

# POKFULAM DEVELOPMENT COMPANY LIMITED

富臨置業有限公司

二零零七/二零零八年

股份代號:二二五

告

**2007/2008 INTERIM REPORT** 

Stock Code: 225

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## CONDENSED CONSOLIDATED **INCOME STATEMENT**

FOR THE SIX MONTHS ENDED 31 MARCH 2008

# **簡明綜合收益賬** 截至二零零八年三月三十一日止六個月

#### Six months ended 六個月止

			ノン1回	月止
			31.3.2008	31.3.2007
		NOTES	(unaudited)	(unaudited)
			, ,	
		附註	(未經審核)	(未經審核)
			HK\$'000	HK\$'000
			港幣千元	港幣千元
Turnover	營業額	3	63,002	56,197
Cost of sales	銷售成本		(9,612)	(10,039)
Cost of rental and other operations	租賃及其他業務成本		(11,635)	(11,102)
			41,755	35,056
011	# /LUL 3			
Other income	其他收入		2,450	1,454
(Decrease) increase in fair value	持作買賣之投資公允			
of investments held for trading	價值(減少)增加		(9,998)	8,291
Gain on fair value change of investment	投資物業公允價值變動		400.000	400.000
properties	之收益		128,200	189,000
Selling and marketing expenses	銷售及推銷費用		(991)	(803)
Administrative expenses	行政費用		(4,765)	(4,510)
Finance costs	財務支出	4	(3,670)	(4,693)
Share of (loss) profit of a jointly	應佔共同控制公司		,	
controlled entity	(虧損)溢利		(644)	104
55 55 5	(1237// / 13			
Profit before taxation	税前溢利	5	152,337	223,899
Income tax expense	所得税支出	6	(22,965)	(33,952)
Profit for the period	期內溢利		129,372	189,947
Profit for the period attributable to:	應佔期內溢利:			
			100.015	100 500
Equity holders of the Company	本公司權益持有人		128,915	189,589
Minority interests	少數股東權益		457	358
			129,372	189,947
Dividend	股息	7	4,407	4,407
			LIK conto	LIV conto
			HK cents	HK cents
			港仙	港仙
Earnings per share—basic	每股盈利-基本	8	117.0	172.1

## CONDENSED CONSOLIDATED **BALANCE SHEET**

AT 31 MARCH 2008

# 簡明綜合資產負債表 於二零零八年三月三十一日結算

		NOTES 附註	31.3.2008 (unaudited) (未經審核) HK\$'000 港幣千元	30.9.2007 (audited) (已經審核) HK\$'000 港幣千元
Non-current Assets Investment properties Property, plant and equipment Prepaid lease payments Interest in a jointly controlled entity Amount due from a jointly controlled entity Available-for-sale investments	非流動資產 投資物業 物業、裝置及設備 預付租賃款項 共同控制公司權益 應收共同控制公司賬款 可供出售投資	9	2,168,500 5,089 926 7,102 79,305 8,000	2,040,300 4,903 930 3,751 70,727 8,000
			2,268,922	2,128,611
Current Assets Inventories Investments held for trading Trade and other receivables Deposits and prepayments Prepaid lease payments Bank balances and cash	流動資產 存貨 持作買賣之投資 業務及其他應收賬款 按金及預付款 預付租賃款項 銀行結餘及現金	10	7,254 19,487 3,922 1,781 8 2,300	7,437 29,485 4,269 957 8 1,590
			34,752	43,746
Current Liabilities Trade and other payables Rental and management fee deposits Provision for taxation Loans from a related company, unsecured Bank loans, secured Bank overdrafts, secured	流動負債 業務及其他應付賬款 租金及管理費按金 税項準備 關連公司貸款,無抵押 銀行貸款,有抵押 銀行透支,有抵押	11 12, 16 12	9,218 19,756 6,095 — 81,000 1,239	10,405 17,803 10,205 6,000 68,000 5,195
			117,308	117,608
Net Current Liabilities	流動負債淨值		(82,556)	(73,862)
			2,186,366	2,054,749
Capital and Reserves Share capital Reserves	<b>資本及儲備</b> 股本 儲備		110,179 1,684,232	110,179 1,568,951
Equity attributable to equity holders of the Company Minority Interests	本公司權益持有人 應佔權益 <b>少數股東權益</b>		1,794,411 7,208	1,679,130 6,751
Total equity	權益總額		1,801,619	1,685,881
Non-current Liabilities Bank loans, secured Deferred taxation	<b>非流動負債</b> 銀行貸款・有抵押 遞延税項	12	94,000 290,747	96,000 272,868
			384,747	368,868
			2,186,366	2,054,749

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE SIX MONTHS ENDED 31 MARCH 2008

## 簡明綜合權益變動表

截至二零零八年三月三十一日止六個月

Attributable to equity holders of the Company 本公司權益持有人應佔權益

		中公可惟益持行人應怕惟益							
		Share capital 股本	Share premium 股份 溢價	Translation reserve 兑換 儲備	Dividend reserve 股息 儲備	Retained profits 保留 溢利	Total總額	Minority interests 少數股 東權益	Total 總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
At 1 October 2006	於二零零六年十月一日	110,179	35,955	1,355	13,222	1,225,664	1,386,375	6,011	1,392,386
Profit for the period Share of translation reserve of a jointly	期內溢利 應佔共同控制 公司兑換	_	_	_	-	189,589	189,589	358	189,947
controlled entity Share of exchange gain which arose on	儲備 應佔長期貸款 所產生之	_	=	512	_	_	512	_	512
long term advances	兑換收益	_	_	602	_	_	602	_	602
Total recognised income for the period Dividend paid Amount set aside for	期內總確認 收入 股息支出 撥作支付股息 金額			1,114		189,589	190,703 (13,222)	358	191,061 (13,222)
payment of dividend (note 7)	並與 (附註7)				4,407	(4,407)			
At 31 March 2007	於二零零七年 三月三十一日	110,179	35,955	2,469	4,407	1,410,846	1,563,856	6,369	1,570,225
At 1 October 2007	於二零零七年十月一日	110,179	35,955	4,320	17,629	1,511,047	1,679,130	6,751	1,685,881
Profit for the period Share of translation reserve of a jointly	期內溢利 應佔共同控制 公司兑換	_	_	_	_	128,915	128,915	457	129,372
controlled entity Share of exchange gain which arose on	儲備 應佔長期貸款 所產生之	_	_	1,521	_	_	1,521	_	1,521
long term advances	が展生と 兑換收益			2,474			2,474		2,474
Total recognised income for the period Dividend paid Amount set aside for	收入 股息支出 撥作支付股息	- -	- -	3,995 —	_ (17,629)	128,915 —	132,910 (17,629)	457 —	133,367 (17,629)
payment of dividend (note 7)	金額 <i>(附註7)</i>				4,407	(4,407)			
At 31 March 2008	於二零零八年 三月三十一日	110,179	35,955	8,315	4,407	1,635,555	1,794,411	7,208	1,801,619

## CONDENSED CONSOLIDATED **CASH FLOW STATEMENT**

FOR THE SIX MONTHS ENDED 31 MARCH 2008

# **簡明綜合現金流動表** 截至二零零八年三月三十一日止六個月

#### Six months ended 六個月止

		六值	划月止
		31.3.2008	31.3.2007
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$ <b>'</b> 000
		港幣千元	港幣千元
		78113 1 70	76113 1 76
Profit before taxation	税前溢利	152,337	223,899
Adjustments for:	經調整:		
Gain on fair value change of	投資物業公允價值變動之		
		(400,000)	(400,000)
investment properties	收益	(128,200)	(189,000)
Decrease (increase) in fair value	持作買賣之投資公允價值		
of investments held for trading	減少(增加)	9,998	(8,291)
Finance costs	財務支出	3,670	4,693
Other adjustments	其他調整	(488)	(658)
Operating cash flows before movements in	營運資金變動前之經營		
		07.047	00.040
working capital	現金流動	37,317	30,643
Decrease in inventories	存貨減少	183	728
Decrease in trade and other receivables	業務及其他應收賬款減少	347	1,064
Hong Kong Profits Tax paid	已付香港利得税	(9,196)	(5,912)
Other operating cash flows	其他經營現金流動	(51)	686
Net cash from operating activities	來自經營業務之現金淨額	28,600	27,209
Not eash from operating activities			
Net cash (used in) from investing activities	(用於)來自投資業務現金淨額		
Decrease in pledged deposits	抵押存款減少	_	15,471
		(6,006)	10,471
Advance to a jointly controlled entity	共同控制公司借入款項	(6,996)	-
Other investing cash flows	其他投資現金流動	(639)	(157)
		(7,635)	15,314
Net cash used in financing activities	用於融資業務之現金淨額		
Bank loan and loans from a related	新增銀行及關連公司		
	貸款	21 000	E1 000
company raised		31,000	51,000
Repayment of bank loans and	償還銀行及關連公司		
to a related company	貸款	(26,000)	(89,100)
Bank overdrafts (repaid) raised	(償還)新增銀行透支	(3,956)	14,424
Dividend paid	已付股息	(17,629)	(13,222)
·	利息支出	(3,670)	
Interest paid	刊念又山	(3,070)	(4,693)
		(20,255)	(41,591)
Increase in cash and cash equivalents	現金及現金等額增加	710	932
Cook and cook assistate at leasting a	<b>公田知今四</b>		
Cash and cash equivalents at beginning	於期初之現金及	4.500	4 707
of the period	現金等額	1,590	1,727
Cash and cash equivalents at end of	於期末之現金及		
the period	現金等額	2 200	2 650
ше репои	<b>元亚寸识</b>	2,300	2,659
Analysis of cash and cash equivalents:	現金及現金等額之分析:		
		0.000	0.050
Bank balances and cash	銀行結餘及現金	2,300	2,659

FOR THE SIX MONTHS ENDED 31 MARCH 2008

#### 1. GENERAL

The Company is a public limited company incorporated in Hong Kong and its shares are listed on The Stock Exchange of Hong Kong Limited.

The principal activities of the Group are property investment and management, trading of visual and sound equipment, securities dealing and investment holding.

#### BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated 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 Hong Kong Accounting Standard 34 "Interim Financial Reporting".

The condensed consolidated financial statements have been prepared on the historical cost basis except for investment properties and certain financial instruments, which are measured at revalued amounts or fair values, as appropriate.

The accounting policies used in the condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 30 September 2007.

In the current interim period, the Group has applied, for the first time, the following new standards, amendment and interpretations ("new HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants, which are effective for the Group's financial year beginning 1 October 2007.

HKAS 1 (Amendment) Capital Disclosures<sup>1</sup>

HKFRS 7 Financial Instruments: Disclosures<sup>1</sup>
HK(IFRIC)—Int 10 Interim Financial Reporting and

Impairment<sup>2</sup>

HK(IFRIC)—Int 11 HKFRS 2: Group and Treasury Share

Transactions<sup>3</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2007

- Effective for annual periods beginning on or after 1 November 2006
- Effective for annual periods beginning on or after 1 March 2007

The adoption of these new HKFRSs had no material effect on the result or financial position of the Group for the current or prior accounting periods. Accordingly, no prior period adjustment has been recognised.

## 簡明綜合 財務報告表附註

截至二零零八年三月三十一日止六個月

#### 1. 一般資料

本公司為一間於香港註冊成立之公眾有限公司,其股份於香港聯合交易所有限公司上市。

本集團之主要業務為物業投資及管理、視聽器材買賣、證券買賣及控股投資。

#### 2. 編製基準及主要會計政策

簡明綜合財務報告表乃按照香港聯合交易所有限公司證券上市規則附錄16之有關資料披露規定及按照香港會計準則第34號「中期財務報告」而編製。

簡明綜合財務報告表乃按歷史成本基準 編製,惟投資物業及若干金融工具則以 適用之重估金額或公允價值計算。

簡明綜合財務報告表所採用之會計政策 與本集團編製截至二零零七年九月三十 日止年度之全年財務報告表所用者相同。

於本中期間,本集團首次應用下列香港會計師公會頒佈而本集團於二零零七年十月一日之財政年度開始生效之新準則、修訂及詮釋(「新香港財務報告準則」)。

香港會計準則第1號(修訂)資金披露1

香港財務報告準則第7號 金融工具:披露<sup>1</sup> 香港(國際財務報告詮釋 中期財務報告及減值<sup>2</sup>

委員會)-詮釋第10號

香港(國際財務報告詮釋 香港財務報告準則第2號: 委員會)一詮釋第11號 集團及庫存股份交易<sup>3</sup>

- 1 於二零零七年一月一日或其後開始之會計年 度期間生效。
- 2 於二零零六年十一月一日或其後開始之會計 年度期間生效。
- 3 於二零零七年三月一日或其後開始之會計年 度期間生效。

採納該等新香港財務報告準則對本會計 期間或過往會計期間本集團之業績或財 務狀況並無構成重大影響。因此,並無 就過往期間之調整作出確認。

FOR THE SIX MONTHS ENDED 31 MARCH 2008

#### BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES (CONTINUED)

The Group has not early applied the following new, revised or amended standards, amendment and interpretations that have been issued but are not yet effective on 1 October 2007.

HKAS 1 (Revised)	Presentation of Financial Statements <sup>1</sup>

HKAS 23 (Revised) Borrowing Costs<sup>1</sup>

HKAS 27 (Revised) Consolidated and Separate Financial

Statements<sup>2</sup>

HKAS 32 and 1 Puttable Financial Instruments and (Amendment) Obligations Arising on Liquidation¹ HKFRS 2 (Amendment) Vesting Conditions and Cancellations¹

HKFRS 3 (Revised) Business Combination<sup>2</sup>

HKFRS 8 Operating Segments<sup>1</sup>

HK(IFRIC)-Int 12 Service Concession Arrangements<sup>3</sup>

HK(IFRIC)-Int 13 Customer Loyalty Programmes<sup>4</sup>

HK(IFRIC)-Int 14 HKAS 19 - The Limit on a Defined Benefit

Asset, Minimum Funding Requirements

and their Interaction<sup>3</sup>

Effective for annual periods beginning on or after 1 January 2009

<sup>2</sup> Effective for annual periods beginning on or after 1 July 2009

- Effective for annual periods beginning on or after 1 January 2008
- Effective for annual periods beginning on or after 1 July 2008

The directors of the Company anticipate that the application of these standards or interpretations will have no material impact on the results and the financial position of the Group.

## 簡明綜合 財務報告表附註(續)

截至二零零八年三月三十一日止六個月

#### 2. 編製基準及主要會計政策(續)

本集團並未提早應用下列已頒佈但尚未 於二零零七年十月一日生效之新增,修 訂或修改之準則、修訂及詮釋。

香港會計準則第1號 財務報告表之呈報1

(修訂)

香港會計準則第23號 借貸成本1

(修訂)

香港會計準則第27號 綜合及獨立財務報告表2

(修訂)

香港會計準則第32號 可贖回金融工具及清盤產生

及1號(修訂) 之義務<sup>1</sup> 香港財務報告準則 歸屬條件及撤銷<sup>1</sup>

第2號(修訂)

香港財務報告準則 業務合併2

第3號(修訂)

香港財務報告準則 經營分類1

第8號

香港(國際財務報告詮釋 服務特許權安排3

委員會)- 計釋第12號

香港(國際財務報告詮釋 客戶忠誠計劃4

委員會)-詮釋第13號

香港(國際財務報告詮釋 香港會計準則第19號 - 對界 委員會) - 詮釋第14號 定利益資產之限制、最低

資金規定及其相互作用<sup>3</sup>

- 1 於二零零九年一月一日或其後開始之會計年 度期間生效。
- 2 於二零零九年七月一日或其後開始之會計年 度期間生效。
- 3 於二零零八年一月一日或其後開始之會計年 度期間生效。
- 4 於二零零八年七月一日或其後開始之會計年 度期間生效。

本公司之董事預期應用該等準則或詮釋 對本集團之業績及財務狀況並無構成重 大影響。

FOR THE SIX MONTHS ENDED 31 MARCH 2008

#### 3. SEGMENT INFORMATION

Property rentals

Sale of goods

Others

Building management fees

An analysis of the Group's turnover is as follows:

## 簡明綜合 財務報告表附註(續)

战至-零零八年=月=十一日止六個月

#### 3. 分類資料

本集團之營業額分析如下:

Six	months	ended
	六個月	止

31.3.2008	31.3.2007
HK\$'000	HK\$'000
港幣千元	港幣千元
40,586	34,190
2,627	2,451
16,118	15,453
3,671	4,103
63,002	56,197

The businesses based upon which the Group reports its primary segment information are as follows:

物業租金

貨物銷售 其他

物業管理費

Property investment — letting and management of commercial and residential properties

Trading of goods — trading of visual and

sound equipment

Securities dealing – dealings in listed securities
Investment holding – investment in unlisted equity
securities for long term strategic
purposes

本集團呈報其主要分類資料時依據之業 務如下:

物業投資 - 商業及住宅物業租賃及管理 及管理

貨物買賣 一 視聽器材買賣

證券買賣 — 上市證券買賣 控股投資 — 投資於長期策略性用途

之非上市股本證券

FOR THE SIX MONTHS ENDED 31 MARCH 2008

## 簡明綜合 財務報告表附註(續)

或至二零零八年三月三十一日 I 六個月

#### 3. **SEGMENT INFORMATION** (CONTINUED)

## Segment information about these businesses is presented below:

## 3. 分類資料(續)

該等業務之分類資料呈報如下:

Six months ended 31 March 2008 截至二零零八年三月三十一日止六個月

			似王	ニー令令ハサニカ	ニーニロエン個と	1	
		Property					
		investment					
		and	Trading	Securities	Investment		
		management	of goods	dealing	holding	Eliminations	Consolidated
		物業投資					
		及管理	貨物買賣	證券買賣	控股投資	對銷	綜合
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
REVENUE	收入						
External	對外	43,213	16,118	471	3,200	_	63,002
Inter-segment	分類間	609	_	_	_	(609)	_
		43,822	16,118	471	3,200	(609)	63,002
SEGMENT RESULTS	分類業績	166,607	1,034	(9,527)	3,200	_	161,314
		(note)					
		<u>(附註)</u>					
Other income	其他收入						4
Unallocated expenses	未能分攤費用						(4,667)
Finance costs	財務支出						(3,670)
Share of loss of a jointly	應佔共同控制						
controlled entity	公司虧損						(644)
Profit before taxation	税前溢利						152,337
Income tax expense	所得税支出						(22,965)
Profit for the period	期內溢利						129,372
Front for the period	为[7]/三[7]						128,372

FOR THE SIX MONTHS ENDED 31 MARCH 2008

## 簡明綜合 財務報告表附註(續)

#### 3. SEGMENT INFORMATION (CONTINUED)

#### 3. 分類資料(續)

Six months ended 31 March 2007 截至二零零七年三月三十一日止六個月

		Property					
		investment					
		and	Trading	Securities	Investment		
		management 物業投資	of goods	dealing	holding	Eliminations	Consolidated
		及管理	貨物買賣	證券買賣	控股投資	對銷	綜合
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
REVENUE	收入						
External	對外	36,641	15,453	2,503	1,600	_	56,197
Inter-segment	分類間	599 			_	(599)	
		37,240	15,453	2,503	1,600	(599)	56,197
SEGMENT RESULTS	分類業績	219,271 (note) (附註)	951	9,985	1,600	_	231,807
Other income	其他收入						1,031
Unallocated expenses	未能分攤費用						(4,350)
Finance costs Share of profit of a joint	財務支出						(4,693)
controlled entity	公司溢利						104
Profit before taxation	税前溢利						223,899
Income tax expense	所得税支出						(33,952)
Profit for the period	期內溢利						189,947

Note: Segment results of property investment and management division include gain on fair value change of investment properties of HK\$128,200,000 (1.10.2006 to 31.3.2007: HK\$189,000,000).

附註: 物業投資及管理組別之分類業績包括 投資物業公允價值變動之收益港幣 128,200,000元(二零零六年十月一 日至二零零七年三月三十一日:港幣 189,000,000元)。

FOR THE SIX MONTHS ENDED 31 MARCH 2008

Bank loans and overdrafts wholly

Other loans wholly repayable within

repayable within five years

## 簡明綜合 財務報告表附註(續)

战至二零零八年三月三十一日止六個月

#### 4. FINANCE COSTS

Interest on

## 4. 財務支出

Six	months	ended
	六個月	止

31.3.2008	31.3.2007
HK\$'000	HK\$'000
港幣千元	港幣千元
3,569	4,391
3,309	4,391
101	302
3,670	4,693

#### 5. PROFIT BEFORE TAXATION

five years (note 16)

#### 5. 税前溢利

## Six months ended 六個月止

31.3.2008	31.3.2007
HK\$'000	HK\$'000
港幣千元	港幣千元

Profit before	ore taxa	tion h	ias l	oeen	arrivec
at after	chargin	g (cr	edit	ing):	

税前溢利已扣除(計入)下列項目:

利息

須於五年內全數償還之

須於五年內全數償還之

其他貸款(附註16)

銀行貸款及透支

Release of prepaid lease payments
Depreciation on property,
plant and equipment
Imputed interest on amount due from
a jointly controlled entity
Bank interest income
Dividend from listed securities

預付租賃款項撥回 物業、裝置及設備 折舊 應收共同控制公司賬款之 名義利息 銀行利息收入 上市證券股息

4	4
512	478
(1,582) (4)	(959)
(471)	(88) (1,518)

#### 6. INCOME TAX EXPENSE

#### 6. 所得税支出

#### Six months ended 六個月止

31.3.2008	31.3.2007
HK\$'000	HK\$'000
港幣千元	港幣千元
5,086	4,122
17,879	29,830
22,965	33,952

Company and subsidiaries Hong Kong Profits Tax Deferred tax 本公司及附屬公司 香港利得税 遞延税項

香港利得税乃以期內估計之應課税溢利按17.5%(二零零七年三月三十一日止六個月:17.5%)之税率計算撥備。

Hong Kong Profits Tax is calculated at 17.5% (six months ended 31.3.2007: 17.5%) on the estimated assessable profits for the period.

FOR THE SIX MONTHS ENDED 31 MARCH 2008

#### 7. DIVIDEND

In January 2008, the final dividend in respect of the financial year ended 30 September 2007 of HK16 cents (year ended 30.9.2006: HK12 cents) per share totalling HK\$17,629,000 (year ended 30.9.2006: HK\$13,222,000) was paid to shareholders.

The directors have determined that an interim dividend in respect of the financial year ending 30 September 2008 of HK4 cents (year ended 30.9.2007: HK4 cents) per share totalling HK\$4,407,000 (year ended 30.9.2007: HK\$4,407,000) shall be paid to the shareholders of the Company whose names appear in the register of members on 23 July 2008.

#### 8. EARNINGS PER SHARE

The calculation of the basic earnings per share is based on the profit attributable to the equity holders of the Company for the period of HK\$128,915,000 (six months ended 31.3.2007: HK\$189,589,000) and on 110,179,385 (six months ended 31.3.2007: 110,179,385) shares in issue during the period.

#### MOVEMENTS IN INVESTMENT PROPERTIES AND PROPERTY, PLANT AND EQUIPMENT

The Group's investment properties at 31 March 2008 were carried at their fair values as estimated by the directors with reference to recent sale transactions of similar properties. The resulting gain on fair value change of HK\$128,200,000 (six months ended 31.3.2007: HK\$189,000,000) has been recognised directly in the income statement.

During the six months ended 31 March 2008, the Group acquired property, plant and equipment at a total cost of HK\$733,000 (six months ended 31.3.2007: HK\$145,000).

## 簡明綜合 財務報告表附註(續)

截至二零零八年三月三十一日止六個月

#### 7. 股息

於二零零八年一月,截至二零零七年九月三十日止財政年度之末期股息為每股16港仙(二零零六年九月三十日止年度:12港仙),共派發港幣17,629,000元(二零零六年九月三十日止年度:港幣13,222,000元)予股東。

董事已決定派發截至二零零八年九月三十日止財政年度之中期股息每股4港仙(二零零七年九月三十日止年度:4港仙),共派發港幣4,407,000元(二零零七年九月三十日止年度:港幣4,407,000元)予二零零八年七月二十三日登記於本公司股東名冊內之股東。

#### 8. 每股盈利

每股基本盈利之計算法乃根據期內本公司權益持有人應佔溢利港幣128,915,000元(二零零七年三月三十一日止六個月:港幣189,589,000元),並按期內已發行110,179,385(二零零七年三月三十一日止六個月:110,179,385)股計算。

#### 9. 投資物業及物業、裝置及設備之變動

於二零零八年三月三十一日,本集團之 投資物業以董事參考同類物業之最近銷 售交易而估計之公允價值計算。公允價 值變動所導致之收益為港幣128,200,000 元(二零零七年三月三十一日止六個月: 港幣189,000,000元)已直接於收益賬內 確認。

於截至二零零八年三月三十一日止六個 月內,本集團用於購入物業、裝置及設 備之總成本為港幣733,000元(二零零七 年三月三十一日止六個月:港幣145,000 元)。

FOR THE SIX MONTHS ENDED 31 MARCH 2008

#### 10. TRADE AND OTHER RECEIVABLES

For sales of goods, the Group allows an average credit period of 30 days to its trade customers. Rentals receivable from tenants are payable on presentation of invoices.

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

	_
0 — 30 days 31 — 60 days 61 — 90 days Over 90 days	0 — 30 日 31 — 60 日 61 — 90 日 超過90 日以上
Other receivables	其他應收賬款

#### 11. TRADE AND OTHER PAYABLES

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

0 — 30 days 31 — 60 days 61 — 90 days Over 90 days	0 — 30 日 31 — 60 日 61 — 90 日 超過90 日以上
Other payables	其他應付賬款

#### 12. BORROWINGS

During the six months ended 31 March 2008, the Group obtained new loans from banks and a related company of HK\$26,000,000 and HK\$5,000,000 respectively and repaid the outstanding bank loans and the loan from a related company of HK\$15,000,000 and HK\$11,000,000 respectively.

## 簡明綜合 ·務報告表附註

#### 10. 業務及其他應收賬款

對於貨物銷售,本集團向其貿易客戶提 供平均30日之信貸期。應收租戶租金於 出示發票時支付。

於結算日,業務應收賬款之賬齡分析如 下:

31.3.2008	30.9.2007
HK\$'000	HK\$'000
港幣千元	港幣千元
2,117	3,553
1,048	82
223	99
388	451
3,776	4,185
146	84
3,922	4,269

#### 11. 業務及其他應付賬款

於結算日,業務應付賬款之賬齡分析如 下:

31.3.2008	30.9.2007
HK\$'000	HK\$'000
港幣千元	港幣千元
394	1,408
411	_
260	_
335	57
1,400	1,465
7,818	8,940
9,218	10,405

#### 12. 債項

於截至二零零八年三月三十一日止六個 月內,本集團獲得銀行及關連公司之新 貸款分別為港幣26,000,000元及港幣 5,000,000元,及償還所欠銀行及關連公 司之貸款分別為港幣15,000,000元及港 幣 11,000,000 元。

FOR THE SIX MONTHS ENDED 31 MARCH 2008

#### 13. COMMITMENTS

At 31 March 2008, the Group had outstanding commitments in respect of property costs of HK\$3,118,000 (30.9.2007: HK\$3,118,000) contracted for but not provided in the financial statements. The Group's share of the capital commitments of its jointly controlled entity in respect of construction cost is HK\$21,069,000 (30.9.2007: HK\$26,585,000) contracted for but not provided in the financial statements.

#### 14. CONTINGENT LIABILITIES

At 30 September 2007, the Group had contingent liabilities in respect of guarantee to the extent of HK\$17,000,000 issued to a bank for banking facilities granted to a subsidiary of the jointly controlled entity. The extent of banking facilities utilised by that subsidiary of the Group's jointly controlled entity amounted to HK\$6,000,000. The guarantee was released during the period.

#### 15. PLEDGE OF ASSETS

At 31 March 2008, the investment properties, buildings and prepaid lease payments of the Group with a carrying amount of approximately HK\$2,063,000,000 (30.9.2007: HK\$1,940,000,000), HK2,670,000 (30.9.2007: HK\$2,721,000) and HK\$941,000 (30.9.2007: HK\$946,000) respectively were pledged to banks to secure the banking facilities granted to the Group.

#### 16. RELATED PARTY TRANSACTIONS

During the six months ended 31 March 2008, B.L. Wong & Co., Ltd. ("BLWCL") charged interests on unsecured short term advances to the Group, calculated at an effective interest rate of 3.36% (six months ended 31.3.2007: 4.75%) per annum, totalling HK\$101,000 (six months ended 31.3.2007: HK\$302,000). The advances were fully repaid during the period.

The Company's directors, Mr. Wong Bing Lai, Mr. Wong Tat Kee, David and Mr. Wong Tat Sum, Samuel are directors and shareholders of BLWCL. Mr. Wong Tat Chang, Abraham, a director of the Company, is also a shareholder of BLWCL.

## 簡明綜合 財務報告表附註(續)

截至二零零八年三月三十一日止六個月

#### 13. 承擔

於二零零八年三月三十一日,本集團之尚未償還承擔為已簽約但尚未於財務報告表撥備之物業成本港幣3,118,000元(二零零七年九月三十日:港幣3,118,000元)。本集團應佔共同控制公司之資本承擔為已簽約但尚未於財務報告表撥備之建築成本港幣21,069,000元(二零零七年九月三十日:港幣26,585,000元)。

#### 14. 或然負債

於二零零七年九月三十日,本集團之或 然負債為給予銀行達港幣17,000,000元 之擔保,作為給予共同控制公司之附屬 公司銀行信貸保證。本集團之共同控制 公司之該附屬公司已動用銀行信貸達港 幣6,000,000元。於本期內,此項擔保已 獲取消。

#### 15. 資產抵押

於二零零八年三月三十一日,本集團之 投資物業、樓宇及預付租賃款項分別以 賬面值約港幣2,063,000,000元(二零零 七年九月三十日:港幣1,940,000,000元),港幣2,670,000元(二零零七年九 月三十日:港幣2,721,000元)及港幣 941,000元(二零零七年九月三十日:港 幣946,000元)抵押予銀行作為給予本集 團銀行信貸之保證。

#### 16. 關連人士交易

於二零零八年三月三十一日止六個月內,寶旺有限公司(「寶旺」)按實際年利率3.36%(二零零七年三月三十一日止六個月:4.75%)計算,收取無抵押短期貸款利息共港幣101,000元(二零零七年三月三十一日止六個月:港幣302,000元)。期內該貸款已全部清還。

本公司董事黃炳禮先生、黃達琪先生及 黃達琛先生為寶旺之董事及股東。本公 司董事黃達漳先生亦是寶旺之股東。

# MANAGEMENT DISCUSSION AND ANALYSIS

#### INTERIM PROFIT

The consolidated net profit of the Group after taxation and minority interests for the six months ended 31 March 2008 was HK\$128.9 million (2007: HK\$189.6 million). Had the revaluation surplus net of deferred tax on investment properties been excluded, the underlying net profit for the period was HK\$20.3 million (2007: HK\$29.1 million). The Group had benefitted from the increase in rental income during the six months under review. However the mark down to market price of the listed securities held by the Group at balance sheet date was the cause for the overall decrease in the underlying net profit for the period.

#### **BUSINESS REVIEW**

#### Hong Kong

The major portion of the Group's operation profit for the six months ended 31 March 2008 was derived from the rental income of the Group's investment properties in Hong Kong. Recent rental rates of the Group's residential and commercial properties had continuously improved in line with the property market, and the Group's rental income had shown a 19% increase over that of the same period last year.

The business of Elephant Holdings Limited (a subsidiary of the Group), had been steady during the six months under review, and continued to contribute profit to the Group.

#### Projects in the Mainland

Silver Gain Plaza in Guangzhou (in which the Group has a one-third interest) — Construction of the 4-storey podium of Phase III of this project is in progress and is expected to be completed by the 4th quarter of 2008. Construction of the two residential towers on top of the podium will commence thereafter. The building cost will be financed by bank loan and internal funding of the project company.

Residential units in Vivaldi Court of Manhattan Garden, Chao Yang District, Beijing — There had been slight improvement in the occupancy rate of the Group's properties in this project.

#### **PROSPECTS**

The "sub-prime" financial crisis in America, the recent record high oil price and the tightening of bank credit in China are expected to have an adverse effect on the Hong Kong economy, which in turn would dampen further upward rise in property values. In view of the above, new rental rates are not likely to rise in Hong Kong, and the Group's rental income is expected to remain stable in the second half of the financial year, barring any unforeseen factor.

#### FINANCIAL REVIEW

#### Liquidity and financial resources

The Group will continue to adopt prudent funding and treasury policies. The shareholders' funds as at 31 March 2008 were HK\$1,794.4 million, an increase of HK\$115.3 million from HK\$1,679.1 million at 30 September 2007. The increase was mainly due to the upward revaluation of the Group's investment properties.

## 管理層論述及分析

#### 中期溢利

本集團截至二零零八年三月三十一日止六個月除税及少數股東權益後之綜合溢利為港幣一億二千八百九十萬元(二零零七年:港幣一億八千九百六十萬元)。若不包括投資物業重估盈餘扣減遞延税項後之淨值,期內基本純利為港幣二千零三十萬元(二零零七年:港幣二千九百一十萬元)。在回顧之六個月期間,本集團因租金收入增加而得益。惟於結算日本集團持有之上市證券市值下降,成為期內基本純利整體減少之原因。

#### 業務回顧

#### 香港

截至二零零八年三月三十一日止六個月本集團之營運溢利主要來自香港投資物業之租金收入。在回顧期間本集團之住宅及商業物業新租值跟隨物業市場走勢而持續改善,及本集團之租金收入比較上年度同期增加百份之十九。

本集團附屬公司大象行有限公司,在回顧之 六個月期間,業務保持平穩,並繼續對本集 團提供溢利。

#### 國內項目

於廣州東銀廣場(其中本集團持有三分一權益)一此項目第三期之四層商業平台建築工程現正進行,並預期於二零零八年第四季完成。在商業平台上之兩幢住宅大廈建築工程將隨後展開。建築工程費用將由項目公司以銀行貸款及內部資金融資。

北京朝陽區京達花園威爾第閣之住宅單位 -本集團於此項目之物業出租率有輕微改善。

#### 業務發展

美國之次按金融危機、近來油價創新高及中國收緊銀行信貸預料對本港之經濟帶來負面影響,繼而抑制物業價格之持續上升。按上述情況,於香港之新租值預料不會上升。除卻任何不可預知之因素外,本集團之物業租金收益於下半年期望會保持平穩。

#### 財務回顧

#### 資金流動性及財務資源

本集團將繼續採納審慎之資金及庫務政策。 於二零零八年三月三十一日,股東權益為港 幣十七億九千四百四十萬元,比較二零零七 年九月三十日之港幣十六億七千九百一十萬 元增加港幣一億一千五百三十萬元,增加主 要因為本集團之投資物業重估價值上升。

# MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

#### FINANCIAL REVIEW (CONTINUED)

Liquidity and financial resources (continued)

At 31 March 2008, the Group's total borrowings, which were all denominated in Hong Kong dollars, were HK\$176.2 million (HK\$175.2 million at 30 September 2007). The maturity profile of the Group's total borrowings is set out as follows:

Repayable: 償還期為:
Within one year —年內
After one year but within two years —年後至兩年內
After two years but within five years —兩年後至五年內

Total borrowings 總債項

At 31 March 2008, the Group had outstanding bank overdraft of HK\$1.2 million, which carried interest chargeable at prime rate, whereas interest on remaining borrowings of HK\$175 million was chargeable at HIBOR plus a margin. At 31 March 2008, the debt to equity ratio, based on the Group's total borrowings of HK\$176.2 million and its net assets value of HK\$1,794.4 million, was 9.8%, as compared with 10.4% on 30 September 2007. The decrease was mainly due to the upward revaluation of the Group's investment properties as mentioned above.

At 31 March 2008, investment properties and properties for own use of the Group with an aggregate carrying value of HK\$2,063 million and HK\$3.6 million respectively were pledged to banks to secure the general banking facilities granted to the Group.

At 31 March 2008, the Group had undrawn banking facilities of HK\$237 million which will provide adequate funding for the Group's operational and capital expenditure requirement.

At 30 September 2007, the Group had contingent liabilities in respect of guarantee to the extent of HK\$17 million issued to a bank for banking facilities granted to a subsidiary of the jointly controlled entity. The guarantee was released during the period.

#### **EMPLOYEES**

At 31 March 2008, the Group had 119 employees and the employee's cost including directors' emoluments for the half year amounted to approximately HK\$8.9 million which was slightly higher than that of the same period last year. There was no change in employment and remuneration policies of the Group and the Group does not have any share option scheme for employees.

## 管理層論述及分析(續)

#### 財務回顧(續)

#### 資金流動性及財務資源(續)

於二零零八年三月三十一日,本集團之總債項,全部均為港幣借款,金額為港幣一億七千六百二十萬元(二零零七年九月三十日為港幣一億七千五百二十萬元)。本集團總債項之還款期組合如下:

31.3.2008

HK\$ Million	HK\$ Million
港幣百萬元	港幣百萬元
82.2	79.2
94.0	4.0
—	92.0
176.2	175.2

30.9.2007

於二零零八年三月三十一日,本集團之投資物業及自用物業分別以總賬面值港幣二十億六千三百萬元及港幣三百六十萬元抵押予銀行,作為給予本集團一般銀行信貸之保證。

於二零零八年三月三十一日,本集團尚未動 用之銀行信貸為港幣二億三千七百萬元,此 金額將提供足夠資金予本集團之營運及資本 開支所需。

於二零零七年九月三十日,本集團之或然負 債為給予銀行達港幣一千七百萬元之擔保, 作為給予共同控制公司之附屬公司銀行信貸 保證。於本期內,此項擔保已獲取消。

#### 僱員

於二零零八年三月三十一日,本集團有 一百一十九名僱員,而本期之僱員開支包括 董事酬金約為港幣八百九十萬元,比上年度 同期輕微增加。本集團之僱傭及酬金政策並 無改變,及本集團並無僱員認購股權計劃。

#### OTHER INFORMATION

#### DIRECTORS' INTERESTS IN SHARES

At 31 March 2008, the interests of the directors and chief executives and their associates in the 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, or otherwise notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to the Model Code for Securities Transactions by Directors of Listed Companies, were as follows:

(a) Long position interests in the Company

## 其他資料

#### 董事之股份權益

於二零零八年三月三十一日,根據證券及期 貨條例第352條本公司存置之登記名冊所記 錄,或按上市公司董事進行證券交易之標準 守則而向本公司及香港聯合交易所有限公司 發出之通知,各董事及行政總裁及彼等聯繫 人士擁有本公司及其聯營公司之股份權益如 下:

(a) 於本公司之好倉權益

## Number of ordinary shares 普通股數量

Name of director 董事姓名	Personal interests 個人權益	Family interests 家族權益 (note 1) (附註1)	Other interests 其他權益 (note 2) (附註2)	Total 總計	Percentage of the issued share capital of the Company 本公司已發行 股本之百分率
Wong Tat Chang, Abraham 黃達漳 Wong Tat Kee, David	450,800	_	56,806,234	57,257,034	52.0%
黄達琪	_	_	56,806,234	56,806,234	51.6%
Wong Tat Sum, Samuel 黄達琛	500,000	28,800	56,806,234	57,335,034	52.0%
Lam Hsieh Li Chen, Linda 林謝麗瓊	104,420	_	_	104,420	0.1%

### **OTHER INFORMATION** (Continued)

#### **DIRECTORS' INTERESTS IN SHARES (CONTINUED)**

(b) Long position interests in Elephant Holdings Limited ("EHL"), a subsidiary of the Company

## 其他資料(續)

#### 董事之股份權益(續)

(b) 於本公司之附屬公司大象行有限公司 (「大象行」)之好倉權益

## Number of ordinary shares 普通股數量

Name of director 董事姓名	Personal interests 個人權益	Other interests 其他權益 (note 2) (附註2)	Total 總計	Percentage of the issued share capital of EHL 大象行已發行 股本之百分率
Wong Tat Chang, Abraham 黃達漳 Wong Tat Kee, David	10	4,784	4,794	47.9%
黃達琪	_	4,784	4,784	47.8%
Wong Tat Sum, Samuel 黃達琛	_	4,784	4,784	47.8%

#### Notes:

- (1) Mr. Wong Tat Sum, Samuel is deemed to be interested in 28,800 ordinary shares of the Company, being the interest held beneficially by his spouse.
- (2) Shares included in other interests are beneficially owned by discretionary trusts of which Messrs. Wong Tat Chang, Abraham, Wong Tat Kee, David and Wong Tat Sum, Samuel are beneficiaries and the number of shares in each of the above companies are duplicated for each of these three directors.

Save as disclosed above, at 31 March 2008, none of the directors or chief executives, nor their associates, had any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations.

#### SUBSTANTIAL SHAREHOLDERS

At 31 March 2008, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the Securities and Futures Ordinance showed that, other than the interests disclosed above in respect of directors, the following shareholder had notified the Company of relevant interests in the issued share capital of the Company:

	Number of	Percentage of the issued share capital of the Company	
	ordinary shares		
Name	in the Company		
Madison Profits Limited	22,827,632 (Note)	20.7%	

Note: These 22,827,632 shares were taken to be the corporate interests of Mdm. Kung, Nina (deceased) pursuant to the Securities and Futures Ordinance.

附註:

- (1) 黄達琛先生視作擁有本公司28,800股普通股 之權益,該權益為其配偶所擁有。
- (2) 其他權益內之股份為信託基金擁有,黃達 漳、黃達琪及黃達琛諸位先生為該等信託基 金之受益人,而上述每間公司股份數目均為 該三位董事每位所重複之權益。

除以上所披露外,於二零零八年三月三十一日,董事或行政總裁或彼等聯繫人士並無擁有本公司或其任何聯營公司之股份、相關股份及債券之任何權益或淡倉。

#### 主要股東

於二零零八年三月三十一日,根據證券及期 貨條例第336條本公司存置之主要股東登記名 冊所載,除以上所述之董事權益外,以下股 東已通知本公司其於本公司已發行股本之有 關權益:

	本公司	本公司已
公司名稱	之普通股數量	發行股本百分率
Madison Profits Limited	22.827.632(附註)	20.7%

附註: 根據證券及期貨條例,該22,827,632股為龔如 心女士(已逝世)之公司權益。

### **OTHER INFORMATION** (Continued)

#### SUBSTANTIAL SHAREHOLDERS (CONTINUED)

Save as disclosed above, the Company had not been notified by any person, not being a director, of interests or short positions in the shares and underlying shares of the Company as required to be recorded in the register pursuant to Section 336 of the Securities and Futures Ordinance.

#### DIVIDEND

The Board of Directors has resolved to declare an interim dividend of HK4 cents per ordinary share (2007: HK4 cents per ordinary share) payable on 28 July 2008 to shareholders whose names appear on the Register of Members on 23 July 2008.

#### CLOSURE OF REGISTER OF MEMBERS

The Register of Members will be closed from Thursday, 17 July 2008 to Wednesday, 23 July 2008, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the interim dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's registrars, Tricor Standard Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Hong Kong not later than 4:00 p.m. on Wednesday, 16 July 2008.

#### PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's shares during the six months ended 31 March 2008.

#### CORPORATE GOVERNANCE

Throughout the six months ended 31 March 2008, the Company had complied with the provisions of the Code on Corporate Governance Practices (the "Code") as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), save for the following:

Code A.4.1 stipulates that non-executive directors should be appointed for a specific term, subject to re-election.

Although the independent non-executive directors of the Company are not appointed for a specific term, all directors of the Company are subject to retirement by rotation at least once every three years in accordance with Article 119 of the Company's Articles of Association.

## 其他資料(續)

#### 主要股東(續)

除以上所披露外,根據證券及期貨條例第336條規定須予記錄於登記名冊所載,本公司並無收到任何非董事之人士持有本公司股份及相關股份權益或淡倉之通知。

#### 股息

董事會議決宣佈於二零零八年七月二十八日 派發中期股息每股普通股四港仙(二零零七年:每股普通股四港仙)予於二零零八年七月 二十三日登記於股東名冊之股東。

#### 截止過戶日期

本公司由二零零八年七月十七日(星期四)至二零零八年七月二十三日(星期三)(首尾兩天包括在內),暫停辦理股票過戶手續。為確保享有中期股息權利,持有本公司股票之人士請於二零零八年七月十六日(星期三)下午四時前,將股票連同轉名紙送達香港皇后大道東28號金鐘匯中心26樓卓佳標準有限公司。

#### 買入、出售或贖回股份

截至二零零八年三月三十一日止六個月內, 本公司或其任何附屬公司並無購買、出售或 贖回本公司之股份。

#### 企業管治

截至二零零八年三月三十一日止六個月內,本公司一直遵守載於香港聯合交易所有限公司證券上市規則(「上市規則」)附錄14之企業管治常規守則(「守則」)條文,惟下列除外:

守則A.4.1規定非執行董事應有特定任期,惟可予以重選。

雖然本公司之獨立非執行董事之委任並無特定任期,但本公司所有董事須根據本公司組織章程細則第119條,至少每三年輪值退任一次。

### **OTHER INFORMATION** (Continued)

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules as the code for dealing in securities of the Company by the directors (the "Model Code"). Having made specific enquiry of all directors of the Company, the Company confirms that all directors of the Company have complied with the required standard set out in the Model Code for the period under review.

#### **AUDIT COMMITTEE**

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including the review of the unaudited interim financial report. In addition, the condensed consolidated financial statements of the Company for the six months ended 31 March 2008 have been reviewed by our auditors, Messrs. Deloitte Touche Tohmatsu, in accordance with Hong Kong Standard on Review Engagements No. 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants and an unqualified review report is issued.

WONG BING LAI
Chairman

Hong Kong, 25 June 2008

## 其他資料(續)

#### 董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載之上市公司董事進行證券交易的標準守則為其董事進行本公司之證券交易之守則(「標準守則」)。經向本公司所有董事作出查詢後,本公司確認本公司所有董事於回顧期內已遵守標準守則所規定之準則。

#### 審核委員會

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,包括審閱未經審核之中期財務報告等。再者,本公司截至二零零八年三月三十一日止六個月之簡明綜合財務報告表已由本公司核數師德勤 • 關黃陳方會計師及會所頒佈的香港審閱項目準則第2410號「由實體的獨立核數師執行的中期財務資料審閱」所查閱,而發出沒有保留結論的查閱報告。

*主席* 黃炳禮

香港,二零零八年六月二十五日