





# 主席報告

## CHAIRMAN'S STATEMENT

申洲國際 — 中國最大的縱向  
一體化針織製造商

Shenzhou International —  
The largest vertically-integrated  
knitwear manufacturer in China



致各位股東：

本人欣然向各位宣佈申洲國際集團控股有限公司（「本公司」）及其附屬公司（統稱「本集團」或「集團」）自於香港聯合交易所有限公司（「聯交所」）主板上市以來的首份全年業績。二零零五年是本集團快速發展的一年，在全體員工的不懈努力下，本集團的各項發展增添了多個重要的里程碑。

為加快本集團國際化進程，本公司於二零零五年十一月二十四日在聯交所主板成功上市，本公司質素獲得國際投資者的首肯，淨集資金額約856,000,000港元，不但使本集團的財務狀況更趨穩健，更為本集團的未來發展提供了充裕的資金。自上市以來，本公司一直致力向本公司股東（「股東」）保持良好的企業透明度及奉行最佳企業管治。本人希望投資者繼續認同本集團的業務發展策略，以及對本集團的未來發展投下信心一票。

截至二零零五年十二月三十一日止年度，本公司的財務狀況表現良好。全年銷售額約達人民幣2,482,984,000元，較二零零四年上升17.3%；截至二零零五年十二月三十一日止年度的本公司股權持有人應佔利潤較截至二零零四年十二月三十一日止年度扣除調整非經常性項目（出售若干土地使用權及樓宇所得收益淨額）後之本公司股權持有人應佔利潤人民幣308,187,000元上升14%至人民幣351,487,000元。超越了本公司二零零五年十一月十五日刊發的上市售股章程（「售股章程」）所載之盈利預測，而每股盈利達到人民幣0.38元。

鑒於本集團業務表現良好及財務狀況穩健，以及考慮上市的時間，本公司董事會（「董事會」或「董事」）建議派發末期股息每股0.02港元（相當於約人民幣0.02元）。

Dear Shareholders:

I am pleased to present the first annual results of Shenzhou International Group Holdings Limited (the "Company") and its subsidiaries (collectively the "Group") since its listing on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). Year 2005 was a year of rapid expansion for the Group, during which a number of important milestones were achieved on the back of dedicated efforts from our staff.

In a move to expedite the Group's growth into an international corporation, shares of the Company were successfully listed on the Stock Exchange on 24 November 2005. The qualities of the Company were well recognized by international investors as net proceeds of approximately HK\$856,000,000 were raised from the issue, adding strengths to the financial resources of the Company and providing the Group with ample funds for future development. The Company has endeavored to maintain transparency in operation for its shareholders ("Shareholders") and adhere to best practices in corporate governance. I sincerely hope that the Group will continue to win investors' recognition for its business development strategies and their confidence in the Group's future development.

The Group enjoyed solid financial conditions during the year ended 31 December 2005. Sales for the year rose 17.3% to approximately RMB2,482,984,000, as compared to 2004. Comparing to profit attributable to equity holders of the Company for the year ended 31 December 2004 of approximately RMB308,187,000, after adjustment for a non-recurring item (net gains from the disposal of certain land use rights and buildings), profit attributable to equity holders of the Company for the year ended 31 December 2005 rose 14% to RMB351,487,000, well exceeding the profit forecast contained in the listing prospectus issued by the Company on 15 November 2005 (the "Prospectus"). Earnings per share amounted to RMB0.38.

In view of the positive business performance and sound financial conditions of the Group and taking into account the timing of our listing, the Board of Directors of the Company (the "Board" or the "Directors") has recommended the payment of a final dividend of HK\$0.02 (equivalent to approximately RMB0.02) per share.

年內，本集團通過資產、業務及管理之整合，進一步優化縱向一體化生產模式，以客戶服務為中心進一步提升各個工序的工藝水準與團隊合作，在品質、交貨期及工序效能上更上一層樓。

開拓區域性及產品之全天候服務，是本集團致力發展的二個方向。實現區域性之全天候服務能力，以保證客戶不受地域、政治、經濟、匯率及政策等影響。年內，本集團已策略性地在柬埔寨金邊市設立製衣廠房，並於二零零五年九月底正式投產。本集團在柬埔寨的策略性投資，配合中國政府輸歐美紡織品之配額，及關稅優惠之政策，必將有利本集團拓展歐美市場的整體策略。而在產品多樣化方面，年內本集團也取得了實質性進展，由於推出了新的運動服裝產品系列，使運動服裝佔銷售額的比例上升至接近一成的比例。本集團在供應區域性及產品多樣化方面的成就，積極地提升本集團競爭能力，有利於進一步開拓市場。

在穩固並穩定發展以 Uniqlo 為代表的日本客戶的基礎上，本集團與 Adidas、Nike、Puma 等知名運動品牌客戶的關係於年內取得實質進展，這些客戶開始於年內增大訂單規模，並呈現快速增長的趨勢。截至二零零五年十二月三十一日止年度，運動服裝佔本集團年度總銷售額8.8%，而二零零四年則佔1.9%。

During the year, the Group's vertically integrated production process was optimized through consolidation in assets, businesses and management. Process standards and team work at each stage were further enhanced with a focus on customer service, while further improvements were made in terms of quality, delivery schedules and processes.

Regional diversification in operation and product diversification represent two important focuses in the Group's development. Regional diversification allows customers to free themselves from the influences of geographical, political or economical factors, such as exchange rate fluctuations or changes in government policies, etc. During the year, the Group's strategically established garment factory in Phnom Penh, Cambodia was commissioned in late September, 2005. Combining with quotas of Chinese textile exports to Europe and the U.S. and aided by tariff concessions, the Group's strategic investments in Cambodia will go a long way supporting its expansion initiatives in Europe and the U.S. The Group also made substantial progress in product diversification during the year. Sales contribution from sports wear rose to account for close to 10% of the Group's total sales as a result of the launch of new sports wear products. The Group's achievements in regional diversification in supply and product diversification have actively enhanced the competitive strengths of the Group and contributed favorably to further moves in market expansion.

On the foundation of a solid and stable development with our Japanese customers mainly represented by Uniqlo, the Group has made progress on the establishment of relationships with renowned brand name customers such as Adidas, Nike and Puma as these customers placed larger orders during the year and there were indications that the volume of their orders would grow rapidly. For the year ended 31 December 2005, sports wear contributed to 8.8% of the Group's total sales for the year, as compared to 1.9% in 2004.

作為中國最大針織服裝出口企業，本集團受惠於中國政府對配額制度的調整，在中國政府分配二零零六年度輸美、輸歐紡織品配額中處於十分有利的位置。輸美、輸歐紡織品配額按業績分配部分本集團已獲取超過1,100萬件的配額數量，進一步促進本集團開拓歐美市場的發展。

展望未來，本集團將全力把握市場不斷湧現的商機，實現銷售額與利潤持續增長的目標。憑藉現有生產、品質、市場、管理及客戶基礎，發揮綜合優勢，加強行銷力量，在穩固現有日本市場與客戶的基礎上，加快開拓歐美市場的步伐。

面對人民幣的進一步升值，原材料及人工成本的持續上漲，本集團已經制定策略，除提倡創新精神，提升產品檔次，培育優秀客戶外，並加強各個工序，尤其是染色與後整理環節的成本控制，冀望持續擴大銷售規模狀況下保持利潤水準的穩定增長。

董事會及審核委員會承諾與各成員緊密合作，制訂本集團之整體策略和目標，當中包括致力建立管理綱領，令管理層能更有效地控制及平衡業務風險。本公司所有成員致力追求卓越的企業管治及達至公平公正的決策過程，確保維持高透明度，盡力為所有股東及投資者提供開放的溝通渠道。

As the largest knitwear exporter in China, the Group benefited from the PRC government's adjustments to the quota system and was advantageously positioned in the distribution of 2006 quotas for Chinese textile products to Europe and the U.S.. The Group was awarded a quota of over 11 million pieces in the results-based distribution. The available quota will lend strong support to the Group's expansion initiatives in Europe and the U.S.

Looking to the future, the Group will seek to achieve continuous growth in sales and profit by capturing every expansion opportunity in the market. We will increase our integrated strengths in production, quality, market share, management and clientele to enhance our marketing efforts to step up expansion in Europe and the U.S., while consolidating our existing market share and customer base in Japan.

The Group has formulated strategies to cope with further appreciation of RMB and rising costs of raw materials and direct labor. Aside from encouraging innovation, developing higher-end products and cultivating good customers, we also strengthened cost controls on production processes, in particular the dyeing and finishing processes, in a bid to maintain stable growth in profit while increasing sales.

The Board and the Audit Committee have strived to work closely with all members to devise the overall strategies and objectives of the Group, including the development of management tenets for more effective control and balance of business risks on the part of the management. All staff members of the Company are dedicated to the pursuit of excellence in corporate governance and a fair and equitable decision-making process in order to ensure a high level of transparency and open communications with all Shareholders and investors.

我們非常榮幸擁有具備豐富知識與經驗及企業管治能力的董事會。本人感謝各位獨立非執行董事的加盟，是他們的信任與努力，將構築起申洲國際更規範的明天。本人也感謝各位執行董事與各級管理人員於年內的盡忠職守，是各位的勤勉工作推動申洲國際積極向前邁進。本人同時亦感謝股東及客戶對本公司的支援，沒有你們的支持，就沒有申洲國際的過去、現在與更輝煌的未來。

本公司將一如既往，以發展成為全球最具競爭力的針織服裝代工企業為目標，全力為客戶創造價值，為股東帶來理想的回報。

董事會主席  
馬建榮

中國寧波，二零零六年四月十日

We are privileged by the service of Directors who offer a wealth of professional knowledge and experience in corporate governance. I would like to thank the Independent Non-executive Directors for joining the Company, for it is their trust and effort that will ensure a high standard of corporate governance at Shenzhou International. I would also like to thank all the Executive Directors and management staff for their utmost dedication, for it is their diligent work that drives us forward. Last but not least, let me thank all Shareholders and patrons for their support, without which the Company could not have come this far and no prosperous future could ever materialize.

The Company will continue to aim at developing as the world's most competitive knitwear OEM, devoting every effort to create value for customers and sound rewards for Shareholders.

**Ma Jianrong**  
*Chairman of the Board of Directors*

Ningbo, China, 10 April 2006