

長江製衣有限公司 YANGTZEKIANG GARMENT LIMITED

股份代號 Stock code : 294

INTERIM REPORT 中期報告

2018/19

For the Six Months Ended 30th September, 2018

截至二零一八年九月三十日止六個月

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Director

Chan Wing Fui, Peter, MA (Chairman)
Chan Wing Kee, GBM, GBS, OBE, JP (Managing Director)
Chan Wing To, PhD (Deputy Managing Director)
Chan Suk Man, MSc
Chan Wing Sun, Samuel
Chan Suk Ling, Shirley, BBS, JP
So Ying Woon, Alan

Independent Non-executive Director

Lin Keping
Choi Ting Ki
So Stephen Hon Cheung
Li Guangming

AUDIT COMMITTEE

So Stephen Hon Cheung (Chairman)
Lin Keping
Choi Ting Ki
Li Guangming

REMUNERATION COMMITTEE

Lin Keping (Chairman)
Chan Wing Fui, Peter
Chan Wing Kee
Choi Ting Ki
So Stephen Hon Cheung
Li Guangming

NOMINATION COMMITTEE

Choi Ting Ki (Chairman)
Chan Wing Fui, Peter
Chan Wing Kee
Lin Keping
So Stephen Hon Cheung
Li Guangming

RISK MANAGEMENT COMMITTEE

Chan Wing Fui, Peter (Chairman)
Chan Wing Kee
Chan Suk Man
So Ying Woon, Alan

PRINCIPAL BANKERS

The Hongkong and Shanghai Banking Corporation Limited
Bank of China (Hong Kong) Limited

SOLICITORS

Loeb & Loeb LLP

AUDITORS

KPMG
Certified Public Accountants

COMPANY SECRETARY

Hui Sau Ling, FCCA, CPA

REGISTERED OFFICE

22 Tai Yau Street
San Po Kong
Kowloon

SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17th Floor, Hopewell Centre
Hong Kong

WEBSITE

www.ygm.com.hk

公司資料

董事會

執行董事
陳永奎 (主席)
陳永棋 (董事總經理)
陳永滔 (副董事總經理)
劉陳淑文
陳永燦
周陳淑玲
蘇應垣

獨立非執行董事

林克平
蔡廷基
蘇漢章
李光明

審核委員會

蘇漢章 (主席)
林克平
蔡廷基
李光明

薪酬委員會

林克平 (主席)
陳永奎
陳永棋
蔡廷基
蘇漢章
李光明

提名委員會

蔡廷基 (主席)
陳永奎
陳永棋
林克平
蘇漢章
李光明

風險管理委員會

陳永奎 (主席)
陳永棋
劉陳淑文
蘇應垣

主要往來銀行

香港上海滙豐銀行有限公司
中國銀行(香港)有限公司

律師

Loeb & Loeb LLP

核數師

畢馬威會計師事務所
執業會計師

公司秘書

許秀玲

註冊辦事處

九龍
新蒲崗
大有街二十二號

股份登記及過戶處

香港中央證券登記有限公司
香港
合和中心十七樓
1712-1716室

公司網址

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**CONSOLIDATED STATEMENT
OF PROFIT OR LOSS – UNAUDITED**

For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

綜合損益表 – 未經審核

截至二零一八年九月三十日止六個月
(以港元計)

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
	Note 附註		
Revenue	收入	3	
Cost of sales	銷售成本	317,796	314,747
		(260,104)	(259,140)
Gross profit	毛利	57,692	55,607
Other income	其他收益	1,674	7,872
Selling and distribution expenses	銷售及分銷費用	(26,538)	(27,413)
Administrative expenses	行政費用	(30,432)	(31,181)
Other operating expenses	其他經營費用	(7,432)	(7,749)
Loss from operations	經營虧損	(5,036)	(2,864)
Finance costs	融資成本	(1,674)	(1,758)
Share of profits of joint ventures	應佔合營企業溢利	7,452	5,632
Profit before taxation	除稅前溢利	4	1,010
Income tax	所得稅	(1,719)	(3,776)
Loss for the period	本期間虧損	(977)	(2,766)
Attributable to:	應撥歸於：		
Equity shareholders of the Company	本公司股權持有人	1,270	(2,148)
Non-controlling interests	非控股股東權益	(2,247)	(618)
Loss for the period	本期間虧損	(977)	(2,766)
Earnings/(loss) per share	每股盈利/(虧損)		
Basic and diluted	基本及攤薄	8	\$0.01
			(\$0.01)

Details of dividends payable to equity shareholders of the Company attributable to the period are set out in note 7. The notes on pages 8 to 34 form part of this interim financial report.

應付本公司股權持有人本期間股息的詳情載於附註7。第8頁至34頁的附註屬本中期財務報告之一部份。

**CONSOLIDATED STATEMENT
OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME – UNAUDITED**

For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

**綜合損益及其他全面收益表
— 未經審核**

截至二零一八年九月三十日止六個月
(以港元計)

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
Loss for the period	本期間虧損	(977)	(2,766)
Other comprehensive income for the period (after tax and reclassification adjustments)	本期間其他全面收益 (扣除稅項及分類調整後)		
<i>Items that are or may be reclassified subsequently to profit or loss:</i>	<i>重新分類/將來可能重新分類至損益的項目：</i>		
Exchange differences on translation of:	匯兌差額：		
– financial statements of subsidiaries outside Hong Kong	– 換算香港境外附屬公司財務報表	(9,211)	3,814
– share of joint ventures' net assets	– 換算應佔合營企業資產淨值	(50,994)	21,920
		(60,205)	25,734
Available-for-sale securities: net movement in the investment revaluation reserve	可供出售證券：投資重估儲備變動淨額	–	(1,353)
Cash flow hedges: net movement in the hedging reserve	現金流量對沖：對沖儲備變動淨額	2,356	(2,420)
Other comprehensive income for the period	本期間其他全面收益	(57,849)	21,961
Total comprehensive income for the period	本期間全面收益總額	(58,826)	19,195
Attributable to:	應撥歸於：		
Equity shareholders of the Company	本公司股權持有人	(56,546)	19,929
Non-controlling interests	非控股股東權益	(2,280)	(734)
Total comprehensive income for the period	本期間全面收益總額	(58,826)	19,195

The notes on pages 8 to 34 form part of this interim financial report.

第8頁至34頁的附註屬本中期財務報告之一部份。

**CONSOLIDATED STATEMENT
OF FINANCIAL POSITION – UNAUDITED**

At 30 September 2018
(Expressed in Hong Kong dollars)

綜合財務狀況表 – 未經審核

於二零一八年九月三十日
(以港元計)

			At 30 September 2018 於二零一八年 九月三十日 \$'000 千元	At 31 March 2018 於二零一八年 三月三十一日 \$'000 千元
		Note 附註		
Non-current assets	非流動資產			
Investment properties	投資物業		238,227	240,556
Other property, plant and equipment	其他物業、廠房及設備		55,549	58,223
Interest in leasehold land held for own use under operating leases	持作經營租賃之 自用租賃土地的權益		1,285	1,438
			295,061	300,217
Intangible assets	無形資產		3,033	3,080
Interests in joint ventures	合營企業權益		527,501	571,043
Other financial assets	其他金融資產		4,413	4,611
Deferred tax assets	遞延稅項資產		19	271
			830,027	879,222
Current assets	流動資產			
Inventories	存貨		106,304	68,686
Trade and other receivables	應收賬款及其他應收款	9	129,026	120,000
Current tax recoverable	可收回本期稅項		131	131
Cash at bank and in hand	銀行存款及現金	10	266,591	323,112
			502,052	511,929
Current liabilities	流動負債			
Trade and other payables	應付賬款及其他應付款	11	115,679	86,407
Current tax payable	應付本期稅項		15,269	16,036
			130,948	102,443
Net current assets	流動資產淨值		371,104	409,486
Total assets less current liabilities	資產總額減流動負債		1,201,131	1,288,708
Non-current liabilities	非流動負債			
Provision for long service payments	長期服務金撥備		22,308	22,728
Deferred tax liabilities	遞延稅項負債		17,155	17,013
			39,463	39,741
NET ASSETS	資產淨值		1,161,668	1,248,967
CAPITAL AND RESERVES	資本及儲備			
Share capital	股本		208,418	208,418
Reserves	儲備		955,627	1,039,310
Total equity attributable to equity shareholders of the Company	應撥歸於本公司 股權持有人權益總額		1,164,045	1,247,728
Non-controlling interests	非控股股東權益		(2,377)	1,239
TOTAL EQUITY	權益總額		1,161,668	1,248,967

The notes on pages 8 to 34 form part of this interim financial report.

第8頁至34頁的附註屬本中期財務報告之一部份。

CONSOLIDATED STATEMENT
OF CHANGES IN EQUITY – UNAUDITED

綜合權益變動表 – 未經審核

For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

截至二零一八年九月三十日止六個月
(以港元計)

		Share capital	Exchange reserve	Goodwill arising on consolidation	Investment revaluation reserve	Land and buildings revaluation reserve	Hedging reserve	Other reserve	Retained profits	Total	Non-controlling interests	Total equity
		股本	匯兌儲備	綜合賬目所產生之商譽	投資重估儲備	土地及樓宇重估儲備	對沖儲備	其他儲備	保留溢利	合計	非控股股東權益	權益總額
		\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
		千元	千元	千元	千元	千元	千元	千元	千元	千元	千元	千元
Balance at 1 April 2017	於二零一七年四月一日之結餘	208,418	68,544	(42,174)	306	31,870	-	7,236	895,380	1,169,580	2,872	1,172,452
Changes in equity for the six months ended 30 September 2017:	截至二零一七年九月三十日止六個月之權益變動:											
Loss for the period	本期間虧損	-	-	-	-	-	-	-	(2,148)	(2,148)	(618)	(2,766)
Other comprehensive income	其他全面收益	-	25,850	-	(1,353)	-	(2,420)	-	-	22,077	(116)	21,961
Total comprehensive income	全面收益總額	-	25,850	-	(1,353)	-	(2,420)	-	(2,148)	19,929	(734)	19,195
Dividends approved in respect of the previous year	本期內批准屬於上一年度的股息	-	-	-	-	-	-	-	(20,675)	(20,675)	-	(20,675)
Balance at 30 September 2017	於二零一七年九月三十日之結餘	208,418	94,394	(42,174)	(1,047)	31,870	(2,420)	7,236	872,557	1,168,834	2,138	1,170,972
Balance at 31 March 2018	於二零一八年三月三十一日之結餘	208,418	134,434	(42,174)	(1,064)	31,870	(2,255)	7,236	911,263	1,247,728	1,239	1,248,967
Impact on initial application of HKFRS 9	首次應用香港財務報告準則第9號之影響	-	-	-	1,064	-	-	-	(1,064)	-	-	-
Adjusted balance at 1 April 2018	於二零一八年四月一日經調整結餘	208,418	134,434	(42,174)	-	31,870	(2,255)	7,236	910,199	1,247,728	1,239	1,248,967
Changes in equity for the six months ended 30 September 2018:	截至二零一八年九月三十日止六個月之權益變動:											
Loss for the period	本期間虧損	-	-	-	-	-	-	-	1,270	1,270	(2,247)	(977)
Other comprehensive income	其他全面收益	-	(60,172)	-	-	-	2,356	-	-	(57,816)	(33)	(57,849)
Total comprehensive income	全面收益總額	-	(60,172)	-	-	-	2,356	-	1,270	(56,546)	(2,280)	(58,826)
Acquisition of non-controlling interest of a subsidiary (note 6)	收購一附屬公司非控股股東權益(附註6)	-	-	-	-	-	-	-	(2,327)	(2,327)	(1,336)	(3,663)
Dividends approved in respect of the previous year	本期內批准屬於上一年度的股息	-	-	-	-	-	-	-	(24,810)	(24,810)	-	(24,810)
Balance at 30 September 2018	於二零一八年九月三十日之結餘	208,418	74,262	(42,174)	-	31,870	101	7,236	884,332	1,164,045	(2,377)	1,161,668

The notes on pages 8 to 34 form part of this interim financial report.

第8頁至34頁的附註屬本中期財務報告之一部份。

**CONDENSED CONSOLIDATED
CASH FLOW STATEMENT – UNAUDITED**

For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

簡明綜合現金流量表 – 未經審核

截至二零一八年九月三十日止六個月
(以港元計)

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
		Note 附註	
Operating activities	經營活動		
Cash used in operations	經營業務所用現金		(14,505)
Tax paid	已付稅項		(1,284)
Net cash used in operating activities	經營活動所用的現金淨額		(25,086)
Investing activities	投資活動		
Payment for the purchase of other property, plant and equipment	購買其他物業、 廠房及設備付款		(1,717)
Other cash flows arising from investing activities	其他投資活動的現金流量		6,554
Net cash generated from investing activities	投資活動所得的現金淨額		1,587
Financing activities	融資活動		
Other cash flows arising from financing activities	其他融資活動的現金流量		(1,758)
Net cash used in financing activities	融資活動所用的現金淨額		(30,147)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額		(53,646)
Cash and cash equivalents at the beginning of the period	於期初之現金及現金等價物	10	313,489
Effect of foreign exchange rate changes	外幣兌換率變動之影響		1,619
Cash and cash equivalents at the end of the period	於期末之現金及現金等價物	10	302,398

The notes on pages 8 to 34 form part of this interim financial report.

第8頁至34頁的附註屬本中期財務報告之一部份。

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

1. BASIS OF PREPARATION

This interim financial report for the six months ended 30 September 2018 comprises the Company and its subsidiaries (together referred to as the “Group”) and the Group’s interests in an associate and joint ventures.

The interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Stock Exchange”), including compliance with Hong Kong Accounting Standard (“HKAS”) 34 *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). It was authorised for issue on 28 November 2018.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the annual financial statements of the Group for the year ended 31 March 2018, except for the accounting policy changes that are expected to be reflected in the annual financial statements of the Group for the year ending 31 March 2019. Details of these changes in accounting policies are set out in note 2.

The preparation of this interim financial report in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the annual financial statements of the Group for the year ended 31 March 2018. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

The interim financial report is unaudited, but has been reviewed by the Company’s Audit Committee.

未經審核 中期財務報告附註

截至二零一八年九月三十日止六個月
(以港元計)

1. 編製基準

截至二零一八年九月三十日止六個月的中期財務報告涵蓋本公司及其附屬公司(統稱為「本集團」)及本集團之一聯營公司及合營企業權益。

本中期財務報告根據香港聯合交易所有限公司(「聯交所」)證券上市規則中適用的披露規定編製，並符合香港會計師公會所頒佈的《香港會計準則》(「香港會計準則」)第34號「中期財務報告」的規定。本中期財務報告已於二零一八年十一月二十八日獲授權發佈。

除依據預期於截至二零一九年三月三十一日止年度本集團年度財務報表中反映的會計政策變動外，本中期財務報告已採納於截至二零一八年三月三十一日止年度本集團年度財務報表中所採用的相同會計政策。該等會計政策變動詳情列載於附註2。

本中期財務報告的編製符合《香港會計準則》第34號，要求管理層須就影響政策應用和呈報資產、負債、收入及支出的數額作出至目前為止的判斷、估計和假設。實際結果可能有別於估計數額。

本中期財務報告包括簡明綜合財務報表及所選取的附註解釋。該等附註包括解釋各項事件及交易對了解自截至二零一八年三月三十一日止年度本集團年度財務報表發表後本集團之財務狀況及表現之變動尤為重要。簡明綜合中期財務報表及其附註並不包括按所有香港財務報告準則(「香港財務報告準則」)的要求而編製的完整財務報表的所有資料。

本中期財務報告乃未經審核，但已由本公司之審核委員會審閱。

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

1. BASIS OF PREPARATION (continued)

The financial information relating to the financial year ended 31 March 2018 that is included in the interim financial report as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements. Further information relating to these statutory financial statements disclosed in accordance with section 436 of the Hong Kong Companies Ordinance (Cap. 622) is as follows:

The Company has delivered the financial statements for the year ended 31 March 2018 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance.

The Company's auditor has reported on these financial statements for the year ended 31 March 2018. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under section 406(2), 407(2) or (3) of the Companies Ordinance.

2. CHANGES IN ACCOUNTING POLICIES

(a) Overview

The HKICPA has issued a number of new HKFRSs and amendments to HKFRSs that are first effective for the current accounting period of the group. Of these, the following developments are relevant to the group's financial statements:

- HKFRS 9, *Financial instruments*
- HKFRS 15, *Revenue from contracts with customers*
- HK(IFRIC) 22, *Foreign currency transactions and advance consideration*

The group has not applied any new standard or interpretation that is not yet effective for the current accounting period, except for the amendments to HKFRS 9, *Prepayment features with negative compensation* which have been adopted at the same time as HKFRS 9.

未經審核 中期財務報告附註

截至二零一八年九月三十日止六個月
(以港元計)

1. 編製基準(續)

本中期財務報告內所載有關截至二零一八年三月三十一日止財政年度之財務資料乃為比較資料，並不構成本公司於該財政年度之法定年度綜合財務報表，但該等資料乃摘錄自該財務報表。按照公司條例(第622章)第436條，依據法定財務報表披露有關資料如下：

本公司已根據公司條例第662(3)條及附表6第3部規定向公司註冊處處長呈交截至二零一八年三月三十一日止年度之財務報表。

本公司核數師已就截至二零一八年三月三十一日止年度之該等財務報表作出報告。該核數師報告並無保留意見；並無載有核數師在不對其報告出具保留意見之情況下，以強調的方式提請使用者注意的任何事項；亦不載有根據公司條例第406(2)條、第407(2)或(3)條作出的陳述。

2. 會計政策變動

(a) 概覽

香港會計師公會已頒佈若干項於本集團本會計期間首次生效之新訂及經修訂香港財務報告準則。當中，與本集團財務報表有關之發展載列如下：

- 香港財務報告準則第9號，*金融工具*
- 香港財務報告準則第15號，*客戶合約收入*
- 香港(國際財務報告詮釋委員會)－詮釋第22號，*外幣交易及預付代價*

本集團並未採用任何於本會計期間尚未生效之新準則或詮釋，惟香港財務報告準則第9號之修訂，具有負補償特性之提前還款除外，其於採納香港財務報告準則第9號同時已獲採納。

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2. CHANGES IN ACCOUNTING POLICIES (continued)

(a) Overview (continued)

The adoption of HKFRS 15 had no material impact on the group's financial position and performance during the relevant periods. The group has been impacted by HKFRS 9 in relation to classification of financial assets and measurement of credit losses. Details of the changes in accounting policies are discussed in note 2(b) for HKFRS 9 and note 2(c) for HKFRS 15. Other than that, none of these developments has had a material effect on how the group results and financial position for the current or prior periods have been prepared or presented in this interim financial report.

Under the transition methods chosen, the Group recognises cumulative effect of the initial application of HKFRS 9 as an adjustment to the opening balance of equity at 1 April 2018. Comparative information is not restated. Yet, the adoption of HKFRS 9 does not lead to opening balance adjustments for each line item in the consolidated statement of financial position.

(b) HKFRS 9, *Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation*

HKFRS 9 replaces HKAS 39, *Financial instruments: recognition and measurement*. It sets out the requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items.

The group has applied HKFRS 9 retrospectively to items that existed at 1 April 2018 in accordance with the transition requirements. The group has recognised the cumulative effect of initial application as an adjustment to the opening equity at 1 April 2018. Therefore, comparative information continues to be reported under HKAS 39.

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截至二零一八年九月三十日止六個月
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2. 會計政策變動(續)

(a) 概覽(續)

採納香港財務報告準則第15號對本集團於相關期間之財務狀況及表現並無重大影響。本集團受香港財務報告準則第9號關於金融資產分類及信貸虧損計量規定的影響。會計政策變更的詳情見附註2(b) (有關香港財務報告準則第9號) 及附註2(c) (有關香港財務報告準則第15號)。除此之外，該等發展對本集團本期間或以往期間的業績及財務狀況於本中期財務報告之編製或呈列方式並無重大影響。

根據所選擇的過渡方式，本集團將首次應用香港財務報告準則第9號的累計影響確認為於二零一八年四月一日的期初權益結餘調整。並無重列比較資料。然而，採納香港財務報告準則第9號並未導致綜合財務狀況表中各項目的期初結餘調整。

(b) 香港財務報告準則第9號，*金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款*

香港財務報告準則第9號取代香港會計準則第39號，*金融工具：確認及計量*。此準則規定了確認和計量金融資產、金融負債及一些買賣非金融項目合同的要求。

本集團根據過渡規定將香港財務報告準則第9號追溯應用至於二零一八年四月一日時已存在的項目。本集團將首次應用的累計影響確認為於二零一八年四月一日的期初權益調整。因此，比較資料繼續按香港會計準則第39號予以呈報。

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2. CHANGES IN ACCOUNTING POLICIES (continued)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

The following table summarises the impact of transition to HKFRS 9 on retained earnings and reserves and the related tax impact at 1 April 2018.

		\$'000 千元
Retained profits	保留溢利	
Transferred from investment revaluation reserve relating to financial assets now measured at FVPL	轉撥自投資重估儲備，現按公平值透過損益列賬之金融資產	(1,064)
Net decrease in retained earnings at 1 April 2018	於二零一八年四月一日保留溢利減少淨額	(1,064)
Investment revaluation reserve	投資重估儲備	
Transferred to retained profits relating to financial assets now measured at FVPL	轉撥至保留溢利，現按公平值透過損益列賬之金融資產	1,064
Net increase in investment revaluation reserve at 1 April 2018	於二零一八年四月一日投資重估儲備增加淨額	1,064

Further details of the nature and effect of the changes to previous accounting policies and the transition approach are set out below:

(i) *Classification of financial assets and financial liabilities*

HKFRS 9 categories financial assets into three principal classification categories: measured at amortised cost, at fair value through other comprehensive income ("FVOCI") and at fair value through profit or loss ("FVPL"). These supersede HKAS 39's categories of held-to-maturity investments, loans and receivables, available-for-sale financial assets and financial assets measured at FVPL. The classification of financial assets under HKFRS 9 is based on the business model under which the financial asset is managed and its contractual cash flow characteristics.

Non-equity investments held by the group are classified into one of the following measurement categories:

- amortised cost, if the investment is held for the collection of contractual cash flows which represent solely payments of principal and interest. Interest income from the investment is calculated using the effective interest method;

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2. 會計政策變動 (續)

(b) 香港財務報告準則第9號，金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款 (續)

下表概述於二零一八年四月一日過渡至香港財務報告準則第9號對保留溢利及儲備以及相關稅務影響之影響。

		\$'000 千元
Retained profits	保留溢利	
Transferred from investment revaluation reserve relating to financial assets now measured at FVPL	轉撥自投資重估儲備，現按公平值透過損益列賬之金融資產	(1,064)
Net decrease in retained earnings at 1 April 2018	於二零一八年四月一日保留溢利減少淨額	(1,064)
Investment revaluation reserve	投資重估儲備	
Transferred to retained profits relating to financial assets now measured at FVPL	轉撥至保留溢利，現按公平值透過損益列賬之金融資產	1,064
Net increase in investment revaluation reserve at 1 April 2018	於二零一八年四月一日投資重估儲備增加淨額	1,064

有關過往會計政策變動的性質和影響以及過渡方式的進一步詳情載列如下：

(i) *金融資產和金融負債的分類*

香港財務報告準則第9號將金融資產分類為三個主要類別：按攤銷成本計量、透過其他全面收益按公平價值入賬（「透過其他全面收益按公平價值入賬」）及透過損益按公平價值入賬（「透過損益按公平價值入賬」）。這取代了香港會計準則第39號的金融資產類別，即：持有至到期投資、貸款及應收賬款、可供出售金融資產及透過損益按公平價值入賬的金融資產。香港財務報告準則第9號之金融資產的分類乃根據管理金融資產的業務模式及其合約現金流特徵釐定。

本集團持有的非股本投資歸入以下其中一個計量類別：

- 按攤銷成本，倘持有投資的目的為收取合約現金流，即純粹為獲得本金及利息付款。投資所得利息收入乃使用實際利率法計算；

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2. CHANGES IN ACCOUNTING POLICIES (continued)

(b) HKFRS 9, *Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)*

(i) *Classification of financial assets and financial liabilities (continued)*

- FVOCI – recycling, if the contractual cash flows of the investment comprise solely payments of principal and interest and the investment is held within a business model whose objective is achieved by both the collection of contractual cash flows and sale. Changes in fair value are recognised in other comprehensive income, except for the recognition in profit or loss of expected credit losses, interest income (calculated using the effective interest method) and foreign exchange gains and losses. When the investment is derecognised, the amount accumulated in other comprehensive income is recycled from equity to profit or loss; or
- FVPL, if the investment does not meet the criteria for being measured at amortised cost or FVOCI (recycling). Changes in the fair value of the investment (including interest) are recognised in profit or loss.

An investment in equity securities is classified as FVPL unless the equity investment is not held for trading purposes and on initial recognition of the investment the group makes an election to designate the investment at FVOCI (non-recycling) such that subsequent changes in fair value are recognised in other comprehensive income. Such elections are made on an instrument-by-instrument basis, but may only be made if the investment meets the definition of equity from the issuer's perspective. Where such an election is made, the amount accumulated in other comprehensive income remains in the fair value reserve (non-recycling) until the investment is disposed of. At the time of disposal, the amount accumulated in the fair value reserve (non-recycling) is transferred to retained earnings. It is not recycled through profit or loss. Dividends from an investment in equity securities, irrespective of whether classified as at FVPL or FVOCI (non-recycling), are recognised in profit or loss as other income.

The following table shows the original measurement categories for each class of the group's financial assets under HKAS 39 and reconciles the carrying amounts of those financial assets determined in accordance with HKAS 39 to those determined in accordance with HKFRS 9.

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2. 會計政策變動(續)

(b) 香港財務報告準則第9號，金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款(續)

(i) 金融資產和金融負債的分類(續)

- 透過其他全面收益按公平價值入賬—可撥回，倘投資的合約現金流僅包括本金及利息付款，且投資以目標為同時收取合約現金流及出售的業務模式中持有。公平價值變動於其他全面收益確認，惟預期信貸虧損、利息收入(使用實際利率法計算)及匯兌收益及虧損於損益確認。當投資被取消確認，於其他全面收益累計的金額從權益轉回至損益；或
- 透過損益按公平價值入賬，倘投資不符合按攤銷成本計量或透過其他全面收益按公平價值入賬(可撥回)的標準。投資的公平價值變動(包括利息)於損益確認。

股權證券投資均會被分類為透過損益按公平價值入賬，除非該股本投資不是持作買賣，並在初始確認投資時本集團選擇透過其他全面收益按公平價值入賬(不可撥回)，其後續公平價值變動在其他全面收益中確認。該選擇以逐項投資的基礎上進行，並在投資符合發行人的股本定義時方可進行。若作出此選擇，在該投資被出售前，其他全面收益累計金額保留在公平價值儲備(不可撥回)中。在出售時，於公平價值儲備(不可撥回)中的累計金額將轉入保留溢利，並不轉入損益。來自股權證券投資的股息，不論是否分類為透過損益按公平價值入賬或透過其他全面收益按公平價值入賬(不可撥回)，均在損益中確認為其他收入。

下表載列本集團根據香港會計準則第39號歸納各類金融資產的原定計量分類，並根據香港會計準則第39號及香港財務報告準則第9號對該等金融資產所釐定的賬面值進行對賬。

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2. CHANGES IN ACCOUNTING POLICIES (continued)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

(i) Classification of financial assets and financial liabilities (continued)

		HKAS 39 carrying amount at 31 March 2018 香港會計 準則第39號 於二零一八年 三月三十一日 之賬面值 \$'000 千元	Reclassification 重新分類 \$'000 千元	Remeasurement 重新計量 \$'000 千元	HKFRS 9 carrying amount at 1 April 2018 香港財務報告 準則第9號 於二零一八年 四月一日 之賬面值 \$'000 千元
Financial assets carried at amortised cost	按攤銷成本 列賬的金融資產				
Cash and cash equivalents	現金及現金等價物	323,112	-	-	323,112
Trade and other receivables	應收賬款及其他應收款	120,000	-	-	120,000
		443,112	-	-	443,112
Financial assets carried at FVPL	透過損益按公平價值 入賬的金融資產				
Equity securities not held for trading (note)	非持作出售之 股權證券(附註)	-	4,611	-	4,611
Financial assets classified as available-for-sale under HKAS 39 (note)	根據香港會計 準則第39號分類為 可供出售金融資產 (附註)	4,611	(4,611)	-	-

Note: Under HKAS 39, unlisted and listed securities were classified as available-for-sale financial assets. They are classified as at FVPL under HKFRS 9.

The measurement categories for all financial liabilities remain the same at 1 April 2018 have not been impacted by the initial application of HKFRS 9.

The group did not designate or de-designate any financial asset or financial liability at FVPL at 1 April 2018.

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2. 會計政策變動(續)

(b) 香港財務報告準則第9號，金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款(續)

(i) 金融資產和金融負債的分類(續)

附註：根據香港會計準則第39號，非上市及上市證券的投資乃分類為可供出售金融資產，而根據香港財務報告準則第9號則分類為透過損益按公平價值入賬。

所有金融負債於二零一八年四月一日之計量類別維持不變，並無受到首次應用香港財務報告準則第9號影響。

於二零一八年四月一日，本集團並無指定或取消指定任何透過損益按公平價值入賬的金融資產或金融負債。

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2. CHANGES IN ACCOUNTING POLICIES (continued)

(b) HKFRS 9, *Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation* (continued)

(ii) Credit losses

HKFRS 9 replaces the “incurred loss” model in HKAS 39 with the expected credit loss (“ECL”) model. The ECL model requires an ongoing measurement of credit risk associated with a financial asset and therefore recognises ECLs earlier than under the “incurred loss” accounting model in HKAS 39.

The group applies the new ECL model to the following items:

- financial assets measured at amortised cost (including cash and cash equivalents and trade and other receivables);

Financial assets measured at fair value, including equity securities measured at FVPL are not subject to the ECL assessment.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all expected cash shortfalls (i.e. the difference between the cash flows due to the group in accordance with the contract and the cash flows that the group expects to receive).

The expected cash shortfalls are discounted using the following discount rates where the effect of discounting is material:

- fixed-rate financial assets, trade and other receivables: effective interest rate determined at initial recognition or an approximation thereof;
- variable-rate financial assets: current effective interest rate;

The maximum period considered when estimating ECLs is the maximum contractual period over which the group is exposed to credit risk.

In measuring ECLs, the group takes into account reasonable and supportable information that is available without undue cost or effort. This includes information about past events, current conditions and forecasts of future economic conditions.

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2. 會計政策變動(續)

(b) 香港財務報告準則第9號，*金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款*(續)

(ii) 信貸虧損

香港財務報告準則第9號以預期信貸虧損(「預期信貸虧損」)模式取代香港會計準則第39號「已產生虧損」模式。預期信貸虧損模式要求持續計量金融資產相關的信貸風險，因此確認預期信貸虧損的時間較香港會計準則第39號「已產生虧損」之會計模式為早。

本集團將新預期信貸虧損模式應用於以下項目：

- 按攤銷成本計量的金融資產(包括現金及現金等價物及應收賬款及其他應收款)；

按公平價值計量的金融資產，包括透過損益按公平價值入賬的股權證券，無須進行預期信貸虧損評估。

計量預期信貸虧損

預期信貸虧損為信貸虧損的概率加權估計。信貸虧損以所有預期現金差額的現值(即根據合約應付予本集團的現金流與本集團預計收取的現金流之間的差額)計量。

倘貼現的影響重大，預期現金不足額將使用以下貼現率貼現：

- 固定利率金融資產、應收賬款及其他應收款：初始確認時釐定之實際利率或其近似值；
- 浮動利率金融資產：當前實際利率；

估計預期信貸虧損時所考慮的最長期間為本集團面對信貸風險的最長合約期。

於計量預期信貸虧損時，本集團考慮在無需付出過多成本及力度下獲得的合理可靠資料。此包括過往事件、現時狀況及未來經濟預測有關資料。

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2. CHANGES IN ACCOUNTING POLICIES (continued)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

(ii) Credit losses (continued)

Measurement of ECLs (continued)

ECLs are measured on either of the following bases:

- 12-month ECLs: these are losses that are expected to result from possible default events within the 12 months after the reporting date; and
- lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of the items to which the ECL model applies.

Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix based on the group's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both the current and forecast general economic conditions at the reporting date.

For all other financial instruments, the group recognises a loss allowance equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

Significant increases in credit risk

In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the group compares the risk of default occurring on the financial instrument assessed at the reporting date with that assessed at the date of initial recognition. The group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

未經審核 中期財務報告附註

截至二零一八年九月三十日止六個月
(以港元計)

2. 會計政策變動 (續)

(b) 香港財務報告準則第9號，金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款 (續)

(ii) 信貸虧損 (續)

計量預期信貸虧損 (續)

預期信貸虧損將採用以下基準計量：

- 12個月預期信貸虧損：指報告日後12個月內可能違約事件導致的預期虧損；及
- 整個存續期的預期信貸虧損：指預期信貸虧損模型內各項目於整個存續期所有可能違約事件導致的預期虧損。

應收賬款之虧損撥備一般按等同整個存續期的預期信貸虧損金額計量。於報告日，該等金融資產的預期信貸虧損乃根據本集團的歷史信貸虧損經驗使用提列矩陣進行評估，並以債務人的特定因素及對當前及預期一般經濟狀況進行調整。

至於所有其他金融工具，本集團以等同12個月預期信貸虧損金額確認虧損撥備，除非自初始確認後，該金融工具的信貸風險大幅上升；在此情況下，虧損撥備會以整個存續期的預期信貸虧損金額計量。

信貸風險大幅上升

評估金融工具的信貸風險自初步確認以來是否大幅上升時，本集團對比於報告日及於初步確認日金融工具發生違約的風險評估。本集團考慮合理可靠的定量及定性資料，包括過往經驗及在無需付出過多成本或力度下獲得的前瞻性資料。

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For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

2. CHANGES IN ACCOUNTING POLICIES (continued)

(b) **HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)**

(ii) *Credit losses (continued)*

Significant increases in credit risk (continued)

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- an actual or expected significant deterioration in a financial instrument's external or internal credit rating (if available);
- an actual or expected significant deterioration in the operating results of the debtor; and
- existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the group.

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Any change in the ECL amount is recognised as an impairment gain or loss in profit or loss. The group recognises an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt securities that are measured at FVOCI (recycling), for which the loss allowance is recognised in other comprehensive income and accumulated in the fair value reserve (recycling).

未經審核 中期財務報告附註

截至二零一八年九月三十日止六個月
(以港元計)

2. 會計政策變動(續)

(b) **香港財務報告準則第9號，金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款(續)**

(ii) *信貸虧損(續)*

信貸風險大幅上升(續)

具體而言，以下資料在評估信貸風險自初始確認以來是否大幅上升時將予以考慮：

- 金融工具外部或內部信貸測評實際或預期顯著惡化(如有)；
- 債務人經營業績實際或預期顯著惡化；及
- 科技、市場、經濟或法律環境目前或預期變動對債務人履行其對本集團責任的能力有重大不利影響。

取決於金融工具的性质，信貸風險大幅上升的評估按個別基準或共同基準進行。倘評估以共同基準進行，金融工具則根據共同的信貸風險特徵(如逾期狀況及信貸風險評級)進行分組。

預期信貸虧損於各報告日進行重新計量以反映金融工具自初步確認以來的信貸風險變動。預期信貸虧損的任何變動均於損益確認為減值收益或虧損。本集團就所有金融工具確認減值收益或虧損，並通過虧損撥備賬對彼等之賬面值作相應調整，惟透過其他全面收益按公平價值入賬的債務證券投資(可撥回)除外，其虧損撥備於其他全面收益確認並累計計入公平價值儲備(可撥回)。

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

For the six months ended 30 September 2018
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2. CHANGES IN ACCOUNTING POLICIES (continued)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

(ii) Credit losses (continued)

Basis of calculation of interest income on credit-impaired financial assets

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on the amortised cost (i.e. the gross carrying amount less loss allowance) of the financial asset.

At each reporting date, the group assesses whether a financial asset is credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable events:

- significant financial difficulties of the debtor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the borrower will enter into bankruptcy or other financial reorganisation;
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor; or
- the disappearance of an active market for a security because of financial difficulties of the issuer.

Write-off policy

The gross carrying amount of a financial asset, lease receivable or contract asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

Subsequent recoveries of an asset that was previously written off are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

Although there is a change in accounting policy, the application of the expected credit loss model does not have a material impact on the results and financial position of the Group.

未經審核 中期財務報告附註

截至二零一八年九月三十日止六個月
(以港元計)

2. 會計政策變動(續)

(b) 香港財務報告準則第9號，金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款(續)

(ii) 信貸虧損(續)

計算信貸減值金融資產利息收入的基準

利息收入按金融資產的總賬面值計算，除非該金融資產出現信貸減值，在此情況下，利息收入按金融資產的攤銷成本(即總賬面值減虧損撥備)計算。

於各報告日，本集團評估金融資產是否出現信貸減值。當發生一項或多項對金融資產預期未來現金流有不利影響的事件時，金融資產即出現信貸減值。

金融資產出現信貸減值的證據包括以下可觀察事件：

- 債務人出現嚴重財務困難；
- 違反合約，如違約或拖欠利息或本金付款；
- 借款人可能進入破產或其他財務重組；
- 科技、市場、經濟或法律環境出現重大變動，對債務人有不利影響；或
- 由於發行人出現財務困難，致使其證券失去活躍市場。

撇銷政策

倘日後實際有無可收回款項，金融資產、應收租賃款項或合約資產的總賬面值(部分或全部)將被撇銷。該情況通常指本集團確定債務人概無資產或收入源以產生足夠現金流償還應撇銷金額。

先前已撇銷資產隨後收回將於發生期間在損益內確認為減值撥回。

雖然會計政策有所變動，但採用預期信貸虧損模式不會對本集團的業績及財務狀況構成重大影響。

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

2. CHANGES IN ACCOUNTING POLICIES (continued)

(b) HKFRS 9, *Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation* (continued)

(iii) Hedge accounting

The group has elected to adopt the new general hedge accounting model in HKFRS 9. Depending on the complexity of the hedge, this new accounting model allows a more qualitative approach to assessing hedge effectiveness compared to HKAS 39 to be applied, and the assessment is always forward-looking. The adoption of HKFRS 9 has not had a significant impact on the group's financial statements in this regard.

(iv) Transition

Changes in accounting policies resulting from the adoption of HKFRS 9 have been applied retrospectively, except as described below:

- Information relating to comparative periods has not been restated. Differences in the carrying amounts of financial assets resulting from the adoption of HKFRS 9 are recognised in retained earnings and reserves as at 1 April 2018. Accordingly, the information presented for 31 March 2018 continues to be reported under HKAS 39 and thus may not be comparable with the current period.
- The following assessments have been made on the basis of the facts and circumstances that existed at 1 April 2018 (the date of initial application of HKFRS 9 by the group):
 - the determination of the business model within which a financial asset is held; and
 - the designation of certain investments in equity instruments not held for trading to be classified as at FVOCI (non-recycling).
- If, at the date of initial application, the assessment of whether there has been a significant increase in credit risk since initial recognition would have involved undue cost or effort, a lifetime ECL has been recognised for that financial instrument.
- All hedging relationships designated under HKAS 39 at 31 March 2018 met the criteria for hedge accounting under HKFRS 9 at 1 April 2018 and are therefore regarded as continuing hedging relationships. Changes to hedge accounting policies have been applied prospectively.

未經審核 中期財務報告附註

截至二零一八年九月三十日止六個月
(以港元計)

2. 會計政策變動(續)

(b) 香港財務報告準則第9號，*金融工具，包括香港財務報告準則第9號之修訂，負補償特性之提前還款*(續)

(iii) 對沖會計

本集團已選擇採納香港財務報告準則第9號之新一般對沖會計模式。視乎對沖之複雜程度，此項新會計模式相比香港會計準則第39號更傾向以定性方式評估對沖之有效性，且有關評估更具前瞻性。就此而言，採納香港財務報告準則第9號對本集團之財務報表並無重大影響。

(iv) 過渡

採納香港財務報告準則第9號導致的會計政策變動已被追溯應用，惟下列所述者除外：

- 有關比較期間的資料尚未重列。採納香港財務報告準則第9號導致的金融資產賬面值差額於二零一八年四月一日於保留溢利及儲備中確認。因此，二零一八年三月三十一日呈列的資料繼續根據香港會計準則第39號呈報，固或未能與本期間作比較。
- 以下乃根據於二零一八年四月一日(本集團首次應用香港財務報告準則第9號的日期)存在的事實及情況而作出之評估：
 - 釐定持有金融資產之業務模式；及
 - 非持作買賣的股權證券投資指定分類為透過其他全面收益按公平價值入賬(不可撥回)。
- 倘於首次應用日，就評估信貸風險自初步確認以來是否大幅上升涉及不必要的成本或力度，則確認該金融工具整個存續期的預期信貸虧損。
- 所有於二零一八年三月三十一日按香港會計準則第39號界定的對沖關係均符合於二零一八年四月一日香港財務報告準則第9號對對沖會計的要求，因此被視為持續對沖關係。有關對沖會計政策變動已被追溯應用。

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For the six months ended 30 September 2018
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2. CHANGES IN ACCOUNTING POLICIES (continued)

(c) HKFRS 15, Revenue from contracts with customers

HKFRS 15 establishes a comprehensive framework for recognising revenue and some costs from contracts with customers. HKFRS 15 replaces HKAS 18, *Revenue*, which covered revenue arising from sale of goods and rendering of services, and HKAS 11, *Construction contracts*, which specified the accounting for construction contracts.

Further details of the nature and effect of the changes on previous accounting policies are set out below:

Timing of revenue recognition

Under HKFRS 15, revenue is recognised when the customer obtains control of the promised good or service in the contract. This may be at a single point in time or over time. HKFRS 15 identifies the following three situations in which control of the promised good or service is regarded as being transferred over time:

- A. When the customer simultaneously receives and consumes the benefits provided by the entity's performance, as the entity performs;
- B. When the entity's performance creates or enhances an asset (for example work in progress) that the customer controls as the asset is created or enhanced;
- C. When the entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.

If the contract terms and the entity's activities do not fall into any of these 3 situations, then under HKFRS 15 the entity recognises revenue for the sale of that good or service at a single point in time, being when control has passed. Transfer of risks and rewards of ownership is only one of the indicators that is considered in determining when the transfer of control occurs.

The adoption of HKFRS 15 does not have a significant impact on when the group recognises revenue from sales of goods.

未經審核 中期財務報告附註

截至二零一八年九月三十日止六個月
(以港元計)

2. 會計政策變動(續)

(c) 香港財務報告準則第15號，客戶合約收入

香港財務報告準則第15號建立一個確認來自客戶訂約收入及若干成本之全面架構。香港財務報告準則第15號取代香港會計準則第18號，收入(涵蓋銷售商品及提供服務所產生之收入)及香港會計準則第11號，建造合約(訂明建造合約收入之會計處理方法)。

有關過往會計政策變動性質及影響之進一步詳情載列如下：

收入確認時間

根據香港財務報告準則第15號，收入於客戶取得合約中所承諾貨物或服務之控制權時予以確認。此可能是單個時間點或一段時間。香港財務報告準則第15號確定了以下對承諾貨品或服務之控制權被視為隨時間轉移之三種情況：

- A. 當客戶於實體履約時同時接受及使用實體履約所提供之利益時；
- B. 當實體履約創造或增強一項於資產被創造或增強時由客戶控制之資產(如在建工程)時；
- C. 當實體履約並無創造對實體具替代用途之資產，且實體對迄今已完成履約之付款具有可強制執行權利時。

倘合約條款及實體活動並不屬於任何該三種情況，根據香港財務報告準則第15號，則實體於某一指定時間點(即控制權轉移時)就銷售貨品或服務確認收入。所有權風險及回報之轉移僅為釐定控制權發生轉移的其中一項考慮指標。

採納香港財務報告準則第15號不會對本集團確認銷售貨品所得收入產生重大影響。

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

For the six months ended 30 September 2018
(Expressed in Hong Kong dollars)

2. CHANGES IN ACCOUNTING POLICIES (continued)

(d) HK(IFRIC) 22, Foreign currency transactions and advance consideration

This interpretation provides guidance on determining “the date of the transaction” for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income (or part of it) arising from a transaction in which an entity receives or pays advance consideration in a foreign currency.

The Interpretation clarifies that “the date of the transaction” is the date on initial recognition of the non-monetary asset or liability arising from the payment or receipt of advance consideration. If there are multiple payments or receipts in advance of recognising the related item, the date of the transaction for each payment or receipt should be determined in this way. The adoption of HK(IFRIC)22 does not have any material impact on the financial position and the financial result of the group.

3. SEGMENT REPORTING

The Group manages its business by divisions. In a manner consistent with the way in which information is reported internally to the Group’s most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following three reportable segments. No operating segments have been aggregated to form the following reportable segments:

- Manufacture and sale of garments and textiles: this segment covers the manufacture and sale of garment and textile products, and provision of garment processing services.
- Interests in joint ventures: the Group’s joint ventures engage in the manufacture and sale of textile yarn products.
- Property leasing: this segment leases commercial and industrial premises to generate rental income.

未經審核 中期財務報告附註

截至二零一八年九月三十日止六個月
(以港元計)

2. 會計政策變動(續)

(d) 香港(國際財務報告詮釋委員會)詮釋第22號, 外幣交易和預付/預收對價

該詮釋就釐定「交易日期」提供指引,旨在釐定實體於交易收取或支付外幣預付代價時,初步確認有關資產、開支或收入(或其中部分)所使用之匯率。

該詮釋澄清「交易日期」為初步確認因支付或收取預付代價而產生的非貨幣性資產或負債之日。倘確認有關項目存在多筆預付或預收款,實體應按該方式釐定每筆付款或收款的交易日期。採納香港(國際財務報告詮釋委員會)詮釋第22號對本集團財務狀況及財務業績並無任何重大影響。

3. 分部報告

本集團以分部來管理其業務。本集團以向本集團最高行政管理人員內部呈報資料(為分配資源及評估表現)一致的方式呈列以下三個須予呈報分部。本集團並無將任何經營分部合計以形成下列須予呈報分部:

- 製造及銷售成衣及紡織品:此分部包括製造及銷售成衣及紡織產品,及提供成衣加工服務。
- 合營企業權益:本集團合營企業從事生產及銷售紡織紗線產品。
- 物業租賃:此分部出租商業及工業樓宇以收取租金收益。

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3. SEGMENT REPORTING (continued)

(a) Information about profit or loss, assets and liabilities

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the period is set out below:

		Manufacture and sale of garments and textiles 製造及銷售成衣及紡織品		Interests in joint ventures 合營企業權益		Property leasing 物業租賃		Total 合計	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元	2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元	2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元	2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
For the six months ended 30 September	截至九月三十日止六個月								
Revenue from external customers	來自外界客戶的收入	314,744	310,695	-	-	3,052	4,052	317,796	314,747
Inter-segment revenue	分部業務間收入	-	-	-	-	658	658	658	658
Reportable segment revenue	須予呈報的分部收入	314,744	310,695	-	-	3,710	4,710	318,454	315,405
Reportable segment profit/(loss) (adjusted EBITDA)	須予呈報的分部溢利/(虧損) (調整扣除利息、稅項、折舊及攤銷前的盈利)	(5,743)	(2,980)	7,452	5,632	3,470	4,446	5,179	7,098
		30 September 2018 二零一八年九月三十日	31 March 2018 二零一八年三月三十一日	30 September 2018 二零一八年九月三十日	31 March 2018 二零一八年三月三十一日	30 September 2018 二零一八年九月三十日	31 March 2018 二零一八年三月三十一日	30 September 2018 二零一八年九月三十日	31 March 2018 二零一八年三月三十一日
Reportable segment assets	須予呈報的分部資產	557,209	570,519	527,501	571,043	301,863	304,193	1,386,573	1,445,755
Additions to non-current segment assets during the period	期內增置非流動分部資產	907	2,005	-	-	-	-	907	2,005
Reportable segment liabilities	須予呈報的分部負債	131,922	105,133	-	-	-	-	131,922	105,133

The measure used for reporting segment profit/loss is "adjusted EBITDA" i.e. "adjusted earnings before interest, taxes, depreciation and amortisation", where "interest" is regarded as including investment income and finance cost and "depreciation and amortisation" is regarded as including impairment losses on non-current assets. To arrive at adjusted EBITDA, the Group's earnings are further adjusted for items not specifically attributed to individual segments, such as net valuation gains on investment properties, auditors' remuneration and other head office or corporate administration costs.

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3. 分部報告(續)

(a) 有關損益、資產及負債的資料

本期間，本集團提供予本集團最高行政管理人員用作資源分配和分部表現評估的須予呈報分部資料如下：

用於呈報分部溢利/虧損之計算方法為「調整扣除利息、稅項、折舊及攤銷前的盈利」，「利息」視為包括投資收益及融資成本，而「折舊及攤銷」視為包括非流動資產的減值虧損。在計算「調整扣除利息、稅項、折舊及攤銷前的盈利」時，本集團會就並無明確歸於個別分部之項目(例如投資物業估值收益淨額、核數師酬金及其他總辦事處或企業行政成本)進一步調整盈利。

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3. SEGMENT REPORTING (continued)

(b) Reconciliations of reportable segment profit or loss

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
Reportable segment profit derived from Group's external customers (adjusted EBITDA)	來自集團外界客戶的須予呈報的分部溢利(調整扣除利息、稅項、折舊及攤銷前的盈利)	5,179	7,098
Finance costs	融資成本	(1,674)	(1,758)
Interest income	利息收益	1,293	505
Depreciation and amortisation	折舊及攤銷	(2,401)	(2,748)
Unallocated head office and corporate expenses	未分類總部及企業費用	(1,655)	(2,086)
Consolidated profit before taxation	綜合除稅前溢利	742	1,011

(c) Geographic information

The following table sets out information about the geographical location of (i) the Group's revenue from external customers and (ii) the Group's investment properties, other property, plant and equipment and interest in leasehold land held for own use under operating leases, intangible assets, interests in joint ventures ("specified non-current assets"). The geographical location of customers is based on the location at which the services were provided or the goods delivered. The geographical location of the specified non-current assets is based on the physical location of the asset, in the case of investment properties, other property, plant and equipment and interest in leasehold land held for own use under operating leases, the location of the operation to which they are allocated, in the case of intangible assets, and the location of operations, in the case of interests in joint ventures.

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3. 分部報告(續)

(b) 須予呈報的分部溢利或虧損之對賬

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
Reportable segment profit derived from Group's external customers (adjusted EBITDA)	來自集團外界客戶的須予呈報的分部溢利(調整扣除利息、稅項、折舊及攤銷前的盈利)	5,179	7,098
Finance costs	融資成本	(1,674)	(1,758)
Interest income	利息收益	1,293	505
Depreciation and amortisation	折舊及攤銷	(2,401)	(2,748)
Unallocated head office and corporate expenses	未分類總部及企業費用	(1,655)	(2,086)
Consolidated profit before taxation	綜合除稅前溢利	742	1,011

(c) 地區分部資料

下表載列有關(i)本集團來自外界客戶的收入；及(ii)本集團投資物業、其他物業、廠房及設備及持作經營租賃之自用租賃土地的權益、無形資產及合營企業權益(「特定非流動資產」)的地區分部資料。客戶所在地按提供服務及送貨地點而定。特定非流動資產中的投資物業、其他物業、廠房及設備及持作經營租賃之自用租賃土地的權益所在地是根據資產的實際位置而定；無形資產按所獲分配的營運地點而定；而合營企業權益所在地則按其營運地點而定。

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3. SEGMENT REPORTING (continued)

(c) Geographic information (continued)

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3. 分部報告(續)

(c) 地區分部資料(續)

		Revenue from external customers 來自外界客戶的收入 Six months ended 30 September 截至九月三十日止六個月		Specified non-current assets 特定非流動資產 30 September 2018 二零一八年 九月三十日		31 March 2018 二零一八年 三月三十一日
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元
Hong Kong (place of domicile)	香港 (本集團所在地)	16,426	20,054	254,713		255,827
Europe	歐洲					
- United Kingdom	- 英國	45,286	44,104	-		-
- Italy	- 意大利	60,716	65,770	-		-
- Spain	- 西班牙	29,376	31,188	-		-
- Other European countries	- 其他歐洲國家	62,024	46,661	-		-
Mainland China	中國大陸	19,246	21,584	565,633		613,219
North America	北美洲					
- United States	- 美國	55,277	45,054	-		-
- Canada	- 加拿大	2,409	2,071	-		-
Others	其他	27,036	38,261	5,249		5,294
		301,370	294,693	570,882		618,513
		317,796	314,747	825,595		874,340

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4. PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging/(crediting):

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4. 除稅前溢利

除稅前溢利已扣除／(計入)：

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
(a) Finance costs	(a) 融資成本		
Interest on bank advances (including bank charges)	銀行墊款利息 (包括銀行費用)	1,674	1,758
(b) Other items	(b) 其他項目		
Amortisation of pre-paid interests in leasehold land	預付租賃 土地款項的攤銷	28	28
Amortisation of intangible assets	無形資產攤銷	47	47
Depreciation	折舊	2,326	2,673
Operating lease charges:	經營租賃費用：		
minimum lease payments	最低租賃付款額		
– property rentals	– 物業之租金	2,977	3,313
Gain on disposal of other property, plant and equipment	出售其他物業、 廠房及設備收益	(125)	(3,659)
Rentals receivable from investment properties less direct outgoings of \$611,000 (2017: \$636,000)	投資物業應收租金 減直接支出611,000元 (二零一七年: 636,000元)	(2,441)	(3,416)
Dividends income and interest income	股息收益及利息收益	(2,069)	(1,022)

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5. INCOME TAX

Income tax in the consolidated statement of profit or loss represents:

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
Current tax – Hong Kong Profits Tax	本期稅項 – 香港利得稅	1,512	1,390
Current tax – Overseas	本期稅項 – 境外	184	1,261
Deferred tax relating to the origination and reversal of temporary differences	有關遞延稅項 暫時差異的產生及撥回	23	1,125
		1,719	3,776

The provision for Hong Kong Profits Tax for 2018 is calculated at 16.5% (2017: 16.5%) of the estimated assessable profits for the period.

Taxation for subsidiaries outside Hong Kong is charged at the appropriate current rates of taxation ruling in the relevant countries.

**6. ACQUISITION OF NON-CONTROLLING INTERESTS IN A
SUBSIDIARY OF THE GROUP**

On 20 September 2018, the Company, through a wholly-owned subsidiary of the Group, entered into equity transfer agreements to acquire 31% equity interests in Lavender Garment Limited (“Lavender”) from the non-controlling equity holders of Lavender at a consideration of USD467,000 (equivalent to \$3,663,000). Upon completion of the above acquisition, Lavender became a wholly-owned subsidiary of the Group. Consequently, the Group recognised a decrease in non-controlling interests of \$1,336,000.

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5. 所得稅

綜合損益表所示的所得稅為：

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
Current tax – Hong Kong Profits Tax	本期稅項 – 香港利得稅	1,512	1,390
Current tax – Overseas	本期稅項 – 境外	184	1,261
Deferred tax relating to the origination and reversal of temporary differences	有關遞延稅項 暫時差異的產生及撥回	23	1,125
		1,719	3,776

二零一八年度香港利得稅撥備是按本期間之估計應評稅溢利以16.5% (二零一七年：16.5%) 的稅率計算。

香港境外附屬公司之稅項則以相關國家適用之現行稅率計算。

6. 收購本集團附屬公司之非控股股東權益

於二零一八年九月二十日，本公司透過本集團一全資附屬公司訂立股權轉讓協議，向Lavender Garment Limited (「Lavender」) 當時非控股權益持有人收購Lavender 31%股本權益，有關代價為467,000美元 (相等於3,663,000元)。上述收購事項完成後，Lavender為本集團之全資附屬公司。因此，本集團確認非控股股東權益減少1,336,000元。

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7. DIVIDENDS

(a) Dividends payable to equity shareholders of the Company attributable to the interim period:

No interim dividend declared and paid after the interim period end (2017: nil).

(b) Dividends payable to equity shareholders of the Company attributable to the previous financial year, approved during the interim period:

Final dividend of \$0.12 per ordinary share in respect of the year ended 31 March 2018 amounted to \$24,810,000 was approved in the Company's Annual General Meeting on 3 September 2018. The dividends were paid on 21 September 2018.

Final dividend of \$0.10 per ordinary share in respect of the year ended 31 March 2017 amounted to \$20,675,000 was approved during the period ended 30 September 2017 and paid on 12 October 2017.

8. EARNINGS/(LOSS) PER SHARE

(a) Basic earnings/(loss) per share

The calculation of basic earnings/(loss) per share is based on the profit attributable to ordinary equity shareholders of the Company of \$1,270,000 (2017: loss of \$2,148,000) and the weighted average number of 206,748,000 (2017: 206,748,000) ordinary shares in issue during the period.

(b) Diluted earnings/(loss) per share

The diluted earnings/(loss) per share is the same as the basic earnings/(loss) per share as there were no dilutive potential ordinary shares in existence during the periods ended 30 September 2018 and 2017.

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7. 股息

(a) 應付本公司股權持有人中期股息：

於本六個月期間後不宣派及支付中期股息
(二零一七年：無)。

(b) 應付本公司股權持有人屬於上一財政年度，並於中期報告期間核准的股息：

截至二零一八年三月三十一日止年度之末期股息為每股普通股0.12元，合共24,810,000元，有關建議已於本公司在二零一八年九月三日召開的股東週年大會中核准。該股息已於二零一八年九月二十一日支付。

截至二零一七年三月三十一日止年度之末期股息為每股普通股0.10元，合共20,675,000元，已於截至二零一七年九月三十日止期間核准及於二零一七年十月十二日支付。

8. 每股盈利／(虧損)

(a) 每股基本盈利／(虧損)

每股基本盈利／(虧損)乃根據應撥歸於本公司普通股股權持有人應佔盈利1,270,000元(二零一七年：虧損2,148,000元)及期內已發行普通股之加權平均數206,748,000股(二零一七年：206,748,000股)計算。

(b) 每股攤薄盈利／(虧損)

截至二零一八年及二零一七年九月三十日止期間，本公司並無具有潛在攤薄能力之普通股；故此每股基本盈利／(虧損)與每股攤薄盈利／(虧損)相同。

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9. TRADE AND OTHER RECEIVABLES

As of the end of the reporting period, the ageing analysis of trade debtors and bills receivable (which are included in trade and other receivables), based on the invoice date and net of allowance for doubtful debts, is as follows:

		30 September 2018 二零一八年 九月三十日 \$'000 千元	31 March 2018 二零一八年 三月三十一日 \$'000 千元
Within 1 month	一個月以內	34,678	41,916
Over 1 month but within 2 months	一個月以上但兩個月以內	45,213	29,245
Over 2 months but within 3 months	兩個月以上但三個月以內	18,448	16,756
Over 3 months but within 4 months	三個月以上但四個月以內	7,582	7,753
Over 4 months	四個月以上	3,162	6,416
Trade debtors and bills receivable, net of allowance for doubtful debts	應收賬款及應收票據 (扣除呆壞賬撥備)	109,083	102,086
Deposits, prepayments and other debtors	訂金、預付款及其他應收款	15,671	17,100
Amounts due from related companies	應收關連公司款項	4,101	814
Derivative financial instruments	衍生金融工具	171	-
		129,026	120,000

Substantially all of the Group's trade and other receivables are expected to be recovered or recognised as an expense within one year.

Trade debtors and bills receivable are due between 0 to 120 days from the date of billing.

The amounts due from related companies are unsecured, interest-free and recoverable on demand except for those trade related items under normal trade terms.

10. CASH AND CASH EQUIVALENTS

		30 September 2018 二零一八年 九月三十日 \$'000 千元	31 March 2018 二零一八年 三月三十一日 \$'000 千元
Cash at bank and in hand	銀行活期存款及現金	266,591	323,112
Less: Restricted bank deposits	減：受限制銀行存款	(4,088)	(4,360)
Cash and cash equivalents in the condensed consolidated cash flow statement	於簡明綜合 現金流量表的 現金及現金等價物	262,503	318,752

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9. 應收賬款及其他應收款

於結算日，根據發票日期及扣除呆壞賬撥備後的應收賬款及應收票據（已計入應收賬款及其他應收款）的賬齡分析如下：

	30 September 2018 二零一八年 九月三十日 \$'000 千元	31 March 2018 二零一八年 三月三十一日 \$'000 千元
Within 1 month	34,678	41,916
Over 1 month but within 2 months	45,213	29,245
Over 2 months but within 3 months	18,448	16,756
Over 3 months but within 4 months	7,582	7,753
Over 4 months	3,162	6,416
Trade debtors and bills receivable, net of allowance for doubtful debts	109,083	102,086
Deposits, prepayments and other debtors	15,671	17,100
Amounts due from related companies	4,101	814
Derivative financial instruments	171	-
	129,026	120,000

本集團之絕大部份應收賬款及其他應收款均預期於一年內收回或確認為支出。

應收賬款及應收票據在發單日期後0至120日內到期。

除了在正常貿易條款下所進行之交易，應收關連公司款項是沒有抵押、不帶利息，並可按通知即時收回。

10. 現金及現金等價物

	30 September 2018 二零一八年 九月三十日 \$'000 千元	31 March 2018 二零一八年 三月三十一日 \$'000 千元
Cash at bank and in hand	266,591	323,112
Less: Restricted bank deposits	(4,088)	(4,360)
Cash and cash equivalents in the condensed consolidated cash flow statement	262,503	318,752

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11. TRADE AND OTHER PAYABLES

As of the end of the reporting period, the ageing analysis of trade creditors and bills payable (which are included in trade and other payables), based on the invoice date, is as follows:

		30 September 2018 二零一八年 九月三十日 \$'000 千元	31 March 2018 二零一八年 三月三十一日 \$'000 千元
Within 1 month	一個月以內	45,429	22,660
Over 1 month but within 2 months	一個月以上但兩個月以內	14,518	15,656
Over 2 months but within 3 months	兩個月以上但三個月以內	2,644	5,417
Over 3 months	三個月以上	3,584	2,984
Trade creditors and bills payable	應付賬款及應付票據	66,175	46,717
Accrued charges and other creditors	應計費用及其他應付款	48,900	36,969
Amounts due to related companies	應付關連公司款項	379	355
Amounts due to joint ventures	應付合營企業款項	225	13
Derivative financial instruments	衍生金融工具	-	2,353
		115,679	86,407

12. FAIR VALUE MEASUREMENT

(a) Financial instruments measured at fair value

(i) Fair value hierarchy

The following table presents the fair value of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, *Fair value measurement*. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available
- Level 3 valuations: Fair value measured using significant unobservable inputs

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11. 應付賬款及其他應付款

於結算日，根據發票日期的應付賬款及應付票據(已計入應付賬款及其他應付款)的賬齡分析如下：

		30 September 2018 二零一八年 九月三十日 \$'000 千元	31 March 2018 二零一八年 三月三十一日 \$'000 千元
Within 1 month	一個月以內	45,429	22,660
Over 1 month but within 2 months	一個月以上但兩個月以內	14,518	15,656
Over 2 months but within 3 months	兩個月以上但三個月以內	2,644	5,417
Over 3 months	三個月以上	3,584	2,984
Trade creditors and bills payable	應付賬款及應付票據	66,175	46,717
Accrued charges and other creditors	應計費用及其他應付款	48,900	36,969
Amounts due to related companies	應付關連公司款項	379	355
Amounts due to joint ventures	應付合營企業款項	225	13
Derivative financial instruments	衍生金融工具	-	2,353
		115,679	86,407

12. 公平價值計量

(a) 按公平價值計量的金融工具

(i) 公平價值層級

下表列載本集團經常性地於結算日按公平價值計量的金融工具，並根據《香港財務報告準則》第13號「公平價值計量」所界定的公平價值層級分類為三個級別。公平價值計量級別之分類乃按估值方法中所用數據之可觀察性及重要性所釐定：

- 第一級別估值：僅採用第一級別數據，即相同資產或負債於計量日於活躍市場上的報價(不作調整)來計算公平價值
- 第二級別估值：採用第二級別數據，即未能符合第一級別的可觀察數據，且不採用重大不可觀察數據來計算公平價值。不可觀察數據為無法獲得市場資料的數據
- 第三級別估值：採用重大不可觀察數據來計量公平價值

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12. FAIR VALUE MEASUREMENT (continued)

(a) Financial instruments measured at fair value (continued)

(i) Fair value hierarchy (continued)

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12. 公平價值計量(續)

(a) 按公平價值計量的金融工具(續)

(i) 公平價值層級(續)

		Fair value at 30 September 2018 於二零一八年 九月三十日 之公平價值	Fair value measurements as at 30 September 2018 categorised into 於二零一八年九月三十日 公平價值計量分類為以下級別		
			Level 1 第一級別	Level 2 第二級別	Level 3 第三級別
		\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元
Recurring fair value measurements	經常性 公平價值計量				
Assets:	資產：				
- Non-trading listed equity securities (note (i))	- 非交易上市 股權證券 (附註(i))	3,558	3,558	-	-
- Unlisted equity securities (note (ii))	- 非上市 股權證券 (附註(ii))	855	-	-	855
- Derivative financial Instruments	- 衍生金融工具	171	-	171	-
		Fair value at 31 March 2018 於二零一八年 三月三十一日 之公平價值	Fair value measurements as at 31 March 2018 categorised into 於二零一八年三月三十一日 公平價值計量分類為以下級別		
			Level 1 第一級別	Level 2 第二級別	Level 3 第三級別
		\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元
Recurring fair value measurements	經常性 公平價值計量				
Assets:	資產：				
- Listed available-for-sale equity securities (note (i))	- 可供出售上市 股權證券 (附註(i))	3,756	3,756	-	-
Liabilities:	負債：				
- Derivative financial Instruments	- 衍生金融工具	(2,353)	-	(2,353)	-

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12. FAIR VALUE MEASUREMENT (continued)

(a) Financial instruments measured at fair value (continued)

(i) Fair value hierarchy (continued)

Notes:

- (i) Listed available-for-sale equity securities were reclassified to financial asset measured at FVPL upon the adoption of HKFRS 9 at 1 April 2018 (see note 2(b)(i)).
- (ii) Unlisted available-for-sale equity securities were reclassified to financial asset measured at FVPL upon the adoption of HKFRS 9 at 1 April 2018 (see note 2(b)(i)). They were stated at cost less accumulated impairment loss prior to 1 April 2018.

During the six months ended 30 September 2018 and 2017, there were no transfers between Level 1 and Level 2. The unlisted equity securities were reclassified to financial asset measured at FVPL and their fair values are measured under Level 3 upon the adoption of HKFRS 9 at 1 April 2018. The Group's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

(ii) Valuation techniques and inputs used in Level 2 fair value measurements

The fair value of forward foreign exchange contracts in Level 2 is marked to market by discounting the contractual forward price and deducting the forward rate at the end of the reporting period. The discount rate used is derived from the prevailing market interest rate at the end of the reporting period.

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12. 公平價值計量 (續)

(a) 按公平價值計量的金融工具 (續)

(i) 公平價值層級 (續)

附註：

- (i) 於二零一八年四月一日採納香港財務報告準則第9號後，上市可供出售股權證券被重新分類為透過損益按公平價值入賬之金融資產 (見附註2(b)(i))。
- (ii) 於二零一八年四月一日採納香港財務報告準則第9號後，非上市可供出售股權證券被重新分類為透過損益按公平價值入賬之金融資產 (見附註(b)(i))。彼於二零一八年四月一日前按成本減累計減值虧損列賬。

截至二零一八年及二零一七年九月三十日止六個月內，第一級別與第二級別之間並無轉讓。於二零一八年四月一日採納香港財務報告準則第9號後，非上市股權證券被重新分類為透過損益按公平價值入賬之金融資產，其公平價值根據第3級別計量。按本集團之政策，當公平價值級別發生轉撥時於結算日予以確認。

(ii) 採用於第二級別公平價值計量的估值方法及所用數據

遠期外匯合約公平價值 (第二級別) 乃貼現合約遠期價格，並於結算日扣除現行的遠期匯率。貼現率乃參照於結算日現行市場利率而釐定。

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12. FAIR VALUE MEASUREMENT (continued)

(a) Financial instruments measured at fair value (continued)

(iii) Information about Level 3 fair value measurements

Fair value at 30 September 2018 於二零一八年 九月三十日 之公平價值 \$'000 千元
855

Unlisted equity securities,
classified as financial asset
measured at FVPL
非上市股權證券，
分類為透過損益按
公平價值入賬之金融工具

The fair value of unlisted equity securities is determined using market approach. It is based on the best information available in the circumstances by reference to comparable companies and includes appropriate risk adjustments for lack of marketability. The higher the multiples of comparable companies, the higher the fair value of unlisted equity securities. The higher the risk adjustments, the lower the fair value of unlisted equity securities. A reasonably possible change in the unobservable input would result in a significant higher or lower fair value measurement.

The movement during the period in the balance of Level 3 fair value measurements is as follows:

		2018 二零一八年 \$'000 千元
Unlisted equity securities: At 1 April	非上市股權證券： 於四月一日	-
Reclassification on initial application of HKFRS 9	首次採納香港財務報告 準則第9號之重新分類	855
At 30 September	於九月三十日	855

(b) Fair value of financial instruments carried at other than fair value

The carrying amounts of the Group's financial instruments carried at cost or amortised cost are not materially different from their fair values as at 30 September 2018 and 31 March 2018.

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12. 公平價值計量(續)

(a) 按公平價值計量的金融工具(續)

(iii) 有關第三級別公平價值計量之資料

Valuation techniques	Unobservable inputs
估值方法	不可觀察數據
Market approach 市場法	(i) Multiples of several comparable companies 若干可比較公司之倍數 (ii) Risk adjustments for lack of marketability 缺乏適銷性而作之風險調整

非上市股權證券之公平價值乃採用市場法釐定，並參考可供比較公司及計入缺乏適銷性而作之適當風險調整。可比較公司之倍數越大，非上市股權證券之公平價值越高。風險調整越大，非上市股權證券之公平價值越低。不可觀察數據之合理可能變動將導致公平價值計量大幅上升或下跌。

本期第三級別公平價值計量結餘之變動如下：

(b) 以非公平價值列賬之金融工具之公平價值

本集團於二零一八年九月三十日及二零一八年三月三十一日以成本或經攤銷成本列賬之金融工具之賬面值與其公平價值並無重大差異。

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13. COMMITMENTS

Capital commitments outstanding at 30 September 2018 not provided for in the consolidated financial statements are as follows:

		30 September 2018 二零一八年 九月三十日 \$'000 千元	31 March 2018 二零一八年 三月三十一日 \$'000 千元
<i>The Group's capital commitment:</i>	本集團的資本承擔：		
Contracted for	已訂約	428	428
<i>The Group's share of the capital commitments of joint ventures:</i>	本集團應佔 合營企業的資本承擔：		
Contracted for	已訂約	26,021	6,853

14. MATERIAL RELATED PARTY TRANSACTIONS

The following material transactions with related parties were, in the opinion of the directors, carried out in the ordinary course of business and on normal commercial terms:

(a) Transactions with YGM Trading Limited and its subsidiaries ("YGMT Group")

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
Sales of garment products	銷售成衣產品	8,145	9,808
Rental income received and receivable	已收及應收物業租金收益	3,000	3,505
Management fee received and receivable	已收及應收管理費	372	372
Building management fee received and receivable	已收及應收樓宇管理費	90	144

Note:

As certain directors and their associates are collectively the controlling shareholders (as defined in the Listing Rules) of YGMT Group and the Group, the related party transactions in respect of sales of garment products to YGMT Group and rental income received and receivable from YGMT Group above constitute the connected transactions as defined in Chapter 14A of the Listing Rules. Other transactions with YGMT Group are exempt from the disclosure requirements in Chapter 14A of the Listing Rules.

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13. 承擔

於二零一八年九月三十日，仍未在綜合財務報表作出撥備之資本承擔如下：

14. 與關連人士之重大交易

各董事認為與下列關連人士進行之重大交易乃在日常業務過程中按正常商業條款進行：

(a) 與YGM貿易有限公司及其附屬公司（「YGMT集團」）之交易

若干董事及彼等之聯繫人士同時為YGMT集團及本集團之控股股東（定義見上市規則），根據上市規則第14A章，以上向YGMT集團銷售成衣產品、已收及應收自YGMT集團租金收益之聯繫人士交易構成關連交易。與YGMT集團之其他交易為獲豁免不須遵照上市規則第14A章之規定予以披露。

附註：

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14. MATERIAL RELATED PARTY TRANSACTIONS (continued)

(b) Transactions with other related parties

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 \$'000 千元	2017 二零一七年 \$'000 千元
Wuxi YGM Textile Co., Ltd.	無錫長江精密紡織有限公司		
Purchases of raw materials	購買原材料	4,505	6,115

Note:

Wuxi YGM Textile Co., Ltd. is a wholly owned subsidiary of Wuxi No. 1 Cotton Investment Co., Ltd., a joint venture of the Group. The purchases of raw materials from a joint venture are not connected transactions under Chapter 14A of the Listing Rules.

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14. 與關連人士之重大交易 (續)

(b) 其他關連人士之交易

附註：

無錫長江精密紡織有限公司為本集團之合營企業無錫一棉投資有限公司之全資擁有附屬公司。從一合營企業購買原材料並不屬於上市規則第14A章所列之關連交易。

(c) Balances due from/(to) related companies and joint ventures:

		30 September 2018 二零一八年 九月三十日 \$'000 千元	31 March 2018 二零一八年 三月三十一日 \$'000 千元
		Note 附註	
Amount due from YGMT Group	應收YGMT集團款項	4,101	814
Amount due to YGMT Group	應付YGMT集團款項	(63)	-
Amount due to WTC07 Holdings Pte Ltd.	應付WTC07 Holdings Pte Ltd. 款項	(i) (316)	(355)
Amount due to Allied Textiles Co., Ltd.	應付新聯興紡織有限公司款項	(ii) (13)	(13)
Amount due to Wuxi YGM Textile Co., Ltd.	應付無錫長江 精密紡織有限公司款項	(ii) (212)	-

Notes:

- (i) WTC07 Holdings Pte Ltd. is related to the Group as it is held by a director of the Group.
- (ii) Allied Textiles Co., Ltd. and Wuxi YGM Textiles Co., Ltd. are wholly owned subsidiaries of Wuxi No.1 Cotton Investment Co., Ltd., a joint venture of the Group.

附註：

- (i) WTC07 Holdings Pte Ltd.由本集團一位董事擁有。因此，WTC07 Holdings Pte Ltd.為本集團之關連人士。
- (ii) 新聯興紡織有限公司及無錫長江精密紡織有限公司為本集團之合營企業無錫一棉投資有限公司之全資擁有附屬公司。

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15. POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2018

A number of amendments and new standards are effective for annual periods beginning after 1 April 2018 and earlier application is permitted. Except for the amendments to HKFRS 9, *Prepayment features with negative compensation*, which have been adopted at the same time as HKFRS 9 (see note 2(b)), the Group has not early adopted any new or amended standards in preparing this interim financial report.

The Group has the following update to the information provided in the last annual financial statements in respect of HKFRS 16, *Leases*, which may have a significant impact on the Group's consolidated financial statements.

HKFRS 16, *Leases*

As discussed in the 2018 annual financial statements, currently the Group classifies leases into finance leases and operating leases and accounts for the lease arrangements differently, depending on the classification of the lease. Upon the adoption of HKFRS 16, where the Group is the lessee under the lease the Group will be required to account for all leases in a similar way to current finance lease accounting, i.e. recognise and measure a lease liability at the present value of the minimum future lease payments and recognise a corresponding "right-of-use" asset at the commencement date of the lease, subject to practical expedients. HKFRS 16 will primarily affect the Group's accounting as a lessee of leases for properties which are currently classified as operating leases.

At 30 September 2018, the Group's future minimum lease payments under non-cancellable operating leases amounted to \$2,756,000. Upon the initial adoption of HKFRS 16 at 1 April 2019, the present value of most of the future minimum lease payments that are payable after 6 months will be recognised as lease liabilities, with corresponding right-of-use assets recognised as non-current assets. The Group will need to perform a more detailed analysis to determine the amounts of new assets and liabilities arising from operating lease commitments on adoption of HKFRS 16, after taking into account the applicability of the practical expedient and adjusting for any leases entered into or terminated between now and the adoption of HKFRS 16.

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15. 已經頒佈但於截至二零一八年九月三十日 止六個月尚未生效的修訂、新訂準則及詮 釋的可能影響

自二零一八年四月一日起開始的年度期間有效的多項修訂及新準則均允許提前採納。除香港財務報告準則第9號之修訂，具有負補償特性之提前還款於採納香港財務報告準則第9號時已獲採納以外（見附註2(b)），本集團於編製本中期財務報告時並無提早採納任何新訂及經修訂準則。

本集團就上一年度財務報表所載有關可能對本集團綜合財務報表產生重大影響的香港財務報告準則第16號，*租賃*的資料作出下列更新。

香港財務報告準則第16號，*租賃*

誠如二零一八年度財務報表所討論，現時本集團按租賃安排將租賃分類為融資租賃及經營租賃，且以不同方式入賬。待採納香港財務報告準則第16號後，受可行權宜之規限，倘本集團為租賃承租人，本集團須以類同現行融資租賃會計方式將所有租約入賬，即自租賃開始日，按日後最低租賃付款之現值確認及計量租賃負債，並同時確認相應「使用權」資產。香港財務報告準則第16號將主要影響本集團作為物業承租人就若干物業（目前分類為經營租賃）之會計處理。

於二零一八年九月三十日，本集團有關不可解除經營租賃合約之未來最低物業租賃款為2,756,000元。在二零一九年四月一日首次採納香港財務報告準則第16號時，大部分未來六個月後最低租賃應付款現值將被確認為租賃負債，並附帶相應使用權資產被確認為非流動資產。本集團需要進行更詳盡的分析以釐定採納香港財務報告準則第16號後，經營租賃承擔所產生之新資產及負債金額（經慮及可行權宜法之適用性及對目前至採納香港財務報告準則第16號期間任何訂立或終止租賃作出調整）。

INTERIM DIVIDEND

The Board has resolved not to declare the payment of interim dividend for the six months ended 30 September 2018 (2017: nil).

MANAGEMENT DISCUSSION AND ANALYSIS

Key Performance Indicators

Revenue	收入	317,796	314,747	+1%
Gross profit	毛利	57,692	55,607	+4%
Gross profit margin	毛利率	18%	18%	0pp
Loss from operations	經營虧損	(5,036)	(2,864)	+76%
Operating margin	經營溢利率	-2%	-1%	-1pp
Profit/(loss) attributable to equity shareholders of the Company	本公司股權持有人應佔溢利/(虧損)	1,270	(2,148)	-159%
Net profit margin	純利率	0.4%	-1%	+1.4pp
Earnings before interest income, finance costs, income tax, depreciation and amortisation (EBITDA)	扣除利息收益、融資成本、所得稅、折舊及攤銷前的盈利「EBITDA」	3,524	5,012	-30%
EBITDA margin	EBITDA率	1%	2%	-1pp
Earnings/(loss) per share – basic	每股盈利/(虧損) – 基本	\$0.01	(\$0.01)	-200%

Business Review and Prospects

During the six months under review, our company recorded an overall loss of HK\$977,000 as compared with a loss of HK\$2,766,000 for the same period last year. Though our core garment business incurred a loss for the period under review, the positive return from our investment in the jointly owned entity in Wuxi had contributed to the improvement of our overall performance.

Our factory in Bangladesh had a difficult time for the period under review. The sudden change of import regulations imposed by the Bangladesh authority caused grave disruptions to our production which resulted in shipment delays and heavy airfreight expenses. Of all the increases in our operation costs, the 51% increase of minimum wage effective by end of 2018 would hit us most. With stable orders and costs control, the management is hopeful that we could recover some of the loss in the second half of the year.

Our Myanmar operation for the first half of the year had been steady. The impact of the 33% minimum wage hike was softened by the weak local currency. As the demand for manufacturing garments in Myanmar has been increasing, we will start expanding our current production facilities there in the second half of the year with a target to have full production twice the current size by end of next year.

中期股息

董事會決議不派截至二零一八年九月三十日止六個月之中期股息(二零一七年:無)。

管理層討論及分析

主要表現指標

Six months ended
30 September
截至九月三十日止六個月

	2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元	+/- Change 變動
Revenue	317,796	314,747	+1%
Gross profit	57,692	55,607	+4%
Gross profit margin	18%	18%	0pp
Loss from operations	(5,036)	(2,864)	+76%
Operating margin	-2%	-1%	-1pp
Profit/(loss) attributable to equity shareholders of the Company	1,270	(2,148)	-159%
Net profit margin	0.4%	-1%	+1.4pp
Earnings before interest income, finance costs, income tax, depreciation and amortisation (EBITDA)	3,524	5,012	-30%
EBITDA margin	1%	2%	-1pp
Earnings/(loss) per share – basic	\$0.01	(\$0.01)	-200%

業務回顧及前景

於回顧之六個月內，本集團錄得整體虧損977,000港元，去年同期則錄得虧損2,766,000港元。儘管我們核心成衣業務於回顧期內承受虧損，但我們無錫合營投資企業之正面回報為我們整體表現帶來改善。

我們孟加拉之工廠於回顧期間經歷艱難時刻。孟加拉當局突然變更進口規例，嚴重影響我們生產，導致裝運延誤及引申高昂空運費。營運成本所有增長中，尤以2018年年底生效之上調最低工資51%對我們衝擊最大。透過穩定訂單及成本監控，管理層期望我們能於下半年彌補部分虧損。

我們緬甸業務於上半年持續穩定。當地貨幣貶值，軟化最低工資上調33%之影響。隨著緬甸成衣製造之需求日漸增加，我們下半年開始擴充現有生產設施，目標其最高生產量於明年年底可達目前規模之兩倍。

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review and Prospects (continued)

Our China operation though still incurred a loss for the period under review had shown improvements comparing to last year same period due to higher sales turnover. However as it is expected that the sales turnover for the remaining year would decrease, while the minimum wages will increase, the performance of our China operation would be adversely affected.

Our joint ventures in Wuxi, China in the first half of 2018/19 achieved profit despite reduction of our gross profit margins due to increase of cotton prices but yarn prices not rising in tandem. Strong U.S. Dollars helped in mitigating some of the impacts from the prevailing adverse factors. The increasing pressure from the China-U.S. trade war would continue to affect our business for the second half of the year.

The uncertainties and pressure arising from the China-U.S. trade war and U.K.'s Brexit plus the big increase of minimum wages in all of our manufacturing areas caused instabilities to our core garment business. The remaining year would be a difficult and challenge one.

Liquidity and Financial Position

During the period under review, the Group's operations continued to be mainly financed by the internal resources.

As at 30 September 2018, the cash and bank balances of the Group were approximately HK\$266,591,000 (as at 31 March 2018: HK\$323,112,000). As at 30 September 2018 and 31 March 2018, the Group did not have any short term and long term borrowings.

The Group adopts a prudent policy to hedge the fluctuation of foreign exchange rates. As most of the Group's sales, purchases, cash and bank balances are denominated in Hong Kong dollars, United States dollars, Euros, Pounds Sterling or Renminbi, the Group may enter into forward foreign exchange contracts to hedge its receivables and payables denominated in the above foreign currencies against the exchange rate fluctuation when the exposure is significant. As at 30 September 2018, the Group has forward foreign exchange contracts hedging forecast transactions with net fair value of HK\$171,000 (assets) (as at 31 March 2018: HK\$2,353,000 (liabilities)), recognised as derivative financial instruments.

During the period, the Group spent approximately HK\$907,000 in additions and replacement of other property, plant and equipment, compared to HK\$1,717,000 for the same period last year.

The share capital of the Company remained unchanged during the period under review.

Pledge of Assets

As at 30 September 2018, none of the assets of the Group was pledged.

Employment and Remuneration Policies

As at 30 September 2018, the Group, including its subsidiaries but excluding its associate and joint ventures, employed approximately 3,700 employees. Remuneration packages are determined by reference to employees' performance and the prevailing salary levels in the market. In addition, the Group provides year end double pay, provident fund scheme, medical insurance and training to staff.

管理層討論及分析

業務回顧及前景(續)

我們中國業務於回顧期內雖仍處於虧損，但相比去年同期已有所改善，此乃歸因銷售額增加。然而，餘下年度之銷售額預期將會減少，加上最低工資上調，我們中國業務表現將受到不利影響。

我們中國無錫合營企業於2018/19上半年錄得盈利，棉花價格提升但紗線價格沒有同步上漲，導致毛利率下跌。美元強勢有助減輕目前若干不利因素之影響。中美貿易戰壓力升溫將繼續影響我們下半年業務。

中美貿易戰及英國脫歐引發之不明朗及壓力，伴隨製造業界最低工資大幅提升，均對我們核心成衣業務造成不穩定。餘下年度將是艱難及具挑戰。

流動資金及財務狀況

於回顧期間內，本集團仍主要以其內部資源作為營運資金。

於二零一八年九月三十日，本集團之現金及銀行結餘約為266,591,000港元(於二零一八年三月三十一日：323,112,000港元)。於二零一八年九月三十日及二零一八年三月三十一日，本集團並沒有任何短期及長期借貸。

本集團採用審慎政策以對沖匯率波動。由於本集團大部份銷售、採購、現金及銀行結餘均主要以港元、美元、歐羅、英鎊或人民幣結算，當風險重大時，本集團或會就以上外幣結算之應收及應付款訂立遠期合約，以對沖外匯波動。於二零一八年九月三十日，本集團用以對沖預期交易之遠期外匯合約之公平價值淨額為171,000港元(資產)(於二零一八年三月三十一日：2,353,000港元(負債))，並已確認為衍生金融工具。

期內，本集團斥資907,000港元用作經常性增置及重置其他物業、廠房及設備，去年同期則為1,717,000港元。

本公司之股本於回顧期間內並無任何變動。

資產抵押

於二零一八年九月三十日，本集團並無以任何資產作抵押。

僱員及薪酬政策

於二零一八年九月三十日，除聯營公司及合營企業外，本集團(包括其附屬公司)聘用約3,700名僱員。薪酬組合乃參照員工之表現及市場當時之薪金水平而釐定。此外，本集團為僱員提供年終雙薪、公積金計劃、醫療保險及培訓。

OTHER INFORMATION

Directors' Interests in Shares

(a) As at 30 September 2018, the interests and short positions of the directors and their associates in the shares, underlying shares and debentures of the Company or any associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO), the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") and which were required to be entered in the register kept by the Company under section 352 of the SFO were as follows:

Name of director	董事姓名	Number of ordinary shares 普通股股份數目			
		Personal interests 個人權益	Family interests 家族權益	Corporate interests 公司權益	Other interests 其他權益
Chan Wing Fui, Peter	陳永奎	486,102	8,678,465	–	(i) & (ii)
Chan Wing Kee	陳永棋	8,589,624	319,691	–	(i) & (iii)
Chan Wing To	陳永滔	10,073,389	–	–	(i) & (iii)
Chan Wing Sun, Samuel	陳永燊	6,089,244	250,000	3,604,415	(i)
Chan Suk Ling, Shirley	周陳淑玲	4,535,816	524,000	–	(i)
Chan Suk Man	劉陳淑文	3,438,466	–	–	(i) & (iii)
So Ying Woon, Alan	蘇應垣	12,000	–	–	–
Lin Keping	林克平	–	–	–	–
Choi Ting Ki	蔡廷基	–	–	–	–
So Stephen Hon Cheung	蘇漢章	–	–	–	–
Li Guangming	李光明	–	–	–	–

Notes:

- (i) 48,032,240 shares of the Company were held by Chan Family Investment Corporation Ltd. (which is owned by Messrs Chan Wing Kee, Chan Wing To, Chan Wing Sun, Samuel, Madam Chan Suk Ling, Shirley and Madam Chan Suk Man and other members of the Chan Family) and its subsidiaries.
- (ii) 13,965,280 shares of the Company were held by Mr. Chan Wing Fui, Peter, the executor of the estate of the late Dr. Chan Sui Kau.
- (iii) 2,383,500 shares of the Company were held by Super Team International Limited which is indirectly owned by Messrs Chan Wing Kee, Chan Wing To, Madam Chan Suk Man and other members of the Chan Family.

其他資料

董事之股份權益

(a) 於二零一八年九月三十日，本公司各董事及彼等之聯繫人士於本公司或任何聯營公司（按證券及期貨條例（「證券條例」）第XV部之涵義）之股份、相關股份及債券中擁有根據證券條例第XV部第7及8分部、上市公司董事進行證券交易標準守則（「標準守則」）之規定須知會本公司及聯交所之權益及淡倉（包括彼等根據該等證券條例規定被視作或當作擁有之權益及淡倉），並須登記於根據證券條例第352條存置之登記冊之權益及淡倉如下：

附註：

- (i) 合共48,032,240股本公司股份乃由Chan Family Investment Corporation Ltd.（由陳永棋先生、陳永滔先生、陳永燊先生、周陳淑玲女士及劉陳淑文女士及其他陳氏家族成員擁有）及其附屬公司所持有。
- (ii) 合共13,965,280股本公司股份乃由已故陳瑞球博士之遺產遺囑執行人陳永奎先生所持有。
- (iii) 合共2,383,500股本公司股份乃由Super Team International Limited持有。該公司由陳永棋先生、陳永滔先生、劉陳淑文女士及其他陳氏家族成員間接擁有。

OTHER INFORMATION

Directors' Interests in Shares (continued)

(b) Save as disclosed above, as at 30 September 2018, none of the directors or their associates, had, under Divisions 7 and 8 of Part XV of the SFO, nor were they taken to or deemed to have under such provisions of the SFO, any interests or short positions in the shares, underlying shares or debentures of the Company or any associated corporations (within the meaning of Part XV of the SFO) or any interests which are required to be entered into the register kept by the Company pursuant to section 352 of the SFO or any interests which are required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

Substantial Shareholders

Other than the interests disclosed in the section "Directors' Interests in Shares" in respect of the directors, the Company has been notified of the following interests in the Company's issued shares as at 30 September 2018 amounting to 5% or more of the ordinary shares in issue.

Name of shareholder	股東名稱	Capacity 權益性質	Number of ordinary shares held 持有普通股 股份數目	Percentage of ordinary shares in issue 佔已發行普通股 股份百分比
Guangzhou Textiles Industry & Trade Holdings Ltd.	廣州紡織工貿企業集團有限公司	Beneficial owner 實益擁有人	17,806,000 (note) (附註)	8.61%

Note: The shares were directly held by Yue Xiu Textiles Co., Ltd., a 100% owned subsidiary of Guangzhou Textiles Industry & Trade Holdings Ltd.

Save as disclosed above, no other interests required to be recorded in the register kept under section 336 of the SFO have been notified to the Company.

其他資料

董事之股份權益 (continued)

(b) 除上文所披露外，於二零一八年九月三十日，各董事或彼等之聯繫人士概無於本公司或任何聯營公司（按證券條例第XV部之涵義）之股份、相關股份或債券中擁有或被視作擁有根據證券條例第XV部第7及8分部之任何權益或淡倉而須登記於本公司根據證券條例第352條存置之登記冊之任何權益，或根據標準守則之規定須知會本公司及聯交所之任何權益。

主要股東

於二零一八年九月三十日，除在上述「董事之股份權益」所披露之權益外，本公司已獲知會下列佔已發行普通股之5%或以上之本公司已發行股份權益。

附註：股份由廣州紡織工貿企業集團有限公司之全資擁有附屬公司越秀紡織品有限公司直接持有。

除上文所披露外，本公司並無獲知會任何其他須記錄在根據證券條例第336條規定存置之登記冊的權益。

OTHER INFORMATION

Connected Transactions and Directors' Interests in Transactions, Arrangements or Contracts

Details of connected transactions under Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") are set out in Note 14 to the interim financial report. In the opinion of the independent non-executive directors, these connected transactions were entered into by the Group:

- (i) in the ordinary and usual course of its business;
- (ii) conducted either on normal commercial terms (which expression will be applied by reference to transactions of a similar nature and to be made by similar entities) or where there is no available comparison, on terms that are fair and reasonable so far as the independent shareholders of the Company are concerned;
- (iii) in accordance with the terms of the agreements governing the transactions; and
- (iv) in accordance with the pricing policies of the Group, where applicable.

Apart from the foregoing, no transaction, arrangement or contract of significance to which the Company or any of its subsidiaries was a party and in which a director of the Company had a material interest, subsisted at the end of the period or at any time during the period.

Purchase, Sale or Redemption of Shares

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the listed securities of the Company during the period ended 30 September 2018.

Audit Committee

The Company has an audit committee which was established in compliance with Rule 3.21 of the Listing Rules for the purposes of reviewing and providing supervision over the Group's financial reporting process and internal controls. The audit committee comprises four independent non-executive directors of the Company.

The audit committee of the Company has reviewed with the management the accounting principles and practices adopted by the Group and the unaudited interim financial statements of the Group for the period ended 30 September 2018.

其他資料

關連交易及董事之交易、安排或合約權益

根據香港聯合交易所有限公司證券上市規則（「上市規則」）第14A章所列的關連交易詳情載於本中期財務報告附註14內。獨立非執行董事認為，本集團所進行之關連交易均：

- (i) 於一般及日常業務過程中進行；
- (ii) 按正常商業條款（所指之「正常商業條款」將參考與類似機構進行性質相若之交易時所依據之條款）或倘並無可供比較之條款，則按對本公司之獨立股東而言屬公平合理之條款進行；
- (iii) 符合規管該等交易之協議條款；及
- (iv) 根據集團之定價政策（如有）進行。

除以上所述者外，本公司各董事概無於本公司或其任何附屬公司所訂立，而於期末或期內任何時間仍屬有效之交易、安排或重大合約中佔有重大權益。

購買、出售或贖回股份

截至二零一八年九月三十日止期間內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

審核委員會

本公司依照上市規則第3.21條成立審核委員會，旨在審閱及監察本集團之財務申報程序及內部控制。該審核委員會由本公司四位獨立非執行董事組成。

本公司之審核委員會已與管理層審閱本集團所採納的會計原則及慣例，以及本集團截至二零一八年九月三十日止期間之未經審核財務報表。

OTHER INFORMATION

Corporate Governance Practices

In the opinion of the Board, the Company has complied throughout the period ended 30 September 2018 with the Code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules, except that the non-executive directors were not appointed for a specific term but are subject to retirement by rotation and re-election at the Company's annual general meetings in accordance with the Company's articles of association.

Directors' Securities Transactions

The Company has adopted a Securities Dealing Code regarding directors' securities transactions on terms no less exacting than required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 of the Listing Rules. All directors have confirmed, upon specific enquiry by the Company, that they have complied with the required standard set out in the Model Code and the Securities Dealing Code throughout the period under review.

By Order of the Board
Chan Wing Fui, Peter
Chairman

Hong Kong, 28 November 2018

其他資料

企業管治常規

董事會認為，除非執行董事並無指定明確任期而須根據本公司組織章程於本公司股東週年大會輪值告退及重選外，本公司於截至二零一八年九月三十日止期間內一直遵守上市規則附錄14所載之企業管治常規守則。

董事之證券交易

本公司已採納有關董事證券交易的證券買賣守則，其條款不遜於上市規則附錄10所載上市公司董事進行證券交易標準守則（「標準守則」）載列的規定準則。經過本公司向所有董事作出具體查詢後，本公司董事已確認彼等於回顧期間內一直遵守標準守則載列的規定準則及其有關董事證券交易的證券買賣守則。

承董事會命
主席
陳永奎

香港，二零一八年十一月二十八日



長江製衣有限公司
YANGTZEKIANG GARMENT LIMITED