息將約於二零零四年七月八日（星期四）派發予股東。

## CLOSURE OF THE REGISTER OF MEMBERS 暫停辦理股份過戶登記手續

The register of members will be closed from Tuesday, 15th June, 2004 to Friday, 18th June, 2004, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the interim dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's Registrars, Secretaries Limited, G/F, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not later than 4:00 p.m. on Monday, 14th June, 2004.

本公司將於二零零四年六月十五日（星期二）至二零零四年六月十八日（星期五）止，首尾兩天包括在內，暫停辦理股份過戶登記手續。為確保收取中期股息之權利，過戶登記者須於二零零四年六月十四日（星期一）下午四時前，將所有過戶文件及有關股票送交香港灣仔告士打道56號東亞銀行港灣中心地下秘書商業服務有限公司本公司股份登記處。

## DIRECTORS' INTERESTS IN SECURITIES 董事之證券權益

At 29th February, 2004, the interests of the directors and their associates in the shares and underlying shares of the Company and its associated corporations, as recorded in the register maintained by the Company pursuant to Section 352 of the Securities and Futures Ordinance (“SFO”), 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 (the “Model Code”) contained in the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”), were as follows:

Long positions in shares and underlying shares of the Company:

於二零零四年二月二十九日，根據本公司按證券及期貨條例第352條設置之名冊所記錄或按香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）內上市公司董事進行證券交易之標準守則（「標準守則」）須通知本公司及聯交所之資料，各董事及其聯繫人於本公司及其聯營公司所持有之股份及相關股份權益如下：

本公司股份及相關股份的好倉情況：

Name of director 董事名稱	Number of shares held as 持有股份數目		Total 總數	Approximate % of the issued share capital 約佔已發行 股本比率
	Beneficial owner 實益擁有人	Other interests 其他權益		
Mr. Ha Chung Fong 夏松芳先生	—	281,622,044 (Note) (附註)	281,622,044	35.48
Mr. Lau Hong Yon 柳康遠先生	280,000	—	280,000	0.04
Ms. Yeh Yi Hao, Yvette 葉儀皓女士	70,000	—	70,000	0.01

Note:

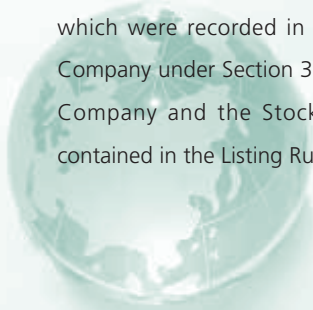
Mr. Ha Chung Fong was deemed to be interested in 281,622,044 shares in the Company in virtue of the set up of a discretionary trust, the Ha Trust, for the benefit of his family and Centre Trustees (C.I.) Limited (“Centre Trustees”) is the trustee of the Ha Trust.

附註：

由於夏松芳先生為其家族利益成立一項酌情信託the Ha Trust，因此被當作持有281,622,044股本公司股份權益。Centre Trustees (C.I.) Limited（「Centre Trustees」）為the Ha Trust之受託人。

Other than as disclosed above, none of the directors nor their associates had any interests or short positions in any shares and underlying shares of the Company or any of its associated corporations, which were recorded in the register as required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code contained in the Listing Rules.

除上述外，根據本公司按證券及期貨條例第352條設置之名冊所記錄或按上市規則內標準守則須通知本公司及聯交所之資料，本公司董事及其聯繫人並無持有本公司或本公司任何聯營公司任何股份及相關股份權益或淡倉。



## SHARE OPTION 認股權

The following table discloses movements in the share options of the Company during the period:

	Share option type 認股權類別	Outstanding at 1.9.2003 於二零零三年 九月一日 結餘	Number of share options 認股權數目		
			Exercised during the period 本期 行使	Cancelled during the period 本期 註銷	Outstanding at 29.2.2004 於二零零四年 二月二十九日 結餘
Director:	董事 :				
Mr. Lau Hong Yon	柳康遠先生	280,000	(280,000)	—	—
Mr. Pow Man Kue	鮑文巨先生	280,000	(280,000)	—	—
		560,000	(560,000)	—	—
Employees	僱員	8,272,000	(7,932,000)	(80,000)	260,000
Total	總數	8,832,000	(8,492,000)	(80,000)	260,000

本期間本公司之認股權之變動如下表所披露：

	Share option type 認股權類別	Outstanding at 1.9.2003 於二零零三年 九月一日 結餘	Number of share options 認股權數目		
			Exercised during the period 本期 行使	Cancelled during the period 本期 註銷	Outstanding at 29.2.2004 於二零零四年 二月二十九日 結餘
Director:	董事 :				
Mr. Lau Hong Yon	柳康遠先生	280,000	(280,000)	—	—
Mr. Pow Man Kue	鮑文巨先生	280,000	(280,000)	—	—
		560,000	(560,000)	—	—
Employees	僱員	8,272,000	(7,932,000)	(80,000)	260,000
Total	總數	8,832,000	(8,492,000)	(80,000)	260,000

Details of the share option are as follows:

Share option type 認股權類別	Date of grant 授出日期	Hold-up period 持有期	Option period 認購期限	Exercise price 認購價 HK\$ 港元
2002	25.10.2002	25.10.2002-24.10.2003	25.10.2003-24.4.2004	3.825

認股權之詳情如下：

The weight average closing price of the Company's shares immediately before the dates on which the share options were exercised during the period was HK\$5.31.

本公司股份在緊接認股權於本期間被行使前日子的加權平均收市價為5.31港元。

The share prices on the dates of issue of shares to directors and employees on 10th November, 2003, 21st November, 2003, 22nd December, 2003, 10th January, 2004 and 16th February, 2004 were HK\$5.80, HK\$5.20, HK\$5.35, HK\$5.75 and HK\$5.80, respectively.

於二零零三年十一月十日、二零零三年十一月二十一日、二零零三年十二月二十二日、二零零四年一月十日及二零零四年二月十六日發行股份予董事及僱員的當天股份價格分別為5.80港元、5.20港元、5.35港元、5.75港元及5.80港元。

## SUBSTANTIAL SHAREHOLDERS' AND OTHER SHAREHOLDERS' INTERESTS

### 主要股東及其他股東權益

At 29th February, 2004, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that other than the interests disclosed above in respect of certain directors, the following shareholders had notified the Company of relevant interests in the issued share capital of the Company.

於二零零四年二月二十九日，根據本公司按證券及期貨條例第336條所設置的主要股東名冊顯示，除上述部份董事已披露之權益外，以下股東已通知本公司其持有本公司已發行股本的有關權益。

Long (short) positions in shares and underlying shares of the Company:

本公司股份及相關股份的好倉(淡倉)情況：

Name of substantial shareholder 主要股東名稱	Number of shares 股份數目	Capacity 身分	Approximate % of the issued share capital 約佔已發行股本比率
Centre Trustees	281,622,044 (notes 1 and 3) (附註1及3)	Trustee 受託人	35.48
Ms. Tang Kuen Mui 鄧娟妹女士	281,622,044 (notes 2 and 3) (附註2及3)	Spouse interest 配偶權益	35.48
J.P. Morgan Chase & Co.	78,067,278 (notes 4 and 5) (附註4及5)	40,000 shares as beneficial owner, 42,362,000 shares as investment manager and 35,665,278 shares as custodian 40,000 股為實益擁有人， 42,362,000 股為投資經理及 35,665,278 股為保管人	9.84
Morgan Stanley	75,051,000 (33,686,000) (note 6) (附註6)	Interest of corporation controlled by Morgan Stanley Morgan Stanley 所控制的法團的權益	9.46 (4.24)
Deutsche Bank Aktiengesellschaft	40,005,700 (note 7) (附註7)	Investment manager 投資經理	5.04



**SUBSTANTIAL SHAREHOLDERS' AND OTHER SHAREHOLDERS' INTERESTS** (Continued)  
**主要股東及其他股東權益 (續)**

Notes:

附註：

1. The following is a breakdown of the interests in shares of Centre Trustees:

1. 下列為Centre Trustees所持有之股份權益細節：

Controlled corporation 受控法團	Controlling shareholder 控權股東	% of control 控制比率	Total interest in shares 股份權益總數		Approximate % of the issued share capital 約佔已發行股本比率
			Direct interest 直接權益	Deemed interest 當作持有的權益	
Super Brilliance Company Limited	Centre Trustees (i)	100.00	280,082,044	—	35.29
Yee Chang Company Limited 義翔有限公司	Koy Holdings Corporations (ii)	100.00	1,540,000	—	0.19
The Kam Kong Unit Trust	Centre Trustees	99.99	—	1,540,000	0.19

(i) Centre Trustees is the trustee of the Ha Trust, a discretionary trust set up by Mr. Ha Chung Fong for the benefit of his family.

(i) Centre Trustees為the Ha Trust之受託人，the Ha Trust為夏松芳先生為其家族利益而成立的一項酌情信託。

(ii) Koy Holdings Corporations is the trustee of The Kam Kong Unit Trust.

(ii) Koy Holdings Corporations為The Kam Kong Unit Trust之受託人。

2. Ms. Tang Kuen Mui, spouse of Mr. Ha Chung Fong, was deemed to be interested in the shares.

2. 鄧娟妹女士為夏松芳先生之配偶，因而被當作持有該等股份權益。

3. The interests of Mr. Ha Chung Fong, Centre Trustees and Ms. Tang Kuen Mui were duplicated.

3. 夏松芳先生、Centre Trustees及鄧娟妹女士之權益是重複的。

## SUBSTANTIAL SHAREHOLDERS' AND OTHER SHAREHOLDERS' INTERESTS *(Continued)*

### 主要股東及其他股東權益 (續)

4. The following is a breakdown of the interests in shares of J.P. Morgan Chase & Co.:
4. 下列為 J. P. Morgan Chase & Co. 所持有之股份權益細節：

Controlled corporation 受控法團	Controlling shareholder 控權股東	% of control 控制比率	Total interest in shares 股份權益總數		Approximate % of the issued share capital 約佔已發行股本比率
			Direct interest 直接權益	Deemed interest 當作持有的權益	
J.P. Morgan Fleming Asset Management Holdings Inc.	J.P. Morgan Chase & Co.	100.00	—	41,830,000	5.27
J.P. Morgan Fleming Asset Management (Asia) Inc.	J.P. Morgan Fleming Asset Management Holdings Inc.	100.00	—	41,830,000	5.27
JF Asset Management Limited	J.P. Morgan Fleming Asset Management (Asia) Inc.	99.99	31,830,000	9,050,000	5.15
JPMorgan Chase Bank	J.P. Morgan Chase & Co.	100.00	35,665,278	572,000	4.57
JF Asset Management (Taiwan) Limited	JF Funds Limited	99.90	9,050,000	—	1.14
JF Funds Limited	JF Asset Management Limited	100.00	—	9,050,000	1.14
JF International Management Inc.	J.P. Morgan Fleming Asset Management (Asia) Inc.	100.00	950,000	—	0.12
J.P. Morgan International Finance Limited	J.P. Morgan International Inc.	100.00	—	572,000	0.07
J.P. Morgan International Inc.	JPMorgan Chase Bank	100.00	—	572,000	0.07
J.P. Morgan (Suisse) SA	J.P. Morgan International Finance Limited	100.00	532,000	—	0.07
J.P. Morgan Whitefriars Inc.	J.P. Morgan Overseas Capital Corporation	100.00	40,000	—	0.01
J.P. Morgan Overseas Capital Corporation	J.P. Morgan International Finance Limited	100.00	—	40,000	0.01



SUBSTANTIAL SHAREHOLDERS' AND OTHER SHAREHOLDERS' INTERESTS (Continued)

主要股東及其他股東權益 (續)

5. The 78,067,278 shares included a lending pool of 35,665,278 shares. 5. 於78,067,278股內包括35,665,278股可供借出的股份。
6. The following is a breakdown of the interests in shares of Morgan Stanley: 6. 下列為Morgan Stanley所持有之股份權益細節：

Controlled corporation	Controlling shareholder	% of control	Total interest in shares		Approximate % of the issued share capital
			Direct interest	Deemed interest	
受控法團	控權股東	控制比率	直接權益	當作持有的權益	約佔已發行股本比率
Morgan Stanley Capital Management, L.L.C.	Morgan Stanley	100.00	—	52,686,000	6.64
			—	(11,321,000)	(1.43)
Morgan Stanley Domestic Capital, Inc.	Morgan Stanley Capital Management, L.L.C.	100.00	—	52,686,000	6.64
			—	(11,321,000)	(1.43)
Morgan Stanley International Incorporated	Morgan Stanley	90.00	—	52,686,000	6.64
			—	(11,321,000)	(1.43)
Morgan Stanley International Holdings Inc.	Morgan Stanley	80.00	—	42,605,000	5.37
Morgan Stanley Asia Pacific (Holdings) Limited	Morgan Stanley International Holdings Inc.	90.00	—	42,605,000	5.37
Morgan Stanley Asia Regional (Holdings) III L.L.C.	Morgan Stanley Asia Pacific (Holdings) Limited	100.00	—	42,605,000	5.37
Morgan Stanley Dean Witter (Singapore) Holdings Pte. Ltd.	Morgan Stanley Asia Regional (Holdings) III L.L.C.	100.00	—	42,605,000	5.37
Morgan Stanley Investment Management Company	Morgan Stanley Dean Witter (Singapore) Holdings Pte. Ltd.	100.00	42,605,000	—	5.37
Morgan Stanley International Limited	Morgan Stanley International Incorporated	100.00	—	10,081,000	1.27
			—	(11,321,000)	(1.43)



## SUBSTANTIAL SHAREHOLDERS' AND OTHER SHAREHOLDERS' INTERESTS *(Continued)*

### 主要股東及其他股東權益 (續)

	Controlling shareholder	% of control	Total interest in shares 股份權益總數		Approximate % of the issued share capital 約佔已發行 股本比率
			Direct interest 直接權益	Deemed interest 當作持有的 權益	
Controlled corporation 受控法團					
Morgan Stanley Group (Europe)	Morgan Stanley International Limited	98.30	— —	10,081,000 (11,321,000)	1.27 (1.43)
Morgan Stanley UK Group	Morgan Stanley Group (Europe)	100.00	— —	10,081,000 (11,321,000)	1.27 (1.43)
Morgan Stanley & Co International Limited	Morgan Stanley UK Group	100.00	10,081,000 (11,321,000)	— —	1.27 (1.43)
Morgan Stanley & Co. Incorporated	Morgan Stanley	100.00	18,469,000 (18,469,000)	— —	2.33 (2.33)
MSDW Offshore Equity Services Inc.	Morgan Stanley	100.00	— —	3,896,000 (3,896,000)	0.49 (0.49)
MSDW Equity Finance Services I (Cayman) Limited	MSDW Offshore Equity Services Inc.	100.00	3,896,000 (3,896,000)	— —	0.49 (0.49)



## SUBSTANTIAL SHAREHOLDERS' AND OTHER SHAREHOLDERS' INTERESTS (Continued) 主要股東及其他股東權益 (續)

7. The following is a breakdown of the interests in shares of Deutsche Bank Aktiengesellschaft:

7. 下列為Deutsche Bank Aktiengesellschaft 所持有之股份權益細節:

Controlled corporation 受控法團	Controlling shareholder 控權股東	% of control 控制比率	Total interest in shares 股份權益總數		Approximate % of the issued share capital 約佔已發行股本比率
			Direct interest 直接權益	Deemed interest 當作持有的權益	
Deutsche Bank Trust Company America	Deutsche Bank Aktiengesellschaft	100.00	21,198,500	—	2.67
Deutsche Investment Management Americas Inc.	Deutsche Bank Aktiengesellschaft	100.00	16,137,200	—	2.03
DWS Investment S.A. Luxembourg	Deutsche Bank Aktiengesellschaft	94.00	2,600,000	—	0.33
Deutsche Asset Management Schweiz	Deutsche Bank Aktiengesellschaft	98.50	70,000	—	0.01

Other than as disclosed above, the Company has not been notified of any other relevant interests or short position in the issued share capital of the Company as at 29th February, 2004.

除上述外，於二零零四年二月二十九日，本公司並無收到任何其他持有本公司已發行股本的有關權益或淡倉通知。

## PURCHASE, SALE AND REDEMPTION OF THE COMPANY'S LISTED SECURITIES 購回、出售及贖回本公司之上市證券

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

本期間本公司及其任何附屬公司並無購回、出售或贖回本公司之上市證券。

## CODE OF BEST PRACTICE 最佳應用守則

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 period, in compliance with the Code of Best Practice as set out in Appendix 14 of the Listing Rules.

並無董事知悉任何資料足以合理地指出本公司於本期間內任何時間未有遵守上市規則附錄14之最佳應用守則。

## AUDIT COMMITTEE 審核委員會

The Audit Committee has reviewed with management the accounting policies and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including the review of the unaudited interim results. In addition, the Group's external auditors have carried out a review of the unaudited interim results in accordance with the Statement of Auditing Standards 700 issued by the Hong Kong Society of Accountants.

On behalf of the Board

**Ha Chung Fong**

*Chairman*

Hong Kong

18th May, 2004

審核委員會已連同管理層審閱本集團所採納的會計政策及準則，並已討論審計、內部監控及財務報告事宜，當中包括審閱未經審核之中期業績。再者，本集團之外聘核數師已依照香港會計師公會頒佈的核數基準第700條對未經審核之中期業績進行審閱。

代董事會

主席

夏松芳

香港

二零零四年五月十八日

