



六福集團(國際)有限公司

LUK FOOK HOLDINGS (INTERNATIONAL) LIMITED

(於百慕達註冊成立之有限公司)
(Incorporated in Bermuda with Limited Liability)
Stock Code 股份代號 : 0590



中期報告
Interim Report
2019/20

CONTENTS 目錄

	Distribution Networks	分銷網絡
	Operational Highlights	營運摘要
1	Financial Highlights	財務摘要
2	Management Discussion and Analysis	管理層討論及分析
27	Corporate Governance and Other Information	企業管治及其他資料
36	Report on Review of Interim Financial Information	中期財務資料審閱報告
38	Condensed Consolidated Financial Statements	簡明綜合財務報表
45	Notes to the Condensed Consolidated Interim Financial Information	簡明綜合中期財務資料附註
	Corporate Information	企業資料



2019/20
Interim Report
中期報告



2019/20
Interim Results
Corporate Presentation
中期業績企業簡報



2019/20
Interim Results
Highlights
中期業績摘要



Investor Relations
WeChat
投資者關係信

GLOBAL DISTRIBUTION NETWORK

全球分銷網絡

Countries and Regions 國家及地區	30 September 2019 2019年9月30日	31 March 2019 2019年3月31日	Changes 變化	30 September 2018 2018年9月30日	Changes 變化
Lukfook Shops 六福店舖					
Self-operated 自營店					
• Mainland China 中國內地*	136	141	-5	151	-15
• Hong Kong SAR 香港特別行政區*	51	49	+2	50	+1
• Macau SAR 澳門特別行政區^	12	11	+1	11	+1
• Canada 加拿大	2	2	0	2	0
• The United States 美國	4	4	0	4	0
• Australia 澳洲	1	1	0	1	0
• Malaysia 馬來西亞	3	3	0	3	0
• Singapore 新加坡	1	1	0	1	0
Sub-total 小計	210	212	-2	223	-13
Licensed 品牌店					
• Mainland 內地	1,745	1,614	+131	1,500	+245
• The Philippines 菲律賓	1	1	0	1	0
• Cambodia 柬埔寨	1	1	0	1	0
Sub-total 小計	1,747	1,616	+131	1,502	+245
Worldwide Total 全球總計	1,957	1,828	+129	1,725	+232

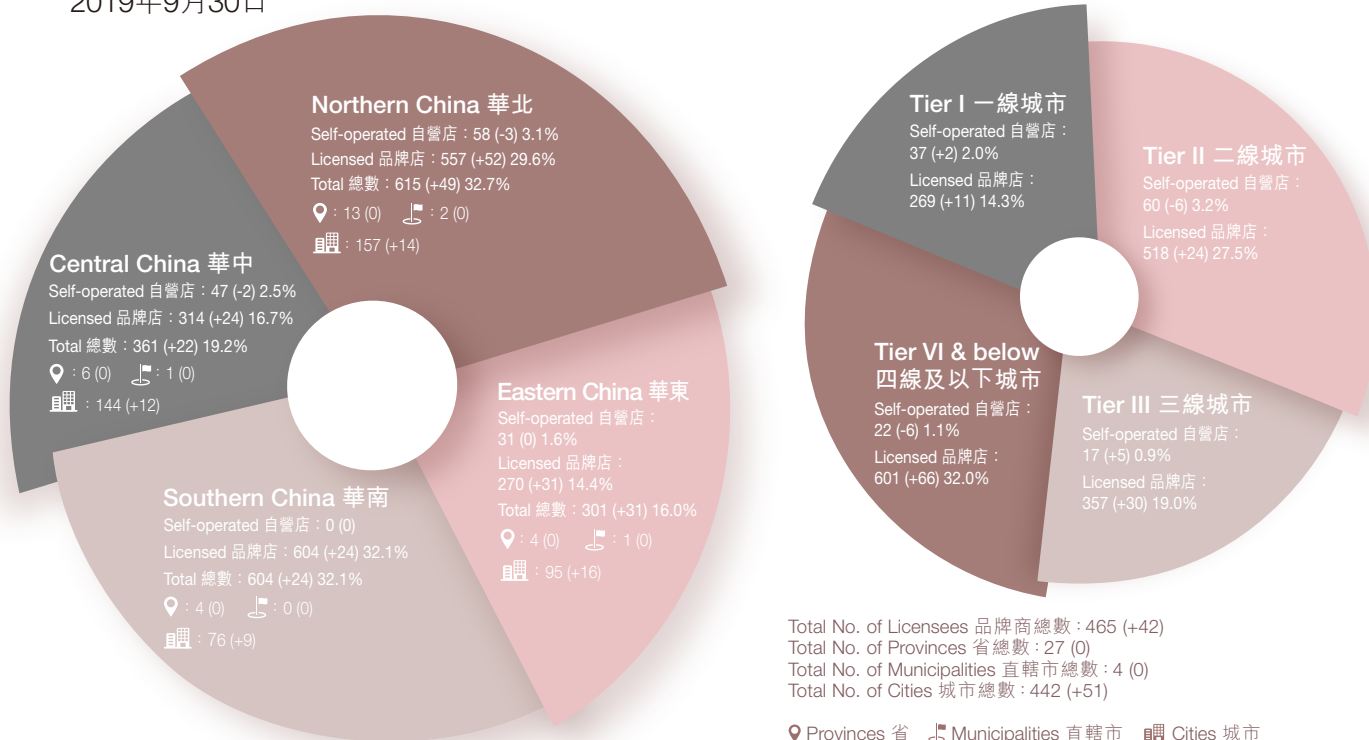
* Mainland China: Hereafter refers to as "Mainland" 中國內地：往後稱為「內地」
 * Hong Kong SAR: Hereafter refers to as "Hong Kong" 香港特別行政區：往後稱為「香港」
 ^ Macau SAR: Hereafter refers to as "Macau" 澳門特別行政區：往後稱為「澳門」

DISTRIBUTION NETWORK IN MAINLAND

內地分銷網絡

30 September 2019
2019年9月30日

Total No. of Shops 店舖總數：1,881 (+126)



Remarks:

註：

* Lukfook shops only 只包括六福店舖

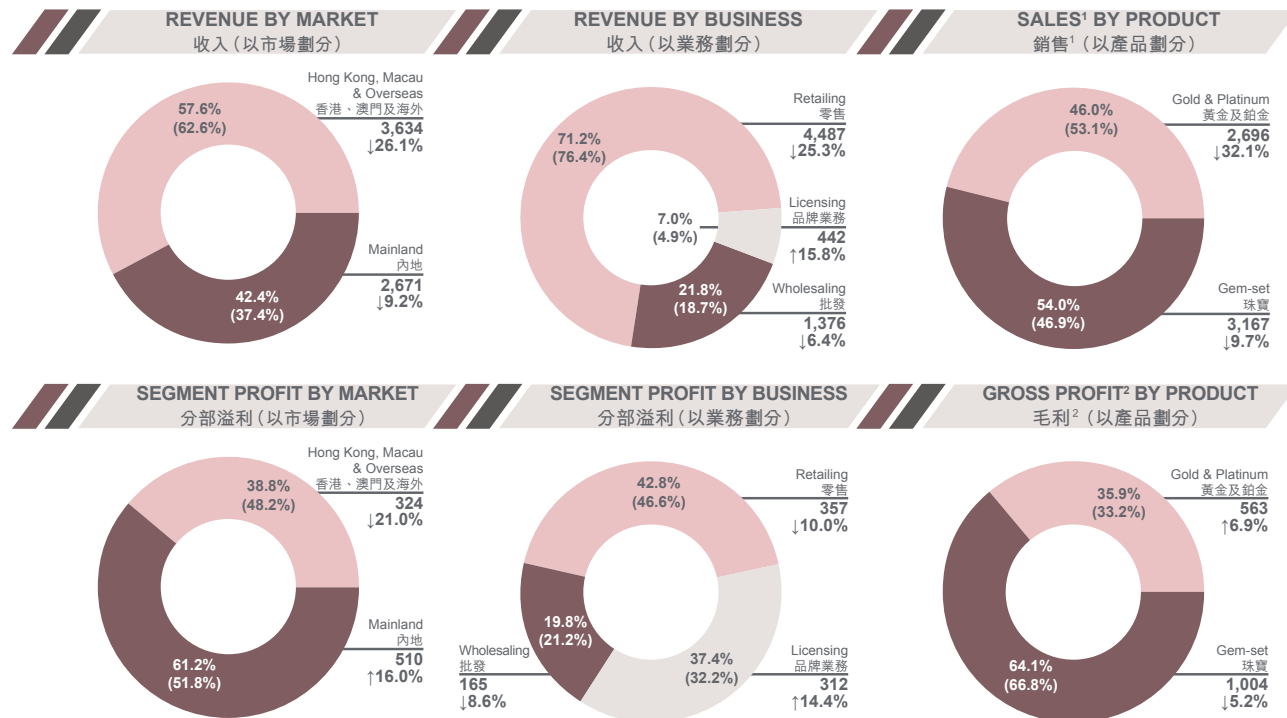
** The percentages refer to the contribution to the total no. of shops in Mainland 百分比代表該店數目對內地店舖總數之佔比

*** Figures in brackets refer to the 6-month changes 括號內的數字為六個月之變化

OPERATIONAL HIGHLIGHTS

營運摘要

REVENUE AND PROFIT ANALYSIS (HK\$ MILLION) | 收入及溢利分析 (百萬港元)



Remarks: Comparative figures for the six months ended 30 September 2018 ("1HFY2019") are shown in brackets
註：截至2018年9月30日止六個月（「2019上半年財年」）之比較數字於括號內顯示

¹ Sales = Revenue – Licensing Income
銷售 = 收入 – 品牌業務收入

² Gross Profit = Consolidated Gross Profit – Gross Profit of Licensing Income
毛利 = 綜合毛利 – 品牌業務收入毛利

RETAIL SALES PERFORMANCE | 零售銷售表現

	For the six months ended 30 September 截至9月30日止六個月			
	2019		2018	
	Y-o-Y Changes 按年變化		SSSG* 同店銷售增長	
Overall 整體	-25%	+27%	-24%	+18%
Gold & Platinum 黃金及鉑金	-33%	+33%	-32%	+22%
Gem-set 珠寶	-12%	+19%	-11%	+11%
Hong Kong & Macau 香港及澳門	-28%	+29%	-25%	+21%
Gold & Platinum 黃金及鉑金	-37%	+37%	-35%	+29%
Gem-set 珠寶	-13%	+17%	-10%	+11%
Mainland 內地	-18%	+25%	-16%	+1%
Gold & Platinum 黃金及鉑金	-22%	+21%	-17%	-5%
Gem-set 珠寶	-11%	+34%	-12%	+14%

* Same store sales growth ("SSSG") represented a comparison of sales of the same self-operated shop having full day operations in the comparable periods and such data did not include sales of licensed shops and Mainland's e-commerce business.
同店銷售增長（「同店銷售增長」）為同一間自營店於可比較期內完整日營運的銷售額比較，有關數據並不包括品牌店及內地電子商務業務銷售額。



FINANCIAL HIGHLIGHTS

財務摘要

FINANCIAL PERFORMANCE | 財務表現

HK\$ m 百萬港元	For the six months ended 30 September 2019 截至2019年9月30日止六個月	For the six months ended 30 September 2018 截至2018年9月30日止六個月	Y-o-Y Changes 按年變化
Revenue 收入	6,305	7,859	-19.8%
Gross Profit 毛利	1,886	1,864	+1.2%
Operating Profit 經營溢利	660	838	-21.2%
Profit for the Period 期內溢利	497	670	-25.8%
Profit Attributable to Equity Holders 權益持有人應佔溢利	496	665	-25.4%
Basic Earnings per Share 每股基本盈利	HK\$0.85港元	HK\$1.13港元	-24.8%
Interim Dividend per Share 每股中期股息	HK\$0.50港元	HK\$0.55港元	-9.1%
Dividend Payout Ratio 派息比率	59.1%	48.5%	+10.6 p.p. 個百分點
Gross Margin 毛利率	29.9%	23.7%	+6.2 p.p. 個百分點
Operating Margin 經營溢利率	10.5%	10.7%	-0.2 p.p. 個百分點
Net Margin 淨利率	7.9%	8.5%	-0.6 p.p. 個百分點
EBITDA 未計利息、稅項、折舊及攤銷前盈利	929	888	+4.7%
EBITDA Margin 未計利息、稅項、折舊及攤銷前盈利率	14.7%	11.3%	+3.4 p.p. 個百分點
Total Operating Expenses to Revenue Ratio 總經營開支佔收入比率	17.2%	15.1%	+2.1 p.p. 個百分點
Effective Tax Rate 實際稅率	20.6%	20.1%	+0.5 p.p. 個百分點

KEY FINANCIAL INDICATORS | 主要財務指標

	30 September 2019 2019年9月30日	31 March 2019 2019年3月31日	Changes 變化	30 September 2018 2018年9月30日	Changes 變化
Inventory 存貨 (HK\$ m) (百萬港元)	8,114	9,322	-13.0%	8,839	-8.2%
Average Inventory Turnover Days ¹ 平均存貨周轉日數 ¹	371	273	+98	261	+110
Cash and Bank Balances 現金及銀行結餘 (HK\$ m) (百萬港元)	2,504	2,087	+20.0%	1,640	+52.7%
Bank Borrowings & Gold Loans 銀行貸款及黃金借貸 (HK\$ m) (百萬港元)	1,741	2,306	-24.5%	1,762	-1.2%
Net Cash/(Borrowing) 淨現金/(貸款) (HK\$ m) (百萬港元)	763	(219)	N/A 不適用	(122)	N/A 不適用
Net Gearing Ratio ² 淨債務比率 ²	N/A 不適用	2.1%	N/A 不適用	1.2%	N/A 不適用
Debt-to-Equity Ratio ³ 負債權益比率 ³	39.0%	36.7%	+2.3 p.p. 個百分點	35.7%	+3.3 p.p. 個百分點
Return on Equity (ROE) ⁴ 股東權益回報率 ⁴	9.6%	14.2%	-4.6 p.p. 個百分點	13.4%	-3.8 p.p. 個百分點
Return on Total Assets ⁵ 總資產回報率 ⁵	6.9%	10.4%	-3.5 p.p. 個百分點	9.9%	-3.0 p.p. 個百分點
Current Ratio 流動比率	3.3	3.3	0.0	3.3	0.0
Net Asset Value per Share 每股淨資產值	HK\$17.63港元	HK\$17.99港元	-2.0%	HK\$16.94港元	+4.1%
CAPEX 資本開支 (HK\$ m) (百萬港元)	271	934	-71.0%	840	-67.7%

1 (Opening Inventory + Closing Inventory) ÷ 2 ÷ Cost of Inventories Sold x Number of Days for the Period
(期初存貨 + 期末存貨) ÷ 2 ÷ 已售存貨成本 x 期內日數

2 (Long-term Bank Loans + Short-term Bank Loans + Bank Overdrafts + Gold Loans - Cash and Bank Balances) ÷ Capital and Reserves Attributable to Equity Holders of the Company
(長期銀行貸款 + 短期銀行貸款 + 銀行透支 + 黃金借貸 - 現金及銀行結餘) ÷ 本公司權益持有人應佔資本及儲備

3 (Long-term Liabilities + Short-term Liabilities) ÷ Capital and Reserves Attributable to Equity Holders of the Company
(長期負債 + 短期負債) ÷ 本公司權益持有人應佔資本及儲備

4 Annualized/Annual Profit Attributable to Equity Holders of the Company ÷ Capital and Reserves Attributable to Equity Holders of the Company
全年化/全年本公司權益持有人應佔溢利 ÷ 本公司權益持有人應佔資本及儲備

5 Annualized/Annual Profit Attributable to Equity Holders of the Company ÷ (Long-term Assets + Short-term Assets)
全年化/全年本公司權益持有人應佔溢利 ÷ (長期資產 + 短期資產)

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

FINANCIAL PERFORMANCE



Revenue
收入
HK\$6,305M 百萬港元
-19.8%



Operating Profit
經營溢利
HK\$660M 百萬港元
-21.2%



Profit Attributable to Equity Holders
權益持有人應佔溢利
HK\$496M 百萬港元
-25.4%



Basic Earnings per Share
每股基本盈利
HK\$0.85 港元
-24.8%

財務表現



Dividend per Share
每股股息
HK50 Cents 港仙
Dividend Payout Ratio 派息比率 : 59.1%



Overall Net Shop Additions
整體淨增設店舖
Lukfook 六福 : +129
Mainland 內地 : +126
Hong Kong, Macau & Overseas 香港、澳門及海外 : +3

Goldstyle
Mainland 內地 : +6

Dear Q
Mainland 內地 : +3

3D-GOLD 金至尊
Mainland 內地 : -1

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Results

With a relatively high base, strong gold price, and the continuing impact of Hong Kong social incidents and US-China trade war on market sentiment, Luk Fook Holdings (International) Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) recorded a revenue drop of 19.8% to HK\$6,305,284,000 (2018: HK\$7,859,454,000) for the six months ended 30 September 2019 (the “Period under review”). Nevertheless, the overall gross margin increased by 6.2 p.p. to 29.9% (2018: 23.7%), attributable to the substantially increased gold price and the rise in sales mix of gem-set jewellery products. Gross profit therefore rose by 1.2% to HK\$1,886,243,000 (2018: HK\$1,863,633,000). On the other hand, the total operating expenses decreased by 8.2%; its ratio to revenue thus increased to 17.2% (2018: 15.1%). In addition, with the decline in diamond sales leading to the reduction in diamond purchases, which resulted to significant decrease of value-added tax refund in relation to diamond import in Mainland of approximately HK\$121.8 million, the turnaround of a gold hedging profit of HK\$62.5 million same period last year to a loss of HK\$96.6 million this year contributed by the high gold price, together with an impairment provision of HK\$57.1 million as a result of HKRH[#]'s failure to redeem the convertible bond issued to the Group on the maturity date, operating profit therefore decreased by 21.2% to HK\$660,471,000 (2018: HK\$837,982,000). Operating margin was 10.5% (2018: 10.7%), while net margin was 7.9% (2018: 8.5%). Profit attributable to equity holders, as a result, dropped by 25.4% to HK\$496,303,000 (2018: HK\$665,423,000) and basic earnings per share also decreased by 24.8% to HK\$0.85 (2018: HK\$1.13).

[#] “HKRH” represents Hong Kong Resources Holdings Company Limited (Stock Code: 2882) which conducts jewellery retail and franchise businesses under the brand name of “3D-GOLD” in Hong Kong, Macau and Mainland.

業績

在基數相對較高、金價高企、香港社會事件及中美貿易戰持續影響市場氣氛的情況下，六福集團（國際）有限公司（「本公司」）及其附屬公司（統稱「本集團」）截至2019年9月30日止六個月期間（「回顧期」）的收入減少19.8%至6,305,284,000港元（2018年：7,859,454,000港元）。但由於金價大升及珠寶首飾產品銷售佔比上升，令整體毛利率增加6.2個百分點至29.9%（2018年：23.7%），總毛利因此增加1.2%至1,886,243,000港元（2018年：1,863,633,000港元）。另一方面，總經營開支減少了8.2%，其佔收入比率則增加至17.2%（2018年：15.1%）。除此之外，因應鑽石銷情倒退而減少鑽石之採購，內地鑽石進口的增值稅返還大幅減少約121.8百萬港元，加上金價高企令黃金對沖從去年同期的62.5百萬港元利潤轉為今年的96.6百萬港元虧損。另外，因香港資源控股[#]於到期日未能償還其欠本集團的可換股債券而計提57.1百萬港元的減值撥備，經營溢利因而減少21.2%至660,471,000港元（2018年：837,982,000港元），經營溢利率為10.5%（2018年：10.7%），淨利率則為7.9%（2018年：8.5%）。權益持有人應佔溢利因此下降25.4%至496,303,000港元（2018年：665,423,000港元），而每股基本盈利亦下降24.8%至0.85港元（2018年：1.13港元）。

[#] 「香港資源控股」代表香港資源控股有限公司（股份代號：2882），於香港、澳門及內地經營以「金至尊」品牌從事珠寶零售及特許經營業務。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Overview

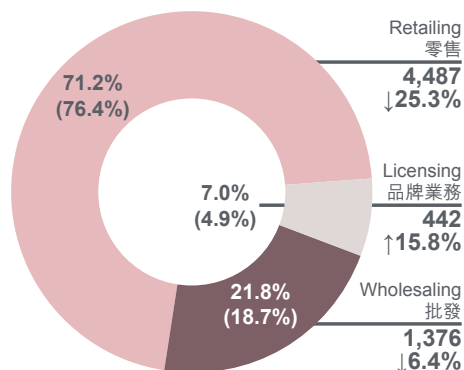
During the Period under review, the Group added a net total of 129 new Lukfook shops worldwide, including a net addition of 2 self-operated shops in Hong Kong, 1 self-operated shop in Macau, and 126 shops in Mainland (including a net addition of 131 licensed shops and a net reduction of 5 self-operated shops). As at 30 September 2019, the Group had a global network of 1,970 shops (2018: 1,730 shops), including 1,957 Lukfook shops (2018: 1,725 shops), with business spanning across Hong Kong, Macau, Mainland, Singapore, Malaysia, Cambodia, the Philippines, the United States, Canada and Australia, and operated 6 “Goldstyle” shops (including 5 licensed shops and 1 self-operated shop) (2018: 0 shop) and 3 “Dear Q” (2018: 0 shop) and 4 “3D-GOLD” self-operated shops (2018: 5 shops) in Mainland.

概覽

於回顧期內，本集團於全球淨增設129間六福店舖，包括於香港淨增設2間自營店，於澳門淨增設1間自營店及於內地淨增設126間店舖（當中包括淨增設131間品牌店，淨減少5間自營店）。於2019年9月30日，本集團於全球共有1,970間店舖（2018年：1,730間），其中包括1,957間六福店舖（2018年：1,725間），遍及香港、澳門、內地、新加坡、馬來西亞、柬埔寨、菲律賓、美國、加拿大及澳洲，以及在內地經營6間「Goldstyle」店舖（包括5間品牌店及1間自營店）（2018年：0間）和3間「Dear Q」（2018年：0間）及4間「金至尊」自營店（2018年：5間）。

REVENUE BY BUSINESS

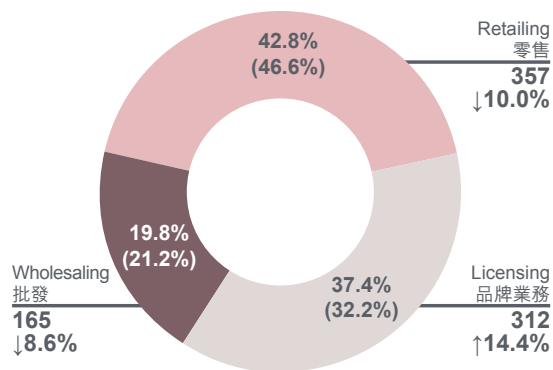
收入（以業務劃分）



Remarks: Comparative figures for 1HFY2019 are shown in brackets

SEGMENT PROFIT BY BUSINESS

分部溢利（以業務劃分）



註：括號內為2019上半年財年數字

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The retail business was the Group's primary source of revenue. Its revenue decreased by 25.3% year-on-year to HK\$4,487,359,000 (2018: HK\$6,007,690,000), accounting for 71.2% (2018: 76.4%) of the Group's total revenue. Due to the high gross margin led by the significant increase in gold price, its segment profit therefore only decreased by 10.0% to HK\$356,816,000 (2018: HK\$396,399,000), accounting for 42.8% (2018: 46.6%) of the total, and its segment profit margin was 8.0% (2018: 6.6%).

Despite the increase in the number of licensed shops, with the drop in the wholesaling of diamond products in Mainland, though impact of which had been partially offset by the satisfactory sales of fixed-price gold products, the Group's wholesale business revenue fell by 6.4% over the corresponding period last year to HK\$1,376,414,000 (2018: HK\$1,470,645,000), accounting for 21.8% (2018: 18.7%) of the Group's total revenue. Its segment profit thus decreased by 8.6% to HK\$164,986,000 (2018: HK\$180,505,000), accounting for 19.7% (2018: 21.2%) of the total. Its segment profit margin was 12.0% (2018: 12.3%).

Licensing income, which accounted for 7.0% (2018: 4.9%) of the Group's total revenue, increased by 15.8% to HK\$441,511,000 (2018: HK\$381,119,000) due to an increase in the number of licensed shops. Its segment profit margin was 70.8% (2018: 71.7%), while its segment profit increased by 14.4% to HK\$312,594,000 (2018: HK\$273,281,000), accounting for 37.5% (2018: 32.2%) of the total.

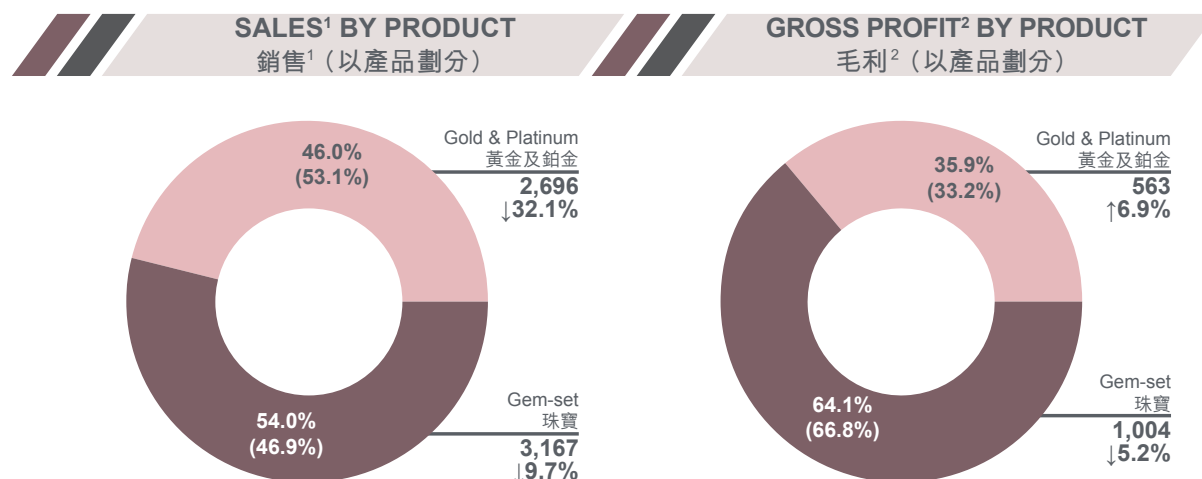
零售業務為本集團主要收入來源，其收入按年減少25.3%至4,487,359,000港元（2018年：6,007,690,000港元），佔本集團總收入71.2%（2018年：76.4%）。由於金價大幅上升令毛利率偏高，其分部溢利因此只減少10.0%至356,816,000港元（2018年：396,399,000港元），佔比為42.8%（2018年：46.6%），其分部溢利率為8.0%（2018年：6.6%）。

雖然品牌店有所增加，但由於內地鑽石產品批發銷售下降，雖定價黃金產品銷情暢旺部份抵消其影響，本集團批發業務收入較去年同期減少6.4%至1,376,414,000港元（2018年：1,470,645,000港元），佔本集團總收入的21.8%（2018年：18.7%）。其分部溢利因此下跌8.6%至164,986,000港元（2018年：180,505,000港元），佔比為19.7%（2018年：21.2%），其分部溢利率為12.0%（2018年：12.3%）。

品牌業務收入因品牌店數目增加，上升15.8%至441,511,000港元（2018年：381,119,000港元），佔本集團總收入的7.0%（2018年：4.9%）。其分部溢利率為70.8%（2018年：71.7%），其分部溢利則增加14.4%至312,594,000港元（2018年：273,281,000元），佔比為37.5%（2018年：32.2%）。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析



¹ Sales = Revenue – Licensing Income

² Gross Profit = Consolidated Gross Profit – Gross Profit of Licensing Income

Remarks: Comparative figures for 1HFY2019 are shown in brackets

¹ 銷售 = 收入 – 品牌業務收入

² 毛利 = 綜合毛利 – 品牌業務收入毛利

註：括號內為2019上半財年數字

With a decreasing demand due to the strong gold price, sales of gold and platinum products substantially decreased by 32.1% to HK\$2,696,411,000 (2018: HK\$3,972,193,000), accounting for 46.0% (2018: 53.1%) of the overall sales (Group revenue minus licensing income). Its gross margin rose by 7.6 p.p. to 20.9% (2018: 13.3%) as a result of the high gold price. Gross profit of gold and platinum products therefore increased by 6.9% to HK\$563,089,000 (2018: HK\$526,511,000), accounting for 35.9% (2018: 33.2%) of the overall gross profit (consolidated gross profit of the Group minus gross profit of licensing income). On the other hand, sales of gem-set jewellery products fell by 9.7% to HK\$3,167,262,000 (2018: HK\$3,506,142,000), accounting for 54.0% (2018: 46.9%) of the overall sales. Gross margin of gem-set jewellery products improved by 1.5 p.p. to 31.7% (2018: 30.2%) because of the high gold price. Its gross profit, as a result, only decreased by 5.2% to HK\$1,003,724,000 (2018: HK\$1,058,505,000), accounting for 64.1% (2018: 66.8%) of the overall gross profit.

黃金及鉑金產品因應金價高企令需求大減，其銷售額大幅減少32.1%至2,696,411,000港元（2018年：3,972,193,000港元），佔整體銷售額（本集團收入減去品牌業務收入）的46.0%（2018年：53.1%）。其毛利率卻因高金價而提升7.6個百分點至20.9%（2018年：13.3%），黃金及鉑金產品毛利因此上升6.9%至563,089,000港元（2018年：526,511,000港元），佔整體毛利（本集團綜合毛利減去品牌業務收入毛利）的35.9%（2018年：33.2%）。另一方面，珠寶首飾產品的銷售額減少9.7%至3,167,262,000港元（2018年：3,506,142,000港元），佔整體銷售額的54.0%（2018年：46.9%）。珠寶首飾產品的毛利率則因金價上揚而提升1.5個百分點至31.7%（2018年：30.2%）。其毛利因此只下跌5.2%至1,003,724,000港元（2018年：1,058,505,000港元），佔整體毛利的64.1%（2018年：66.8%）。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

During the Period under review, the overall SSSG of the Group was -23.8% (2018: +17.7%). SSSG for the Hong Kong and Macau market and that for the Mainland market were -24.9% (2018: +21.4%) and -15.7% (2018: +0.7%) respectively. SSSG for gold and platinum products was -32.3% (2018: +22.3%) and that for gem-set jewellery products was -10.5% (2018: +11.3%).

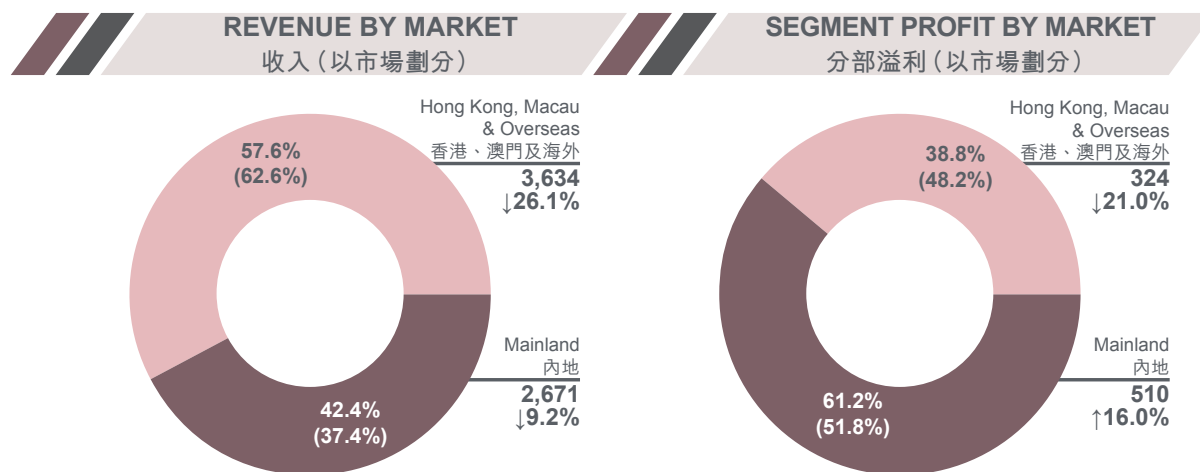
The Group has been striving to diversify its product mix to offer customers more choices. Since 2010, the Group has been engaging in the mid- to high-end watch business. As at 30 September 2019, the Group was the authorised dealer of 14 watch brands, including BALMAIN, CERTINA, COINWATCH, DOXA, ENICAR, HAMILTON, LONGINES, MIDO, OMEGA, RADO, ROMAGO SWISS, TISSOT, BIJOU MONTRE and SEIKO. For the Period under review, the watch business contributed revenue of HK\$60,624,000 (2018: HK\$79,430,000), accounting for 1.0% (2018: 1.0%) of the Group's total revenue with 23.7% decrease when compared with the same period last year.

於回顧期內，本集團整體同店銷售增長為-23.8%（2018年：+17.7%）。香港及澳門市場以及內地市場的同店銷售增長分別為-24.9%（2018年：+21.4%）及-15.7%（2018年：+0.7%）。黃金及鉑金產品的同店銷售增長為-32.3%（2018年：+22.3%），珠寶首飾產品則為-10.5%（2018年：+11.3%）。

本集團一直銳意拓展多元化產品，為顧客提供更多選擇。自2010年起，本集團開展中高檔鐘錶業務，於2019年9月30日，本集團為14個鐘錶品牌的授權經銷商，品牌包括寶曼、雪鐵納、科因沃奇、時度、英納格、漢米爾頓、浪琴、美度、歐米茄、雷達、瑞士雷米格、天梭、寶爵錶及精工錶。於回顧期內，來自鐘錶業務的收入為60,624,000港元（2018年：79,430,000港元），佔本集團總收入1.0%（2018年：1.0%），與去年同期比較下跌23.7%。

BUSINESS REVIEW

業務回顧



Remarks: Comparative figures for 1HFY2019 are shown in brackets

註：括號內為2019上半年財年數字

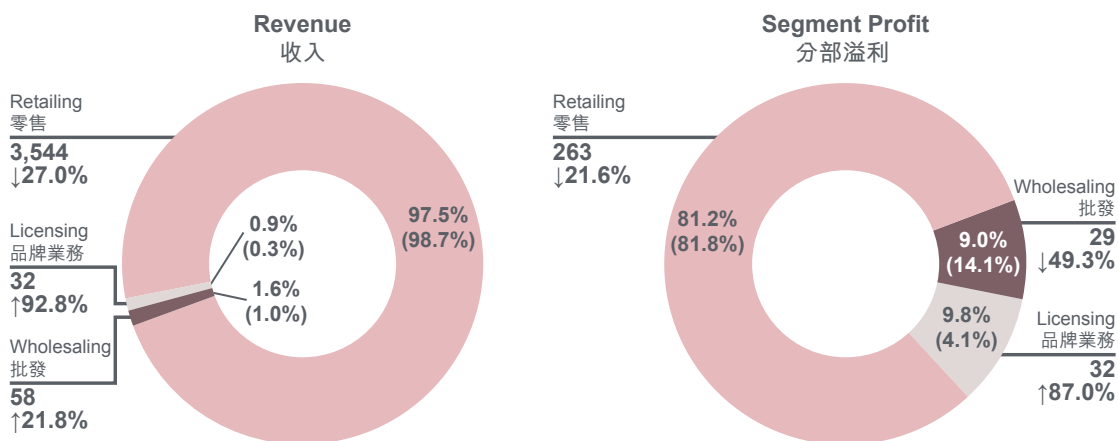
MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

	Segment Profit Margin 分部溢利率	Y-o-Y Changes 按年變化
Hong Kong, Macau and Overseas 香港、澳門及海外	8.9%	+0.6 p.p. 個百分點
Mainland 內地	19.1%	+4.1 p.p. 個百分點
Overall 整體	13.2%	+2.4 p.p. 個百分點

HONG KONG, MACAU AND OVERSEAS

香港、澳門及海外



Remarks: Comparative figures for 1HFY2019 are shown in brackets

註：括號內為2019上半年財年數字

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Segment Profit Margin 分部溢利率		
	Hong Kong, Macau and Overseas 香港、澳門及海外	Y-o-Y Changes 按年變化
Retailing 零售	7.4%	+0.5 p.p. 個百分點
Wholesaling 批發	50.5%	-70.9 p.p. 個百分點
• Adjusted Wholesaling ¹ 經調整批發 ¹	2.9%	-1.9 p.p. 個百分點
Licensing 品牌業務	98.8%	-3.1 p.p. 個百分點
Overall 整體	8.9%	+0.6 p.p. 個百分點

¹ Adjusted Wholesaling Segment Profit Margin = Segment Profit of Wholesale Business ÷ (Revenue of Wholesale Business to External Parties + Inter-Segment Wholesale Revenue of HK\$967M)

¹ 經調整批發分部溢利率 = 批發業務分部溢利 ÷ (對外批發業務收入 + 分部間批發收入967百萬港元)

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Hong Kong, Macau and Overseas

Hong Kong

Consumption expenditure per capita in the Hong Kong and Macau market has been weakening as a result of the high gold price, high base effect, together with substantial decline in the number of visitors to Hong Kong due to the recent on-going social activities. According to the statistics on visitor arrivals to Hong Kong published by the Hong Kong Tourism Board in July 2019, the number of overall visitor arrivals from January to June 2019 increased by 13.9% year-on-year to approximately 34.9 million, while visitors from Mainland increased by 16.4% year-on-year to approximately 27.6 million. However, visitor arrivals from July to September fell notably. The number of overall visitor arrivals in July, August and September were approximately 5.2 million, 3.6 million and 3.1 million respectively, representing a year-on-year decline of 4.8%, 39.1% and 34.2% respectively. The number of visitor arrivals from Mainland in July, August and September were approximately 4.2 million, 2.8 million and 2.4 million respectively, representing a year-on-year decrease of 5.5%, 42.3% and 35.0% respectively. The overall retail atmosphere has been weakening continuously in recent months. According to the statistics on retail sales published by the Census and Statistics Department of the Hong Kong Government in October 2019, the sales value of gem-set jewellery, watches and clocks, and valuable gifts from January to September 2019 decreased by 16.5% over the corresponding period last year. In addition to the weak sales of gold products driven by the high gold price, the Group's retail revenue in the Hong Kong market therefore significantly declined by 31.6% to HK\$2,568,840,000 (2018: HK\$3,757,424,000) during the Period under review. As at 30 September 2019, the Group operated a total of 51 self-operated shops (2018: 50 shops) in Hong Kong.

香港、澳門及海外

香港

香港及澳門市場在高金價、高基數效應及近期持續的社會活動導致訪港旅客人數大幅下滑的情況下，人均消費越見疲弱。根據香港旅遊發展局於2019年7月公佈之訪港旅客統計數據顯示，2019年1月至6月的整體訪港旅客按年增加13.9%至約34.9百萬人次，而內地旅客則按年增加16.4%至約27.6百萬人次。然而，7至9月份的訪港旅客開始大幅下降。7、8及9月的整體訪港旅客數字分別為約5.2百萬、3.6百萬及3.1百萬人次，按同比分別減少4.8%、39.1%及34.2%；而7、8及9月的內地訪港旅客數字分別為約4.2百萬、2.8百萬及2.4百萬人次，按同比分別減少5.5%、42.3%及35.0%。整體零售氣氛近月持續減弱，據香港政府統計處於2019年10月發表的零售業銷貨額統計數字顯示，2019年1月至9月份珠寶首飾、鐘錶及名貴禮物的銷貨價值與去年同比下跌16.5%。加上金價高企令黃金產品銷情低迷，本集團於回顧期內在市場零售收入因此大幅減少31.6%至2,568,840,000港元（2018年：3,757,424,000港元）。於2019年9月30日，本集團在香港經營的店舖為51間自營店（2018年：50間）。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Macau

According to the tourism statistics published by the Statistics and Census Service of the Macau Special Administrative Region in August 2019, the number of overall visitor arrivals to Macau from January to June 2019 increased by 20.6% over last year to approximately 20.3 million, in which Mainland visitors increased by 22.3% to approximately 14.3 million, accounting for 70.6% of the overall visitors. However, total spending of visitors to Macau in January to June 2019 fell by 0.2% year-on-year to approximately MOP16.2 billion. Due to the drop in average selling price of gem-set jewellery products as well as the poor sales of gold products, the Group's revenue generated from the Macau market decreased by 12.5% to HK\$829,959,000 (2018: HK\$948,105,000) during the Period under review. As at 30 September 2019, the Group had a total of 12 self-operated shops (2018: 11 shops) in Macau.

Overseas

Adhering to its motto "Brand of Hong Kong, Sparkling the World", the Group has been seeking new opportunities around the world in recent years. As at 30 September 2019, the Group operated a total of 13 overseas shops (2018: 13 shops), including self-operated shops of 1 in Singapore, 3 in Malaysia, 4 in the United States, 2 in Canada and 1 in Australia, as well as 1 licensed shop in both Cambodia and the Philippines.

澳門

根據澳門特別行政區政府統計暨普查局2019年8月發表的旅遊統計數字，2019年1月至6月期間整體訪澳旅客較去年增加20.6%至約20.3百萬人，其中內地旅客較去年增加22.3%至約14.3百萬人，佔整體旅客70.6%；然而2019年1月至6月期間總旅客消費按年減少0.2%至約162億澳門幣。於回顧期內，由於珠寶首飾產品的平均售價下跌及黃金產品銷情欠佳，本集團來自澳門市場的收入減少12.5%至829,959,000港元（2018年：948,105,000港元）。於2019年9月30日，本集團在澳門共設有12間自營店（2018年：11間）。

海外

秉承著「香港名牌•國際演繹」的宗旨，本集團近年在世界各地不斷尋找機遇。於2019年9月30日，本集團總共經營13間海外店舖（2018年：13間），包括1間位於新加坡、3間位於馬來西亞、4間位於美國、2間位於加拿大和1間位於澳洲的自營店，以及於柬埔寨和菲律賓皆設有1間品牌店。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

During the Period under review, retail revenue from the Hong Kong, Macau and overseas markets decreased by 27.0% to HK\$3,544,238,000 (2018: HK\$4,853,922,000), accounting for 56.2% (2018: 61.8%) of the Group's total revenue. Because of the increase in gross margin driven by the high gold price, its segment profit reduced by 21.6% only to HK\$262,888,000 (2018: HK\$335,443,000), which accounted for 31.5% (2018: 39.5%) of the total. Its segment profit margin was 7.4% (2018: 6.9%). Its wholesale business revenue increased by 21.8% to HK\$57,913,000 (2018: HK\$47,563,000), accounting for 0.9% (2018: 0.6%) of the Group's total revenue. However, because of the drop in product sales with high gross margin and reduction in profit arising from decrease of inter-segment sales, its segment profit decreased by 49.3% to HK\$29,256,000 (2018: HK\$57,727,000), accounting for 3.5% (2018: 6.8%) of the total. Its segment profit margin thus declined significantly to 50.5% (2018: 121.4%). As the segment profit of wholesale business included the profit of inter-segment sales to self-operated shops, if including inter-segment sales in the denominator, the segment profit margin would be 2.9% (2018: 4.8%). Apart from that, benefiting from the increase in designated supplier consultancy services revenue as a result of the increase in the number of licensed shops, Hong Kong licensing income increased by 92.8% to HK\$32,179,000 (2018: HK\$16,691,000), accounting for 0.5% (2018: 0.2%) of the Group's total revenue. Its segment profit increased by 87.0% to HK\$31,797,000 (2018: HK\$17,005,000), accounting for 3.8% (2018: 2.0%) of the total, and resulting in its segment profit margin of 98.8% (2018: 101.9%).

Overall speaking, revenue from the Hong Kong, Macau and overseas markets decreased by 26.1% to HK\$3,634,330,000 (2018: HK\$4,918,176,000) during the Period under review, accounting for 57.6% (2018: 62.6%) of the Group's total revenue. Its segment profit decreased by 21.0% to HK\$323,941,000 (2018: HK\$410,175,000), accounting for 38.8% (2018: 48.2%) of the total, while its segment profit margin was 8.9% (2018: 8.3%).

於回顧期內，香港、澳門及海外市場的零售收入下跌27.0%至3,544,238,000港元（2018年：4,853,922,000港元），佔集團整體收入的56.2%（2018年：61.8%）。其分部溢利則因金價高企令其毛利率上升而只下跌21.6%，達262,888,000港元（2018年：335,443,000港元），佔整體的31.5%（2018年：39.5%），其分部溢利率為7.4%（2018年：6.9%）。其批發業務收入則上升21.8%至57,913,000港元（2018年：47,563,000港元），佔集團整體收入的0.9%（2018年：0.6%）。不過，高毛利率產品銷售下跌及分部間銷售利潤因銷售減少而下滑，令其分部溢利下跌49.3%至29,256,000港元（2018年：57,727,000港元），佔整體的3.5%（2018年：6.8%），其分部溢利率因而大幅下降至50.5%（2018年：121.4%）。由於批發業務的分部溢利包含分部間銷售至自營店的利潤，倘分母計入分部間銷售，分部溢利率會是2.9%（2018年：4.8%）。除此以外，受惠於品牌店的增加，指定供應商顧問服務收入亦相應增加，香港品牌業務收入因此上升92.8%，達32,179,000港元（2018年：16,691,000港元），佔集團整體收入的0.5%（2018年：0.2%），其分部溢利為31,797,000港元（2018年：17,005,000港元），上升87.0%，佔整體的3.8%（2018年：2.0%），其分部溢利率為98.8%（2018年：101.9%）。

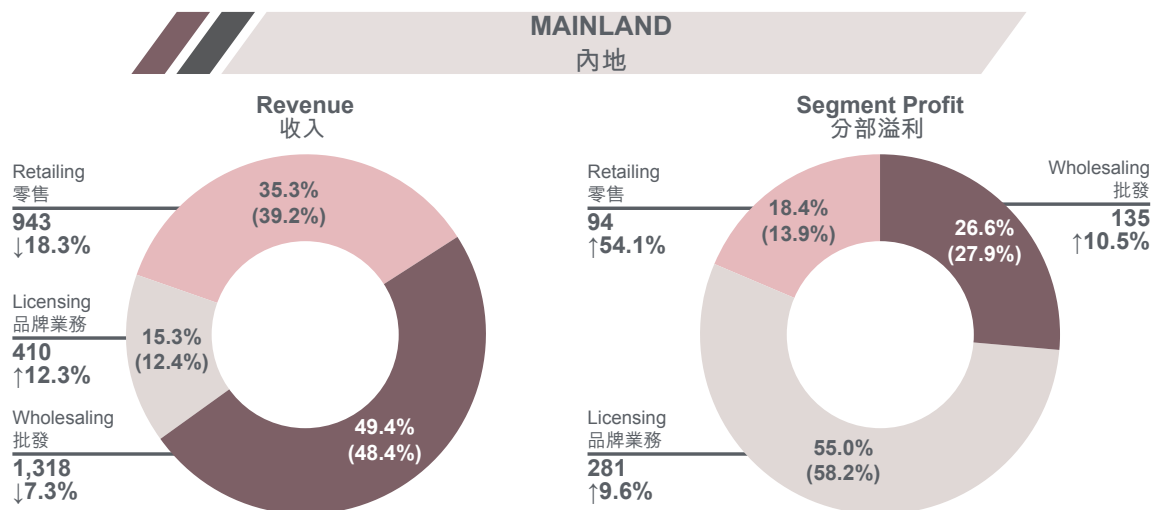
總體而言，於回顧年度內，香港、澳門及海外市場的收入下降26.1%至3,634,330,000港元（2018年：4,918,176,000港元），佔本集團整體收入57.6%（2018年：62.6%），其分部溢利則下跌21.0%至323,941,000港元（2018年：410,175,000港元），佔整體的38.8%（2018年：48.2%），其分部溢利率為8.9%（2018年：8.3%）。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The SSSG for gold and platinum products in the Hong Kong, Macau and overseas markets was -33.9% (2018: +27.8%), while that for gem-set jewellery products was -9.8% (2018: +10.7%).

香港、澳門及海外市場的黃金及鉑金產品之同店銷售增長為-33.9% (2018年: +27.8%)，珠寶首飾產品則為-9.8% (2018年: +10.7%)。



Remarks: Comparative figures for 1HFY2019 are shown in brackets

註：括號內為2019上半年財年數字

Segment Profit Margin 分部溢利率		
	Mainland 內地	Y-o-Y Changes 按年變化
Retailing 零售	10.0%	+4.7 p.p. 個百分點
Wholesaling 批發	10.3%	+1.7 p.p. 個百分點
• Adjusted Wholesaling ¹ 經調整批發 ¹	8.2%	+1.4 p.p. 個百分點
Licensing 品牌業務	68.6%	-1.7 p.p. 個百分點
Overall 整體	19.1%	+4.1 p.p. 個百分點

¹ Adjusted Wholesaling Segment Profit Margin = Segment Profit of Wholesale Business ÷ (Revenue of Wholesale Business to External Parties + Inter-Segment Wholesale Revenue of HK\$330M)

¹ 經調整批發分部溢利率 = 批發業務分部溢利 ÷ (對外批發業務收入 + 分部間批發收入330百萬港元)

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Mainland

During the Period under review, with the high gold price and continuing impact of the US-China trade war on macro-economic conditions, retail revenue from the Mainland market declined by 18.3% to HK\$943,121,000 (2018: HK\$1,153,768,000), accounting for 15.0% (2018: 14.7%) of the Group's total revenue. Its segment profit, contributed by a rise in gross margin due to the high gold price and higher gem-set jewellery product sales mix, increased by 54.1% to HK\$93,928,000 (2018: HK\$60,956,000), accounting for 11.3% (2018: 7.2%) of the total. Its segment profit margin was 10.0% (2018: 5.3%). The SSSG for gold and platinum products in Mainland was -17.3% (2018: -4.8%) and that for gem-set jewellery products was -12.2% (2018: +14.1%).

Because of the unsatisfactory sales of diamond products, though impact of which had been partially offset by the satisfactory sales of fixed-price gold products, revenue of the wholesale business in the Mainland market declined by 7.3% to HK\$1,318,501,000 (2018: HK\$1,423,082,000), which accounted for 20.9% (2018: 18.1%) of the Group's total revenue. Due to the increased gross margin contributed by the high gold price, its segment profit increased by 10.5% to HK\$135,730,000 (2018: HK\$122,778,000), accounting for 16.3% (2018: 14.4%) of the total. Its segment profit margin was 10.3% (2018: 8.6%). As the segment profit of wholesale business included the profit of inter-segment sales to self-operated shops, if including inter-segment sales in the denominator, the segment profit margin of wholesale business would be 8.2% (2018: 6.8%).

Due to an increase in the number of licensed shops, licensing income in Mainland increased by 12.3% to HK\$409,332,000 (2018: HK\$364,428,000), accounting for 6.5% (2018: 4.6%) of the Group's total revenue. Its segment profit rose by 9.6% to HK\$280,797,000 (2018: HK\$256,276,000), accounting for 33.7% (2018: 30.2%) of the total, and its segment profit margin was 68.6% (2018: 70.3%).

內地

於回顧期內，內地市場的零售收入在金價高企及中美貿易戰持續影響宏觀經濟的情況下減少18.3%至943,121,000港元（2018年：1,153,768,000港元），佔集團整體收入的15.0%（2018年：14.7%）。其分部溢利則因高金價及較高珠寶首飾產品銷售佔比令毛利率大幅提升而增加54.1%至93,928,000港元（2018年：60,956,000港元），佔整體的11.3%（2018年：7.2%）。其分部溢利率為10.0%（2018年：5.3%）。內地黃金及鉑金產品之同店銷售增長為-17.3%（2018年：-4.8%），珠寶首飾產品則為-12.2%（2018年：+14.1%）。

內地市場批發業務因鑽石產品銷售欠佳，雖定價黃金產品銷情暢旺部份抵消其影響，其收入下跌7.3%至1,318,501,000港元（2018年：1,423,082,000港元），佔集團整體收入的20.9%（2018年：18.1%）。其分部溢利則因金價高企令其毛利率提高而上升10.5%至135,730,000港元（2018年：122,778,000港元），佔整體的16.3%（2018年：14.4%）。其分部溢利率為10.3%（2018年：8.6%）。由於批發業務的分部溢利包含分部間銷售至自營店的利潤，倘分母計入分部間銷售，批發業務分部溢利率將為8.2%（2018年：6.8%）。

內地品牌業務之收入因品牌店數目增加而上升12.3%至409,332,000港元（2018年：364,428,000港元），佔集團整體收入的6.5%（2018年：4.6%）。其分部溢利為280,797,000港元（2018年：256,276,000港元），升幅為9.6%，佔整體的33.7%（2018年：30.2%）。其分部溢利率為68.6%（2018年：70.3%）。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Mainland distribution network

內地分銷網絡

Shop number of different brands 各品牌店舖數目		30 September 2019 2019年 9月30日	31 March 2019 2019年 3月31日	Changes 變動
Lukfook 六福	Self-operated 自營店	136	141	-5
	Licensed 品牌店	1,745	1,614	+131
	Sub-total 小計	1,881	1,755	+126
Goldstyle	Self-operated 自營店	1	0	+1
	Licensed 品牌店	5	0	+5
	Sub-total 小計	6	0	+6
Dear Q	Self-operated 自營店	3	0	+3
3D-GOLD 金至尊	Self-operated 自營店	4	5	-1
Total 總數	Self-operated 自營店	144	146	-2
	Licensed 品牌店	1,750	1,614	+136
	Total 總數	1,894	1,760	+134

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

With the adoption of a multi-brand strategy starting from this financial year, the Group has developed the popular product collections of “Goldstyle” and “Dear Q” into independent brands since May 2019. During the Period under review, the Group opened a total of 6 “Goldstyle” and 3 “Dear Q” individual shops in Mainland. As at 30 September 2019, the Group had a total of 1,881 shops (2018: 1,651 shops) under the “Lukfook” brand name in Mainland, including 136 self-operated shops (2018: 151 shops) and 1,745 licensed shops (2018: 1,500 shops). During the Period under review, the Group reported a net increase of 131 Lukfook licensed shops (2018: 96 shops) and net reduction of 5 self-operated shops (2018: net reduction of 6 shops) in Mainland. Moreover, the Group also operated 4 “3D-GOLD” self-operated shops (2018: 5 shops) in Mainland.

During the Period under review, the overall same store sales of Lukfook licensed shops in Mainland recorded a 6.2% drop (2018: +7.0%). That for gold and platinum products and gem-set jewellery products recorded a 12.1% drop (2018: +2.3%) and a 4.4% growth (2018: +16.7%) respectively.

本集團於本財年開始採納多品牌策略，於2019年5月起，將熱門產品系列「Goldstyle」、「Dear Q」發展成獨立品牌。於回顧期間，本集團在內地共開設了6間「Goldstyle」及3間「Dear Q」獨立店舖。於2019年9月30日，本集團在內地以「六福」品牌經營的店舖總數達1,881間（2018年：1,651間），包括136間自營店（2018年：151間）及1,745間品牌店（2018年：1,500間）。於回顧期內，本集團於內地淨增設了131間六福品牌店（2018年：96間），自營店數目則淨減少5間（2018年：淨減少6間）。另外，本集團在內地亦經營4間「金至尊」自營店（2018年：5間）。

於回顧期內，內地品牌店整體同店銷售錄得6.2%跌幅（2018年：+7.0%）。其中黃金及鉑金產品，以及珠寶首飾產品分別錄得12.1%跌幅（2018年：+2.3%）及4.4%升幅（2018年：+16.7%）。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

1HFY2020 MAINLAND CHINA E-COMMERCE BUSINESS PERFORMANCE 2020上半年財年中國內地電子商務業務表現

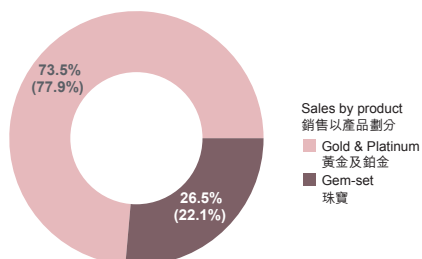
Revenue
收入
+16.1% Y-o-Y Changes 按年變化

**Contribution to Mainland
Retail Revenue***
佔內地零售收入*
31.3% (1HFY2019上半財年: 22.0%)

**Contribution to Group's
Retail Revenue***
佔集團零售收入*
6.6% (1HFY2019上半財年: 4.2%)

Average Selling Price
平均售價
(value-added tax (VAT) included 包含增值稅)
RMB1,300人民幣 (+8.3% Y-o-Y Changes 按年
變化)

FY2020 Revenue Growth Target
2020財年收入增長目標
20%



* Sales of self-operated shops and e-commerce business
自營店及電子商務銷售額

Remarks: Comparative figures for 1HFY2019 are shown in brackets
註: 括號內為2019上半年財年數字

Revenue of e-commerce business from Mainland increased by 16.1% to HK\$295,031,000 (2018: HK\$254,191,000) during the Period under review, accounting for 31.3% (2018: 22.0%) of the retail revenue in Mainland. Sales of gold and platinum products accounted for 73.5% (2018: 77.9%) of its sales mix while sales of gem-set jewellery products accounted for 26.5% (2018: 22.1%).

內地電子商務業務之收入於回顧期內上升16.1%至295,031,000港元(2018年: 254,191,000港元), 佔內地零售收入的31.3%(2018年: 22.0%)。黃金及鉑金產品的銷售佔比為73.5%(2018年: 77.9%), 而珠寶首飾則佔比26.5%(2018年: 22.1%)。

Overall speaking, during the Period under review, revenue from the Mainland market decreased by 9.2% to HK\$2,670,954,000 (2018: HK\$2,941,278,000), accounting for 42.4% (2018: 37.4%) of the Group's total revenue. Its segment profit increased by 16.0% to HK\$510,455,000 (2018: HK\$440,010,000), accounting for 61.2% (2018: 51.8%) of the total; and its segment profit margin was 19.1% (2018: 15.0%).

整體而言, 於回顧期內, 來自內地市場的收入減少9.2%至2,670,954,000港元(2018年: 2,941,278,000港元), 佔本集團總收入42.4%(2018年: 37.4%)。其分部溢利則增加16.0%至510,455,000港元(2018年: 440,010,000港元), 佔整體的61.2%(2018年: 51.8%), 其分部溢利率為19.1%(2018年: 15.0%)。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Financial Impact in relation to Investments and Operating Activities in HKRH & Its Subsidiaries

於香港資源控股及其附屬公司的投資及營運活動之財務影響

HK\$M 百萬港元	Profit / (Loss) 盈利 / (虧損)		
	1HFY2020 2020上半年財年	1HFY2019 2019上半年財年	Y-o-Y Changes 按年變化
50% Share of Profit/(Loss) of Associate 聯營公司50%盈利 / (虧損) 貢獻	(19)	(7)	(12)
Valuation Gain on Convertible Bond 可換股債券估值得益	1	3	(2)
Impairment Loss on Amount Due from HKRH 應收香港資源控股賬項減值虧損	(57)	-	(57)
Wholesale Gross Profit 批發毛利	-	1	(1)
Interest Income on Working Capital Loan 流動資金貸款利息收入	1	2	(1)
Interest on Convertible Bond 可換股債券利息	1	1	-
Total 整體	(73)	-	(73)

Contributed by the deterioration in macro-economic conditions and an impairment loss of HK\$57,080,000 as a result of HKRH's failure to redeem the convertible bond issued to the Group on the maturity date, the loss of investments and operation activities in HKRH and its subsidiaries widened to approximately HK\$73 million (2018: Nil) during the Period under the review. The Group has filed winding-up petitions against HKRH for the recovery of the debt amount together with relevant interest.

於香港資源控股及其附屬公司的投資及營運活動的虧損於回顧期內因宏觀經濟狀況轉差及香港資源控股未能於到期日償還其所欠本集團的可換股債券而計提減值虧損57,080,000港元而擴大至約73百萬港元(2018年:無)。本集團已對香港資源控股提出清盤呈請,以便收回欠款及相關利息。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

FINANCIAL REVIEW

Liquidity and Financial Resources

As at 30 September 2019, the Group's cash and bank balances amounted to approximately HK\$2,504,000,000 (31 March 2019: approximately HK\$2,087,000,000). Net cash was approximately HK\$763,000,000 (31 March 2019: net borrowing of approximately HK\$219,000,000). The debt-to-equity ratio was 39.0% (31 March 2019: 36.7%), being the ratio of total liabilities of approximately HK\$4,025,000,000 (31 March 2019: approximately HK\$3,861,000,000) against total shareholders' equity of approximately HK\$10,308,000,000 (31 March 2019: approximately HK\$10,517,000,000). As at 30 September 2019, the Group's banking facilities amounted to approximately HK\$4.26 billion (31 March 2019: approximately HK\$4.01 billion), of which approximately HK\$1.76 billion (31 March 2019: approximately HK\$2.33 billion) has been utilised. The Group's income and expenditure streams are mainly denominated in Hong Kong dollars.

財務回顧

流動資金及財務資源

於2019年9月30日，本集團的現金及銀行結餘約為2,504,000,000港元（2019年3月31日：約2,087,000,000港元）。淨現金約為763,000,000港元（2019年3月31日：淨貸款約219,000,000港元），負債權益比率為39.0%（2019年3月31日：36.7%），此乃按總負債約4,025,000,000港元（2019年3月31日：約3,861,000,000港元）相對股東權益總額約10,308,000,000港元（2019年3月31日：約10,517,000,000港元）之比例計算。於2019年9月30日，本集團的銀行信貸額度約為42.6億港元（2019年3月31日：約40.1億港元），當中約17.6億港元（2019年3月31日：約23.3億港元）經已動用。本集團之收支項目主要以港元列值。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Inventory

存貨

INVENTORY TURNOVER DAYS BY PRODUCT

存貨周轉日數 (以產品劃分)

	1HFY2020 2020上半財年	1HFY2019 2019上半財年	FY2019 2019財年
Gold 黃金	258	157	171
Gem-set 珠寶	476	400	397
Overall 整體	371	261	273

As at 30 September 2019, the Group's inventory decreased by 13.0% to approximately HK\$8,114,000,000 (31 March 2019: approximately HK\$9,322,000,000). The average inventory turnover days were 371 days (31 March 2019: 273 days) with the average inventory turnover days of gold products being 258 days (31 March 2019: 171 days) and that of gem-set jewellery products being 476 days (31 March 2019: 397 days).

於2019年9月30日，本集團的存貨減少13.0%至約8,114,000,000港元（2019年3月31日：約9,322,000,000港元），而平均存貨周轉日數為371日（2019年3月31日：273日），其中黃金產品之平均存貨周轉日數為258日（2019年3月31日：171日），珠寶首飾產品之存貨周轉日數則為476日（2019年3月31日：397日）。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Capital Expenditure

During the Period under review, the Group's capital expenditures amounted to approximately HK\$271,000,000 (31 March 2019: approximately HK\$934,000,000), including the costs of properties, leasehold lands, land use rights, leasehold improvements, furniture, fixtures and equipment.

Capital Commitments

As at 30 September 2019, the Group's total capital commitments amounted to approximately HK\$21,000,000 (31 March 2019: approximately HK\$18,000,000).

Contingent Liabilities

As at 30 September 2019, the Group had outstanding financial guarantees amounting to approximately HK\$1,075,000,000 (31 March 2019: approximately HK\$1,075,000,000) issued in favour of several banks in respect of banking facilities granted to an associate.

Human Capital Policy

As at 30 September 2019, the number of employees of the Group was approximately 7,100 (31 March 2019: approximately 7,600). The management reviews and examines the remuneration policies on a regular basis to ensure that fair rewards and compensation are provided to our employees. Remuneration packages are determined with reference to comparable market rates while bonuses and other rewards are linked to the performances of the Group and the employees. This policy aims to motivate employees with monetary incentives to work together to enhance the Group's business performance.

資本開支

於回顧期內，本集團資本開支約為271,000,000港元（2019年3月31日：約934,000,000港元），包括物業、租賃土地、土地使用權、租賃物業裝修、傢俬、裝置及設備成本。

資本承擔

於2019年9月30日，本集團的資本承擔總額約為21,000,000港元（2019年3月31日：約18,000,000港元）。

或然負債

於2019年9月30日，本集團向數間銀行出具有關向一家聯營公司授予銀行融資之未償還財務擔保額約為1,075,000,000港元（2019年3月31日：約1,075,000,000港元）。

人力資本政策

於2019年9月30日，本集團的員工人數約為7,100人（2019年3月31日：約7,600人）。管理層定期檢討及審核薪酬政策，以確保為員工提供公平報酬及補償。薪酬待遇乃經考慮相近市場水平後釐定，而花紅及其他獎賞則與本集團及僱員表現掛鉤。此政策旨在以金錢獎賞，鼓勵員工協力達成提升本集團業務表現的目標。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

BRANDING

In order to consistently align with the branding theme of “Love is Beauty”, the Group has been building a welcoming and warm-hearted brand image, strengthening customers’ emotional attachment to the brand, and striving to become a globally recognised jewellery brand through outstanding marketing campaigns and excellent customer service programmes. Targeting the mid- to high-end markets, the Group has adopted comprehensive marketing strategies, and launched diversified product offerings with exquisite designs, and provided meticulous services to seize the business opportunities in the middle-class, wedding and kids markets.

The Group capitalised on different promotional channels to further enhance its brand awareness. The Group also captured the rapid growth of online marketing by placing advertisements on major social media platforms and search engines. Moreover, the Group has continued to be appointed as the official partner for Tencent’s famous online mobile game “King Pro League” Spring Season Champion Ring, and created the champion medal for the first ever “Honour of Kings 2019 World Champion Cup”, with a view to increase brand exposure. As for the anniversary promotions this year, apart from establishing “91 Golden Fantasyland” pop-up store, the Group also held the “On-screen Bomber Challenge” on the popular social media platform Xiaohongshu, which recorded a total of over 11 million click rates, so as to raise Lukfook’s brand awareness among young consumers. The Group also sponsored medals for marathons in various regions to reach out to the middle-class customers. Furthermore, the Group participated in wedding expos and a series of promotional activities to seize the business opportunities in the wedding market. The Group also actively adopted multi-brand strategy in which “Dear Q” and “Goldstyle” stores have been opened to cater for different tastes of customers.

The Group’s tireless efforts in escalating brand influence and spreading brand value have been recognised with numerous awards from the industry and market for its outstanding achievements in branding, corporate governance, customer service, community welfare and environmental protection.

品牌策略

為持之以恆地貫徹「愛很美」的品牌推廣主題，本集團一直透過出色的市場推廣及卓越的顧客服務計劃，建立殷切親和的品牌形象，加強顧客對品牌的情意連繫，盡心竭力成為全球認知的珠寶品牌。針對中高端消費市場，本集團採取全面的市場推廣策略，配合設計精湛、多元化的產品組合及細緻周到的服務，以抓緊中產、婚嫁和親子市場帶來的發展機遇。

為進一步提升品牌知名度，本集團使用了各種宣傳渠道，更抓緊網上推廣快速增長的趨勢，於各大社交平台及搜尋網站投放廣告。另外，為增加品牌曝光率，本集團繼續成為騰訊旗下著名手機遊戲競技賽事「KPL王者榮耀職業聯賽」春季賽冠軍指環之指定合作夥伴，更為首屆「王者榮耀2019年世界冠軍杯」打造總冠軍獎牌。而本年度周年慶推廣活動除了打造「91淘金樂園」快閃店，更於現今流行的社交平台—小紅書舉行「黃金霸屏戰」，藉以加強年輕消費群對六福品牌的認識，比賽總點擊率超過一千一百萬。為擴大中產客戶群，本集團贊助各地馬拉松獎牌，更透過參與婚慶博覽會等一系列推廣活動，把握婚嫁市場的商機。本集團亦積極採用多品牌策略，開設「Dear Q」及「Goldstyle」專賣店，以迎合消費者不同的口味。

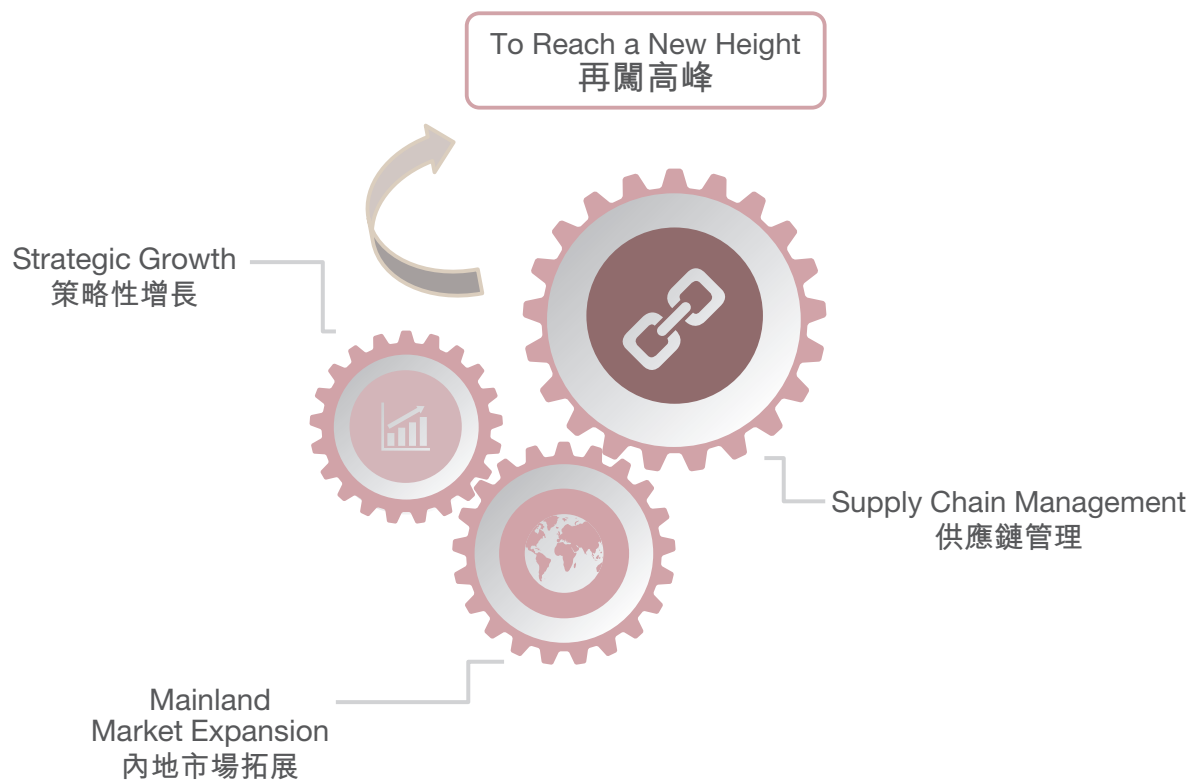
本集團在提升品牌影響力和傳播品牌價值方面努力不懈，獲得業界及市場認同，於品牌形象、企業管理、顧客服務、公益及環境保護等各方面屢獲殊榮，肯定了本集團的卓越成就。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

OUTLOOK

前景



MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

During the Period under review, the same store sales in the Hong Kong and Macau market of the Group declined significantly as a result of the high base effect, strong gold price, and the continuing impact of social incidents in Hong Kong and US-China trade war, while the same store sales in the Mainland market also dropped because of the high gold price and the impact of the US-China trade war. From October to the first three weeks of November this year, with a relatively low base, Macau market resumed the growth track attributable to an increase in gold sales. The same store sales of both self-operated shops and licensed shops in the Mainland market saw a progressive narrowing decline as well. However, the same-store sales drop in the Hong Kong market did not improve. Therefore, the downside risk of the Group's business will continue into the second half of the financial year. The Group thus expects a double-digit drop in terms of annual revenue and profit in this financial year. The Group will reduce the number of shops in areas which are considerably impacted by the social incidents in Hong Kong, and search for opportunities for opening new shops in Macau market and expects to have 3 net shop additions in Hong Kong and Macau market. The Group will also actively seek expansion opportunities in overseas and Mainland market, targeting to achieve a net addition of 3 shops in overseas market and a net addition of not less than 200 shops in Mainland market for the full year. In view of the anticipated considerable growth of the middle-class population in Mainland, the Group remains optimistic about the mid- to long-term business prospects, and looks forward to bringing its business to a new height in the near future.

於回顧期內，本集團受高基數效應、金價高企、香港社會事件及中美貿易戰的持續影響下，香港及澳門市場之同店銷售大幅下滑，而內地市場之同店銷售亦因金價高企及中美貿易戰的影響而下跌。本年10月至11月首三週在基數較低情況下，澳門市場因黃金銷售重見升幅而重拾升軌，內地市場自營店及品牌店的同店銷售跌幅亦漸見收窄，惟香港市場同店銷售下跌情況未見改善。因此，本集團業務的下行風險將會延續至下半財年，本集團因而預期本財年的全年收入和盈利將會有雙位數字跌幅。本集團未來會於香港市場受社會事件影響較嚴重區域減少店舖，並於澳門尋找增加店舖的機遇，預期全年港澳市場淨增長3間店舖，並將更積極發展海外及內地市場，預期海外市場店舖全年淨增長約3間，而內地市場店舖的全年淨增長將不少於200間。在內地中產人口增長良好的預期下，本集團對於中長線業務前景仍感樂觀，希望能在不久之將來，令集團業務可更上層樓，再闖高峰。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析



In order to further enhance its competitive edge, the Group will focus on strengthening supply chain management through various means. The Group will try its best endeavour to identify right products, set right prices and offer products to market at the right time by implementing higher level of automation and big data management; improving factory productivity; shortening inventory turnover period; establishing strategic partnership with suppliers; streamlining logistics on distribution and intensifying support to licensees, with a hope that all these would help to promote business development and strengthen operational efficiency.

為進一步提升本集團的競爭優勢，本集團將側重於採取多種措施鞏固供應鏈管理。本集團將盡其所能透過實施更高水平自動化及大數據管理、優化廠房生產力、縮短存貨週期、與供應商建立戰略合作夥伴關係、精簡分銷流程和加強對品牌商支持以助找出適當產品，釐定適當價格，並於適當時間向市場供貨，期望藉此可促進業務發展及加強營運效率。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

As Mainland remains to be a market with promising growth potential in the mid- to long-term, the Group will continue to focus on business expansion in Mainland and strive to promote multi-brand strategy. Apart from further shop expansion in Mainland, the Group is also committed to further developing its e-commerce business and strengthening cooperation with e-commerce platforms in Mainland, aiming to grow e-commerce revenue by 20%. In light of the enormous spending potential of young consumers on online sales platforms, the Group will step up its efforts to promote the sales of affordable luxury jewellery products to expand its footprint in the young consumer market.

INTERIM DIVIDEND

The Board has resolved to declare an interim dividend of HK\$0.50 per ordinary share (2018: HK\$0.55 per share) for the six months ended 30 September 2019, to shareholders whose names appear on the register of members of the Company as at 13 December 2019. The interim dividend will be paid on or around 24 December 2019.

由於中長線來說，內地仍為深厚增長潛力所在，本集團仍會專注於內地擴展業務，並致力推行多品牌策略。除了積極在內地增加店舖外，本集團亦會銳意在內地繼續發展電子商務業務，加強與電商的合作，以提升電商收入20%為目標。有見年輕消費者於網上銷售平台的消費有著無限潛力，本集團將繼續致力推動輕奢系列珠寶首飾之銷售，以拓展年輕消費者市場。

中期股息

董事會已議決就截至2019年9月30日止六個月，向於2019年12月13日名列本公司股東名冊之股東，宣派中期股息每股普通股0.50港元（2018年：每股0.55港元），中期股息將於2019年12月24日或前後支付。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SECURITIES

As at 30 September 2019, save as disclosed below, none of the directors and chief executive of the Company had interests and short positions in the shares, underlying shares and debentures of the Company or any associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which (a) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (b) were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 to the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), to be notified to the Company and the Stock Exchange:

董事及最高行政人員於證券之權益及淡倉

於2019年9月30日，除下文披露者外，本公司董事及最高行政人員概無於本公司或任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債券中，擁有(a)根據證券及期貨條例第352條規定須記錄於該條所述之登記冊；或(b)根據香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄10所載《上市發行人董事進行證券交易的標準守則》（「標準守則」）須知會本公司及聯交所之權益及淡倉：

Long positions in shares and underlying shares of the Company: 本公司股份及相關股份之好倉：

Name of Director 董事姓名	Number of Ordinary Shares 普通股數目				Total Interest 權益總額	% of Shares 佔股份百分比
	Beneficial Owner 實益擁有人	Spouse 配偶	Controlled Corporation 受控制法團	Beneficiary of Trust 信託受益人		
Mr. WONG Wai Sheung 黃偉常先生	7,044,561	454,000 note (a) 附註(a)	240,868,176 note (b) 附註(b)	1,511,050 note (d) 附註(d)	249,877,787 (L)	42.56%
Mr. TSE Moon Chuen 謝滿全先生	433,344		240,868,176 note (c) 附註(c)		241,301,520 (L)	41.10%
Ms. WONG Lan Sze, Nancy 黃蘭詩女士	522,000			1,511,050 note (d) 附註(d)	2,033,050 (L)	0.35%
Dr. CHAN So Kuen 陳素娟博士	120,000	5,000 note (e) 附註(e)			125,000 (L)	0.02%
Ms. CHUNG Vai Ping 鍾惠冰女士	267,865				267,865 (L)	0.05%

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

Name of Director 董事姓名	Number of Ordinary Shares 普通股數目			Beneficiary of Trust 信託受益人	Total Interest 權益總額	% of Shares 佔股份百分比
	Beneficial Owner 實益擁有人	Spouse 配偶	Controlled Corporation 受控制法團			
Mr. WONG Ho Lung, Danny 黃浩龍先生	360,000			1,511,050 note (d) 附註(d)	1,871,050 (L)	0.32%
Mr. LI Hon Hung 李漢雄先生	837,437	70,000 note (f) 附註(f)			907,437 (L)	0.15%

(L) Long position 好倉

Note (a)

附註(a)

Mr. WONG Wai Sheung's spouse, Ms. LUK Chui Yee, held 454,000 shares of the Company.

黃偉常先生之配偶陸翠兒女士持有454,000股本公司股份。

Note (b)

附註(b)

Mr. WONG Wai Sheung was a discretionary beneficiary of the WONG's Family Trust (the "Trust"). The Trust was the beneficial owner of the entire issued share capital of Kwai Kee Cheung Jewellery & Goldsmith Company Limited which controlled over one-third of the voting power of Luk Fook (Control) Limited. Accordingly, Mr. WONG Wai Sheung, together with others, collectively controlled (directly or indirectly) over one-half of the voting power of Luk Fook (Control) Limited and was deemed to be interested in 234,185,672 shares held by Luk Fook (Control) Limited in the Company.

黃偉常先生為黃氏家族信託(「信託」)之全權受益人。該信託為桂記祥珠寶金行有限公司全部已發行股本之實益擁有人，控制六福(控股)有限公司超過三分之一投票權。因此，黃偉常先生連同其他人士共同(直接或間接地)控制六福(控股)有限公司超過一半投票權，並被視為於六福(控股)有限公司持有之234,185,672股本公司股份中擁有權益。

In addition, the directors of Dragon King Investment Ltd. are accustomed to act in accordance with the directions of Mr. WONG Wai Sheung and the others, and thus Mr. WONG Wai Sheung was deemed to be interested in 6,682,504 shares held by Dragon King Investment Ltd. in the Company. Mr. WONG Wai Sheung, together with others, collectively controlled (directly or indirectly) over 30% of the voting power of Dragon King Investment Ltd..

此外，龍寶投資有限公司的董事慣於根據黃偉常先生及其他人士的指令行事，因此黃偉常先生被視為於龍寶投資有限公司持有的6,682,504股本公司股份中擁有權益。黃偉常先生連同其他人士共同(直接或間接地)控制龍寶投資有限公司超過30%投票權。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

Note (c)

Mr. TSE Moon Chuen, together with others, collectively controlled (directly or indirectly) over one-half of the voting power of Luk Fook (Control) Limited. Accordingly, Mr. TSE Moon Chuen was deemed to be interested in 234,185,672 shares held by Luk Fook (Control) Limited in the Company.

In addition, the directors of Dragon King Investment Ltd. are accustomed to act in accordance with the directions of Mr. TSE Moon Chuen and the others, and thus Mr. TSE Moon Chuen was deemed to be interested in 6,682,504 shares held by Dragon King Investment Ltd. in the Company. Mr. TSE Moon Chuen, together with others, collectively controlled (directly or indirectly) over 30% of the voting power of Dragon King Investment Ltd..

Note (d)

Mr. WONG Wai Sheung, Ms. LUK Chui Yee, Ms. WONG Lan Sze, Nancy and Mr. WONG Ho Lung, Danny, were discretionary beneficiaries of the Trust. The Trust was the beneficial owner of the entire issued share capital of Kwai Kee Cheung Jewellery & Goldsmith Company Limited which in turn was the beneficial owner of 1,511,050 shares of the Company.

Note (e)

Dr. CHAN So Kuen's spouse, Mr. LO Kwing Chi, held 5,000 shares of the Company.

Note (f)

Mr. LI Hon Hung's spouse, Ms. Irene Li, held 70,000 shares of the Company.

附註(c)

謝滿全先生連同其他人士共同（直接或間接地）控制六福（控股）有限公司超過一半投票權。因此，謝滿全先生被視為於六福（控股）有限公司持有之234,185,672股本公司股份中擁有權益。

此外，龍寶投資有限公司的董事慣於根據謝滿全先生及其他人士的指令行事，因此謝滿全先生被視為於龍寶投資有限公司持有的6,682,504股本公司股份中擁有權益。謝滿全先生連同其他人士共同（直接或間接地）控制龍寶投資有限公司超過30%投票權。

附註(d)

黃偉常先生、陸翠兒女士、黃蘭詩女士及黃浩龍先生為信託之全權受益人。該信託為桂記祥珠寶金行有限公司全部已發行股本之實益擁有人，而該公司則為1,511,050股本公司股份之實益擁有人。

附註(e)

陳素娟博士之配偶盧炯志先生持有5,000股本公司股份。

附註(f)

李漢雄先生之配偶李陳雅玲女士持有70,000股本公司股份。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARES

So far as is known to the directors and chief executive of the Company, as at 30 September 2019, save as disclosed below, no person, other than a director or chief executive of the Company, had an interest or short position in the shares and underlying shares of the Company which are required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

主要股東於股份及相關股份之權益

據本公司董事及最高行政人員所悉，於2019年9月30日，除下文披露者外，概無非本公司董事或最高行政人員之人士於本公司股份及相關股份中，擁有根據證券及期貨條例第XV部第2及第3分部條文須向本公司披露之權益或淡倉。

Name of Shareholder 股東姓名／名稱	Number of Shares 股份數目	Capacity 身份	Total Interest 權益總額	% of Shares 佔股份百分比
Mr. CHAN Wai 陳偉先生	3,799,022 (L)	Beneficial Owner 實益擁有人	244,667,198 (L)	41.67%
	240,868,176 (L) (note (a)) (附註(a))	Controlled Corporation 受控制法團		
Mr. LEE Shu Kuan (Deceased on 14 July 2011) 李樹坤先生 (於2011年7月14日辭世)	6,370,229 (L)	Beneficial Owner 實益擁有人	249,825,029 (L)	42.55%
	243,454,800 (L) notes (a), (b) and (c) 附註(a)、(b)及(c)	Controlled Corporation 受控制法團		
Luk Fook (Control) Limited 六福(控股)有限公司	234,185,672 (L)	Beneficial Owner 實益擁有人	234,185,672 (L)	39.89%
Silchester International Investors LLP	76,420,600 (L)	Investment Manager 投資經理	76,420,600 (L)	13.02%
Mitsubishi UFJ Financial Group, Inc.	50,059,000 (L)	Investment Manager 投資經理	50,059,000 (L)	8.53%
Silchester International Investors International Value Equity Trust	35,241,600 (L)	Investment Manager 投資經理	35,241,600 (L)	6.00%

(L) Long position 好倉

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

Note (a)

Mr. CHAN Wai and the administrator of Mr. LEE Shu Kuan, together with others, collectively controlled (directly or indirectly) over one-half of the voting power of Luk Fook (Control) Limited and were deemed to be interested in 234,185,672 shares held by Luk Fook (Control) Limited in the Company.

In addition, the directors of Dragon King Investment Ltd. are accustomed to act in accordance with the directions of Mr. CHAN Wai, the administrator of Mr. Lee Shu Kuan and the others, and thus Mr. CHAN Wai, the administrator of Mr. Lee Shu Kuan and the others were deemed to be interested in the 6,682,504 shares held by Dragon King Investment Ltd. in the Company. Mr. CHAN Wai and the administrator of Mr. LEE Shu Kuan, together with others, collectively controlled (directly or indirectly) over 30% of the voting power of Dragon King Investment Ltd..

Note (b)

The administrator of Mr. LEE Shu Kuan held 33.3% of the entire issued share capital of Wah Hang Kimon Investments Limited which in turn held 630,624 shares of the Company.

Note (c)

The administrator of Mr. LEE Shu Kuan held 51% of the entire issued share capital of Wah Hang Kimon Holdings Limited which in turn held 1,956,000 shares of the Company.

DIRECTORS' BENEFITS FROM RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the Period under review was the Company, its subsidiaries, its associated companies, its fellow subsidiaries, or its parent company or its other associated corporation a party to any arrangement to enable the directors and the chief executive of the Company (including their spouse and children under 18 years of age) to hold any interests or short positions in the shares or underlying shares in, or debentures of, the Company or its specified undertakings or other associated corporations.

附註(a)

陳偉先生及李樹坤先生的遺產管理人，連同其他人士共同（直接或間接地）控制六福（控股）有限公司超過一半投票權，且被視為於六福（控股）有限公司持有的234,185,672股本公司股份中擁有權益。

此外，龍寶投資有限公司的董事慣於根據陳偉先生、李樹坤先生的遺產管理人及其他人士的指令行事，因此陳偉先生、李樹坤先生的遺產管理人及其他人士被視為於龍寶投資有限公司持有的6,682,504股本公司股份中擁有權益。陳偉先生及李樹坤先生的遺產管理人，連同其他人士共同（直接或間接地）控制龍寶投資有限公司超過30%投票權。

附註(b)

李樹坤先生的遺產管理人持有華亨錦安投資有限公司全部已發行股本的33.3%，而華亨錦安投資有限公司則持有630,624股本公司股份。

附註(c)

李樹坤先生的遺產管理人持有華亨錦安控股有限公司全部已發行股本的51%，而華亨錦安控股有限公司則持有1,956,000股本公司股份。

董事藉收購股份或債券權利獲取之利益

於回顧期內任何時間，本公司、其附屬公司、其聯營公司、同系附屬公司或母公司，或其他有聯繫法團概無成為任何安排的其中一方，致使本公司的董事及行政總裁（包括其配偶及18歲以下子女）能持有本公司或其指明企業或其其他有聯繫法團之股份、相關股份或債權證的任何權益或淡倉。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

CORPORATE GOVERNANCE

The Board and management of the Company are committed to maintaining good corporate governance practices and procedures. The corporate governance principles of the Company place emphasis on a quality Board, sound internal controls as well as transparency and accountability to all shareholders. The Company has applied the principles and complied with all code provisions and, where applicable, the recommended best practices of the Corporate Governance Code and Corporate Governance Report (the “Corporate Governance Code”) as set out in Appendix 14 to the Listing Rules throughout the six months ended 30 September 2019, except for the following deviation:

Code Provision A.2.1 of the Corporate Governance Code provides that the roles of chairman and chief executive should be separate and should not be performed by the same individual, so that there is a clear division of responsibilities for the management of the Board and the day-to-day management of the Group’s business to ensure a balance of power and authority.

In view of the Group’s business growth being driven by the Mainland market, it is believed that Mr. WONG Wai Sheung, being the Chairman and Chief Executive Officer of the Company, will further enhance the business development of the Group there due to the norms on “status parity” when conducting future business negotiations. Moreover, members of the Board also consist of qualified professionals and other prominent and experienced individuals from the community. The Board is of the view that the existing Board’s composition, with the assistance of the Board Committees and two Deputy Chairmen, can ensure a balance of power and authority. The Board will nevertheless review this structure from time to time and will consider segregation of the two roles if and when appropriate.

Save as disclosed above, none of the directors is aware of any information that would reasonably indicate that the Company is not, or was not for any part of the Period under review, in compliance with the Code.

企業管治

董事會及本公司管理層致力維持良好的企業管治常規及程序。本公司的企業管治原則著重高素質的董事會、健全的內部監控及對全體股東的透明度及問責性。截至2019年9月30日止六個月內，本公司已採用上市規則附錄14所載之企業管治守則及企業管治報告（「企業管治守則」）的原則，並已遵守所有守則條文及建議最佳常規（如適用），惟下列偏離者除外：

企業管治守則之**守則條文第A.2.1條**規定主席與行政總裁的角色應有區分，並不應由一人同時兼任，使董事會管理與本集團日常業務管理之職責清楚劃分，以確保權力和授權之平衡。

由於內地市場帶動本集團之業務增長及基於其對「對等階級」之觀念，黃偉常先生作為本公司主席兼行政總裁，可望於未來在進行商務磋商時，進一步提升本集團在當地的業務發展。此外，董事會成員亦包括合資格專業人士及社會上其他顯赫、富有經驗之個別人士。董事會認為，於董事會轄下委員會及兩名副主席之協助下，現有董事會之組成可確保權力和授權之平衡。儘管如此，董事會將不時檢討此架構，並於適當時候，考慮將兩職分開。

除上文披露者外，董事概不知悉有任何資料可合理顯示本公司現時或於回顧期內任何時間曾經違反守則。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

DISCLOSURE PURSUANT TO RULE 13.22 OF THE LISTING RULES

As at 30 September 2019, the aggregate amount of financial assistance to an affiliated company and its wholly-owned subsidiaries by the Group exceeded 8% of the assets ratios as defined in Rule 14.07(1) of the Listing Rules. Details of advances (including guarantee given by the Group) which were non-trading in nature, made by the Group to the affiliated company and its wholly-owned subsidiaries were as follows:

根據上市規則第13.22條作出之披露

於2019年9月30日，本集團向一家聯屬公司及其全資附屬公司提供之財務援助總額超過上市規則第14.07(1)條所界定的資產比率之8%。本集團向該聯屬公司及其全資附屬公司提供之非貿易性墊款（包括本集團提供之擔保）之詳情如下：

Name of Company	Relationship with the Group	Advances	Corporate Guarantee	Extent of Corporate Guarantee Utilised
公司名稱	與本集團之關係	墊款 HK\$'000 千港元	公司擔保 HK\$'000 千港元	已使用公司擔保額 HK\$'000 千港元
3D-GOLD Jewellery (HK) Limited 金至尊珠寶(香港)有限公司	Associated Company 聯營公司	–	1,075,000	893,000
China Gold Silver Group Company Limited 中國金銀集團有限公司	Associated Company 聯營公司	100,000	–	–

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

Pursuant to Rule 13.22 of the Listing Rules, an unaudited consolidated balance sheet of CGS with financial assistance from the Group and the Group's attributable interest in CGS as at the latest practical date are presented as follows:

根據上市規則第13.22條，該等獲得本集團財務資助之中國金銀之未經審核綜合資產負債表及本集團於最後可行日期應佔中國金銀之權益載述如下：

		Unaudited Consolidated Balance Sheet 未經審核綜合 資產負債表	Group's Attributable Interest 本集團 應佔權益
		HK\$'000 千港元	50% HK\$'000 千港元
Interests Held 所持權益			
Non-current assets	非流動資產	233,411	116,705
Current assets	流動資產	2,072,009	1,036,005
Current liabilities	流動負債	(2,069,428)	(1,034,714)
Non-current liabilities	非流動負債	(242,016)	(121,008)
Net liabilities	淨負債	(6,024)	(3,012)

DIRECTORS' SECURITIES TRANSACTIONS

The Company adopts the Model Code as a code of conduct regarding directors' securities transactions. Having made specific enquiry of all directors, it is confirmed that all directors have complied with the required standard set out in the Model Code and its code of conduct regarding directors' securities transactions during the Period under review.

董事進行證券交易

本公司採納標準守則，作為董事進行證券交易之操守準則。經向全體董事作出具體查詢後，彼等確認，全體董事於回顧期內一直遵守標準守則所載之規定標準及董事進行證券交易之操守準則。

PURCHASE, SALE OR REDEMPTION OF SECURITIES

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

購入、出售或贖回證券

本公司或其任何附屬公司於回顧期內概無購買、出售或贖回本公司任何上市證券。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

REVIEW OF FINANCIAL STATEMENTS

The Audit Committee of the Company has reviewed the financial statements of the Company for the six months ended 30 September 2019. PricewaterhouseCoopers as the Company's auditor has reviewed the unaudited interim results of the Group for the Period under review in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants.

UPDATE ON DIRECTORS' INFORMATION UNDER RULE 13.51B(1) OF THE LISTING RULES

Below are the updates and changes of directors' information since the date of the Annual Report 2019, required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules:

1. Ms. CHUNG Vai Ping ceased to be an Executive Director of the Company with effect from 1 October 2019.
2. Mr. MAK Wing Sum, Alvin ceased to be an Independent Non-executive Director of I.T Limited (Stock Code: 0999), which is listed on the Main Board of The Stock Exchange of Hong Kong Limited with effect from 2 December 2019.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company for the interim dividend will be closed on 13 December 2019 and no transfer of shares will be registered on that day. In order to qualify for the interim dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on 12 December 2019.

By order of the Board,
WONG Wai Sheung
Chairman & Chief Executive Officer

審閱財務報表

本公司審核委員會已審閱本公司截至2019年9月30日止六個月之財務報表。本公司的核數師羅兵咸永道會計師事務所已根據香港會計師公會頒佈之香港審閱準則第2410號「由實體的獨立核數師執行中期財務資料審閱」，審閱本集團於回顧期內之未經審核中期業績。

根據上市規則第13.51B(1)條之董事資料更新

以下為自2019年年報日期起須根據上市規則第13.51B(1)條予以披露之董事資料更新及變動：

1. 鍾惠冰女士自2019年10月1日起不再擔任本公司之執行董事。
2. 麥永森先生自2019年12月2日起不再擔任I.T Limited (於香港聯合交易所有限公司主板上市，股份代號：0999)之獨立非執行董事。

暫停辦理股份過戶登記

就中期股息而言，本公司將於2019年12月13日暫停辦理股份過戶登記手續。為符合資格享有中期股息，所有過戶文件連同有關股票最遲須於2019年12月12日下午4時30分送達本公司之香港股份過戶登記處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室。

承董事會命
主席兼行政總裁
黃偉常

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

中期財務資料審閱報告



羅兵咸永道

TO THE BOARD OF DIRECTORS OF LUK FOOK HOLDINGS (INTERNATIONAL) LIMITED

(incorporated in Bermuda with limited liability)

致六福集團（國際）有限公司董事會

（於百慕達註冊成立之有限公司）

INTRODUCTION

We have reviewed the interim financial information set out on pages 38 to 92 which comprises the interim condensed consolidated balance sheet of Luk Fook Holdings (International) Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 September 2019 and the interim condensed consolidated income statement, interim condensed consolidated statement of comprehensive income, interim condensed consolidated statement of changes in equity and interim condensed consolidated statement of cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

緒言

我們已審閱列載於第38至92頁的中期財務資料，此中期財務資料包括六福集團（國際）有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）於2019年9月30日的中期簡明綜合資產負債表及截至該日止六個月期間的中期簡明綜合損益表、中期簡明綜合全面收入報表、中期簡明綜合權益變動表及中期簡明綜合現金流量表，以及主要會計政策概要及其他解釋附註。香港聯合交易所有限公司證券上市規則規定，就中期財務資料編製的報告必須符合以上規則的有關條文以及香港會計師公會頒佈的香港會計準則第34號「中期財務報告」。貴公司董事須負責根據香港會計準則第34號「中期財務報告」編製及列報該中期財務資料。我們的責任是根據我們的審閱對該中期財務資料作出結論，並按照我們協定的委聘條款僅向整體董事會報告我們的結論，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔責任。

PricewaterhouseCoopers, 22/F Prince's Building, Central, Hong Kong

羅兵咸永道會計師事務所，香港中環太子大廈廿二樓

T: +852 2289 8888, F: +852 2810 9888, www.pwchk.com

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

中期財務資料審閱報告

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 28 November 2019

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。審閱中期財務資料包括主要向負責財務及會計事務的人員作出查詢，及應用分析性及其他審閱程序。審閱的範圍遠較根據香港審計準則進行審核的範圍為小，故不能令我們可保證我們將知悉在審核中可能被發現的所有重大事項。因此，我們不會發表審核意見。

結論

按照我們的審閱，我們並無發現任何事項，令我們相信中期財務資料在各重大方面未有根據香港會計準則第34號「中期財務報告」編製。

羅兵咸永道會計師事務所
執業會計師

香港，2019年11月28日

CONDENSED CONSOLIDATED INCOME STATEMENT

簡明綜合損益表

For the six months ended 30 September 2019
截至2019年9月30日止六個月

		Unaudited for the six months ended 30 September 未經審核 截至9月30日止六個月	
		2019	2018
		HK\$'000	HK\$'000
		千港元	千港元
	Note 附註		
Revenue	7	6,305,284	7,859,454
Cost of sales		(4,419,041)	(5,995,821)
Gross profit		1,886,243	1,863,633
Other income	9	50,339	164,790
Other (losses)/gains, net	10	(132,979)	15,302
Selling and distribution costs		(999,673)	(1,102,625)
Administrative expenses		(87,408)	(81,517)
Net impairment losses on financial assets		(56,051)	(21,601)
Operating profit	8	660,471	837,982
Finance income		17,820	19,592
Finance costs		(31,671)	(12,772)
Finance (costs)/income, net	11	(13,851)	6,820
Share of results of associates	16	(20,608)	(5,988)
Profit before income tax		626,012	838,814
Income tax expenses	12	(128,721)	(168,859)
Profit for the period		497,291	669,955
Profit attributable to:			
Equity holders of the Company		496,303	665,423
Non-controlling interests		988	4,532
		497,291	669,955
Earnings per share for profit attributable to equity holders of the Company during the period	13		
– Basic		HK\$0.85港元	HK\$1.13港元
– Diluted		HK\$0.85港元	HK\$1.13港元

The accompanying notes are an integral part of this condensed consolidated interim financial information.

隨附附註為本簡明綜合中期財務資料的一部分。

Details of dividends to equity holders of the Company are set out in Note 14.

本公司權益持有人的股息詳情載於附註14。

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

簡明綜合全面收入報表

For the six months ended 30 September 2019
截至2019年9月30日止六個月

		Unaudited for the six months ended 30 September 未經審核 截至9月30日止六個月	
		2019	2018
		HK\$'000	HK\$'000
		千港元	千港元
Profit for the period	期內溢利	497,291	669,955
Other comprehensive income:	其他全面收入：		
<i>Items that may be subsequently reclassified to profit or loss</i>	<i>其後可能會重新分類至損益之項目</i>		
Currency translation differences	匯兌差額		
– Group	– 本集團	(334,534)	(426,897)
– Associates	– 聯營公司	60	(3,260)
<i>Items that will not be subsequently reclassified to profit or loss</i>	<i>其後將不會重新分類至損益之項目</i>		
Revaluation of financial assets at fair value through other comprehensive income	按公允值計入其他全面收入之金融資產價值變動	(769)	(2,134)
Other comprehensive income for the period, net of tax	期內其他全面收入，扣除稅項	(335,243)	(432,291)
Total comprehensive income for the period	期內全面總收入	162,048	237,664
Attributable to:	下列人士應佔：		
– Equity holders of the Company	– 本公司權益持有人	167,616	237,311
– Non-controlling interests	– 非控股權益	(5,568)	353
Total comprehensive income for the period	期內全面總收入	162,048	237,664

The accompanying notes are an integral part of this condensed consolidated interim financial information.

隨附附註為本簡明綜合中期財務資料的一部分。

CONDENSED CONSOLIDATED BALANCE SHEET

簡明綜合資產負債表

As at 30 September 2019
於2019年9月30日

			(Unaudited) As at 30 September 2019 (未經審核) 於2019年 9月30日 HK\$'000 千港元	(Audited) As at 31 March 2019 (經審核) 於2019年 3月31日 HK\$'000 千港元
		Note 附註		
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	15	930,415	951,782
Land use rights	土地使用權	15	–	483,131
Investment properties	投資物業	15	303,632	311,716
Right-of-use assets	使用權資產	15	1,329,659	–
Interests in associates	於聯營公司之權益	16	92,731	13,279
Loan to an associate	貸款予一家聯營公司	17	–	99,208
Financial assets at fair value through other comprehensive income	按公允值計入其他全面收入之 金融資產		2,365	3,134
Trading license	交易執照		1,080	1,080
Deposits and prepayments	按金及預付賬項	19	312,955	105,101
Deferred income tax assets	遞延所得稅資產		68,238	54,643
			3,041,075	2,023,074
Current assets	流動資產			
Inventories	存貨	20	8,114,106	9,321,522
Right of return assets	退還資產權		97,989	85,897
Trade receivables	貿易應收賬項	21	221,081	362,675
Deposits, prepayments and other receivables	按金、預付賬項及其他應收 賬項	19	382,809	474,014
Amount due from an associate	應收一家聯營公司賬項	16	–	3,078
Derivative financial instruments	衍生金融工具	18	–	56,219
Income tax recoverable	可收回所得稅		12,124	10,571
Cash and cash equivalents	現金及現金等價物	22	2,503,903	2,086,522
			11,332,012	12,400,498
Total assets	總資產		14,373,087	14,423,572

The accompanying notes are an integral part of this condensed consolidated interim financial information.

隨附附註為本簡明綜合中期財務資料的一部分。

CONDENSED CONSOLIDATED BALANCE SHEET

簡明綜合資產負債表

As at 30 September 2019
於2019年9月30日

			(Unaudited) As at 30 September 2019 (未經審核) 於2019年 9月30日 HK\$'000 千港元	(Audited) As at 31 March 2019 (經審核) 於2019年 3月31日 HK\$'000 千港元
		Note 附註		
EQUITY	權益			
Capital and reserves attributable to the equity holders of the Company	本公司權益持有人應佔資本及儲備			
Share capital	股本	24	58,710	58,710
Share premium	股份溢價		2,494,040	2,494,040
Reserves	儲備	25	7,755,392	7,964,520
			10,308,142	10,517,270
Non-controlling interests	非控股權益		40,078	45,646
Total equity	權益總額		10,348,220	10,562,916
LIABILITIES	負債			
Non-current liabilities	非流動負債			
Deferred income tax liabilities	遞延所得稅負債		138,821	133,690
Lease liabilities	租賃負債	4	416,204	-
Employee benefit obligations	僱員福利責任		10,823	10,823
			565,848	144,513
Current liabilities	流動負債			
Trade payables, other payables and accruals	貿易應付賬項、其他應付賬項及應計款項	23	798,110	975,840
Contract liabilities	合約負債		91,440	122,502
Derivative financial instrument	衍生金融工具	18	-	3,929
Lease liabilities	租賃負債	4	486,230	-
Sales refund liabilities	銷售退款負債		178,566	155,768
Amount due to associates	應付聯營公司賬項	16	4,754	2,715
Bank borrowings	銀行貸款	26	1,193,006	1,855,224
Gold loans	黃金借貸	27	547,464	450,889
Current income tax liabilities	即期所得稅負債		159,449	149,276
			3,459,019	3,716,143
Total liabilities	總負債		4,024,867	3,860,656
Total equity and liabilities	權益及負債總額		14,373,087	14,423,572

The accompanying notes are an integral part of this condensed consolidated interim financial information.

隨附附註為本簡明綜合中期財務資料的一部分。

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

For the six months ended 30 September 2019
截至2019年9月30日止六個月

Unaudited	未經審核	Attributable to equity holders of the Company 本公司權益持有人應佔				Non-controlling interests 非控股權益 千港元	Total Equity 權益總額 千港元
		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Reserves 儲備 HK\$'000 千港元 (Note 25) (附註25)	Subtotal 小計 HK\$'000 千港元		
For the period ended 30 September 2019		截至2019年9月30日止期間					
As at 31 March 2019	於2019年3月31日	58,710	2,494,040	7,964,520	10,517,270	45,646	10,562,916
Change in accounting policy (Note 4)	會計政策變動(附註4)	-	-	(24,479)	(24,479)	-	(24,479)
Restated total equity as at 1 April 2019	於2019年4月1日經重列權益總額	58,710	2,494,040	7,940,041	10,492,791	45,646	10,538,437
Comprehensive income	全面收入						
Profit for the period	期內溢利	-	-	496,303	496,303	988	497,291
Other comprehensive income	其他全面收入						
Currency translation differences	匯兌差額						
- Group	- 本集團	-	-	(327,978)	(327,978)	(6,556)	(334,534)
- Associates	- 聯營公司	-	-	60	60	-	60
Revaluation of financial assets at fair value through other comprehensive income	按公允值計入其他全面收入之金融資產價值變動	-	-	(769)	(769)	-	(769)
Total comprehensive income	全面總收入	-	-	167,616	167,616	(5,568)	162,048
Transaction with owners	與擁有人之交易						
Dividends paid	已付股息	-	-	(352,265)	(352,265)	-	(352,265)
As at 30 September 2019	於2019年9月30日	58,710	2,494,040	7,755,392	10,308,142	40,078	10,348,220
For the period ended 30 September 2018		截至2018年9月30日止期間					
As at 31 March 2018	於2018年3月31日	58,710	2,494,040	7,482,019	10,034,769	44,968	10,079,737
Change in accounting policies	會計政策變動	-	-	(50,003)	(50,003)	-	(50,003)
Restated total equity as at 1 April 2018	於2018年4月1日經重列權益總額	58,710	2,494,040	7,432,016	9,984,766	44,968	10,029,734
Comprehensive income	全面收入						
Profit for the period	期內溢利	-	-	665,423	665,423	4,532	669,955
Other comprehensive income	其他全面收入						
Currency translation differences	匯兌差額						
- Group	- 本集團	-	-	(422,718)	(422,718)	(4,179)	(426,897)
- Associates	- 聯營公司	-	-	(3,260)	(3,260)	-	(3,260)
Revaluation of financial assets at fair value through other comprehensive income	按公允值計入其他全面收入之金融資產價值變動	-	-	(2,134)	(2,134)	-	(2,134)
Total comprehensive income	全面總收入	-	-	237,311	237,311	353	237,664
Transaction with owners	與擁有人之交易						
Dividends paid	已付股息	-	-	(322,909)	(322,909)	-	(322,909)
As at 30 September 2018	於2018年9月30日	58,710	2,494,040	7,346,418	9,899,168	45,321	9,944,489

The accompanying notes are an integral part of this condensed consolidated interim financial information.

隨附附註為本簡明綜合中期財務資料的一部分。

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30 September 2019
截至2019年9月30日止六個月

		Unaudited for the six months ended 30 September 未經審核 截至9月30日止六個月	
		2019	2018
		HK\$'000	HK\$'000
		千港元	千港元
	Note 附註		
Cash flows from operating activities	營運活動之現金流量		
Net cash generated from/(used in) operations	營運產生/(所用)之現金淨額	2,086,303	(372,213)
Hong Kong profits tax paid	已付香港利得稅	(3,380)	(3,663)
Overseas income taxes paid	已付海外所得稅	(121,156)	(95,804)
Net cash generated from/(used in) operating activities	營運活動產生/(所用)之現金淨額	1,961,767	(471,680)
Cash flows from investing activities	投資活動之現金流量		
Purchases of property, plant and equipment	購置物業、廠房及設備	(58,589)	(485,810)
Purchase of investment properties	購置投資物業	-	(22,108)
Prepayment for purchase of properties	購置物業之預付賬項	(209,894)	(331,714)
(Increase)/decrease in short-term bank deposits, with maturities over 3 months	到期日超過三個月的短期銀行存款(增加)/減少	(1,078)	197,808
Interest received	已收利息	17,028	20,827
Loans advanced to an associate	墊付予一家聯營公司之貸款	-	43,190
Proceeds from disposals of property, plant and equipment	出售物業、廠房及設備所得款項	445	1,705
Net cash used in investing activities	投資活動所用之現金淨額	(252,088)	(576,102)
Cash flows from financing activities	融資活動之現金流量		
Proceeds from bank borrowings	銀行貸款所得款項	402,000	1,460,905
Repayment of bank borrowings	償還銀行貸款	(1,063,140)	(525,749)
Repayment of gold loans	償還黃金借貸	(1,017,064)	(472,873)
Proceeds from gold loans	黃金借貸所得款項	1,086,202	781,307
Interest on bank borrowings and gold loans	銀行貸款及黃金借貸利息	(17,556)	(12,772)
Dividends paid	已付股息	(352,265)	(322,909)
Repayment of lease liabilities	償還租賃負債	(233,473)	-
Net cash (used in)/generated from financing activities	融資活動(所用)/產生之現金淨額	(1,195,296)	907,909

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30 September 2019
截至2019年9月30日止六個月

		Unaudited for the six months ended 30 September 未經審核 截至9月30日止六個月	
		2019	2018
		HK\$'000	HK\$'000
		千港元	千港元
Net increase/(decrease) in cash and cash equivalents	現金及現金等價物之增加／(減少)淨額	514,383	(139,873)
Cash and cash equivalents at 1 April	於4月1日之現金及現金等價物	2,086,522	1,900,059
Exchange differences	匯兌差額	(97,002)	(119,925)
Cash and cash equivalents at 30 September	於9月30日之現金及現金等價物	2,503,903	1,640,261

The accompanying notes are an integral part of this condensed consolidated interim financial information.

隨附附註為本簡明綜合中期財務資料的一部分。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

1 GENERAL INFORMATION

Luk Fook Holdings (International) Limited (the “Company”) and its subsidiaries (together, the “Group”) are principally engaged in the sourcing, designing, wholesaling, trademark licensing and retailing of a variety of gold and platinum jewellery and gem-set jewellery products.

The Company was incorporated in Bermuda on 3 September 1996 as a company with limited liability under the Companies Act of Bermuda. The address of its registered office is Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM 10, Bermuda.

The Company’s shares were listed on the main board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 6 May 1997.

This condensed consolidated interim financial information is presented in Hong Kong dollars (“HK\$”), unless otherwise stated.

2 BASIS OF PREPARATION

This condensed consolidated interim financial information for the six months ended 30 September 2019 has been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”. The condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 March 2019, which were prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

3 ACCOUNTING POLICIES

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 March 2019, as described in those annual financial statements.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

1 一般資料

六福集團(國際)有限公司(「本公司」)及其附屬公司(統稱「本集團」)主要從事各類黃鉑金首飾及珠寶首飾產品之採購、設計、批發、商標授權及零售業務。

本公司於1996年9月3日在百慕達根據百慕達公司法註冊成立為有限公司，其註冊辦事處地址為Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM 10, Bermuda。

本公司股份於1997年5月6日在香港聯合交易所有限公司(「聯交所」)主板上市。

除另有說明者外，本簡明綜合中期財務資料以港元(「港元」)呈列。

2 編製基準

截至2019年9月30日止六個月之本簡明綜合中期財務資料乃根據香港會計準則第34號「中期財務報告」編製。簡明綜合中期財務資料應與根據香港財務報告準則(「香港財務報告準則」)所編製截至2019年3月31日止年度之年度財務報表一併閱讀。

3 會計政策

除下文所述者外，所採用會計政策與截至2019年3月31日止年度之年度財務報表所採用的會計政策(見有關的年度財務報表)貫徹一致。

中期期間之所得稅乃採用預期年度盈利總額所適用之稅率累計。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

3 ACCOUNTING POLICIES (Continued)

- (a) New standards and amendments to existing standards that are effective for the first time for the financial year beginning 1 April 2019:

Amendments to HKAS 12, Annual Improvements HKAS 23, HKFRS 3 and HKFRS 11	2015-2017 Cycle
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures
Amendments to HKFRS 9	Prepayment Features with Negative Compensation
HKFRS 16	Leases
HK(IFRIC)-Int 23	Uncertainty over Income Tax Treatments

The impact of the adoption of HKFRS 16, "Leases" is disclosed in Note 4 below.

Apart from aforementioned HKFRS 16, there are no other new standards, amendments to standards and interpretations that are effective for the first time for this interim period that could be expected to have a material impact on the Group.

3 會計政策 (續)

- (a) 於2019年4月1日開始之財政年度內首次生效之新訂準則及現有準則修訂本：

香港會計準則第12號、 香港會計準則第23號、 香港財務報告準則 第3號及香港財務報告 準則第11號 (修訂本)	2015年至2017年週 期之年度改進
香港會計準則第19號 (修訂本)	計劃修訂、縮減或 結算
香港會計準則第28號 (修訂本)	於聯營公司及合營 企業之長期權益
香港財務報告準則第9號 (修訂本)	具負補償之預付 款項特點
香港財務報告準則 第16號	租賃
香港 (國際財務報告 詮釋委員會) - 詮釋第23號	所得稅處理之 不確定性

採納香港財務報告準則第16號「租賃」的影響於下文附註4披露。

除上述香港財務報告準則第16號外，概無於本中期期間首次生效且預期可能對本集團產生重大影響的其他新訂準則、準則修訂本及詮釋。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

3 ACCOUNTING POLICIES (Continued)

- (b) Certain new standards and amendments to existing standards have been published that are mandatory for the Group's accounting periods beginning on or after 1 April 2019, which the Group has not early adopted, are as follows:

Amendments to HKFRS 3 (Revised)	Definition of a Business ⁽¹⁾
Conceptual Framework for Financial Reporting 2018	Revised Conceptual Framework for Financial Reporting ⁽¹⁾
HKFRS 17	Insurance contracts ⁽²⁾
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ⁽³⁾

- (1) Effective for annual period beginning on or after 1 January 2020
 (2) Effective for annual period beginning on or after 1 January 2021
 (3) To be announced by HKICPA

The directors of the Group are in the process of assessing the financial impact of the adoption of the above new standards and amendments to standards. The directors of the Group will adopt the new standards and amendments to standards when they become effective.

3 會計政策 (續)

- (b) 以下為已頒佈且須於2019年4月1日或以後開始之本集團會計期間強制應用，惟本集團並無提早採納之若干新訂準則及現有準則修訂本：

香港財務報告準則第3號(修訂本)(經修訂)	業務之定義 ⁽¹⁾
2018年財務報告之概念框架	財務報告之經修訂概念框架 ⁽¹⁾
香港財務報告準則第17號	保險合約 ⁽²⁾
香港財務報告準則第10號及香港會計準則第28號(修訂本)	投資者與其聯營公司或合營企業之間之資產出售或出資 ⁽³⁾

- (1) 於2020年1月1日或之後開始之年度期間生效
 (2) 於2021年1月1日或之後開始之年度期間生效
 (3) 待香港會計師公會公佈

本集團董事現正評估採納上述新訂準則及準則修訂本之財務影響。於新訂準則及準則修訂本生效時，本集團董事將予以採納。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY

Below explains the impact of the adoption of HKFRS 16 “Leases” on the Group’s financial statements and discloses the new accounting policies that have been applied from 1 April 2019, where they use different to those applied in prior period.

The Group has adopted HKFRS 16 from 1 April 2019, but has not restated comparatives for the 2018 reporting period, as permitted under the specific transitional provisions in the standard using a modified retrospective approach. The reclassifications and the adjustments arising from HKFRS 16 are therefore recognised in the opening condensed consolidated statement of balance sheet as at 1 April 2019.

(a) Adjustments recognised on adoption of HKFRS 16 “Leases”

On adoption of HKFRS 16 “Leases”, the Group recognised lease liabilities in relation to leases which had previously been classified as ‘operating leases’ under the principles of HKAS 17 “Leases”. These liabilities were measured at the present value of the remaining lease payments, discounted using the lessee’s incremental borrowing rate as at 1 April 2019. The weighted average lessee’s incremental borrowing rate applied to the lease liabilities on 1 April 2019 was 3.14%.

4 會計政策變動

下文說明採納香港財務報告準則第16號「租賃」對本集團財務報表之影響，並披露自2019年4月1日起採納之新訂會計政策（與過往期間所採納者有所不同）。

本集團已按香港財務報告準則第16號之特定過渡性條文所准許，採用經修訂追溯法自2019年4月1日起採納該準則，惟並未重列2018年報告期間比較資料。因此，採納香港財務報告準則第16號所引致之重新分類及調整於2019年4月1日期初簡明綜合資產負債表中確認。

(a) 採納香港財務報告準則第16號「租賃」時確認之調整

於採納香港財務報告準則第16號「租賃」時，本集團就先前根據香港會計準則第17號「租賃」之原則分類為「經營租賃」之租賃確認租賃負債。該等負債按剩餘租賃付款之現值計量，並使用承租人於2019年4月1日之增量借款利率進行貼現。於2019年4月1日應用於租賃負債之加權平均承租人增量借款利率為3.14%。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY

(Continued)

(a) Adjustments recognised on adoption of HKFRS 16 “Leases” (Continued)

Set out below is a reconciliation of the operating lease commitments disclosed at 31 March 2019 to lease liabilities recognised on 1 April 2019:

		HK\$'000 千港元
Operating lease commitments disclosed as at 31 March 2019	於2019年3月31日披露之經營租賃承擔	817,010
Less: Short-term leases to be recognised on a straight-line basis as expense	減：將以直線法確認為開支之短期租賃	(87,382)
		729,628
Effect of discounting at incremental borrowing rate at the date of initial adoption	於首次採納日期按增量借款利率進行貼現之影響	(14,373)
Lease liabilities recognised upon initial adoption of HKFRS 16	首次採納香港財務報告準則第16號時確認之租賃負債	715,255
Representing:	指：	
Current lease liabilities	流動租賃負債	358,126
Non-current lease liabilities	非流動租賃負債	357,129
		715,255

4 會計政策變動 (續)

(a) 採納香港財務報告準則第16號「租賃」時確認之調整 (續)

以下載列於2019年3月31日披露之經營租賃承擔與於2019年4月1日確認之租賃負債之對賬：

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY

(Continued)

(a) Adjustments recognised on adoption of HKFRS 16 “Leases” (Continued)

The right-of-use assets were measured on a retrospective basis as if the new rules had always been applied, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the condensed consolidated balance sheet as at 31 March 2019. There were no onerous lease contracts that would have required an adjustment to the right-of-use assets at the date of initial application. In addition, land use rights previously presented as a separate item and certain property, plant and equipment on the condensed consolidated balance sheet are grouped as part of right-of-use assets with effect from 1 April 2019.

The recognised right-of-use assets relate to the following types of assets:

4 會計政策變動 (續)

(a) 採納香港財務報告準則第16號「租賃」時確認之調整 (續)

使用權資產按追溯基準計量，猶如新規則一直獲應用，並按照於2019年3月31日之簡明綜合資產負債表中確認與該租賃相關之任何預付或應計租賃付款額進行調整。於首次應用日期，並無須調整使用權資產的虧損性租賃合約。此外，自2019年4月1日起，在簡明綜合資產負債表中先前呈列為單獨項目之土地使用權以及若干物業、廠房及設備分類為使用權資產之一部分。

與以下資產類別有關之已確認使用權資產：

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 1 April 2019 於2019年 4月1日 HK\$'000 千港元
Land use rights in Mainland China (“Mainland”)	中國內地(「內地」)之 土地使用權	447,058	483,131
Properties leases	物業租賃	882,601	696,336
Total right-of-use assets	使用權資產總額	1,329,659	1,179,467

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY

(Continued)

(a) Adjustments recognised on adoption of HKFRS 16 “Leases” (Continued)

The change in accounting policy affected the following items in the condensed consolidated balance sheet on 1 April 2019:

4 會計政策變動 (續)

(a) 採納香港財務報告準則第16號「租賃」時確認之調整 (續)

會計政策變動對以下於2019年4月1日之簡明綜合資產負債表中項目造成影響：

Condensed consolidated balance sheet (Extract)	簡明綜合資產負債表 (摘錄)	31 March	Effects of the adoption of HKFRS 16 採納香港財務報告準則第16號之影響	1 April
		2019 (As originally presented) 2019年 3月31日 (如原列示) HK\$'000 千港元		2019年 4月1日 (Restated) 2019年 4月1日 (已重列) HK\$'000 千港元
ASSETS	資產			
Non-current assets	非流動資產			
Right-of-use assets	使用權資產	-	1,179,467	1,179,467
Property, plant and equipment	物業、廠房及設備	951,782	(2,714)	949,068
Land use rights	土地使用權	483,131	(483,131)	-
Deferred income tax assets	遞延所得稅資產	54,643	4,029	58,672
Current assets	流動資產			
Deposits, prepayments and other receivables	按金、預付賬項及其他應收賬項	474,014	(12,331)	461,683
LIABILITIES	負債			
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	-	357,129	357,129
Current liabilities	流動負債			
Lease liabilities	租賃負債	-	358,126	358,126
Trade payables, other payables and accruals	貿易應付賬項、其他應付賬項及應計款項	975,840	(5,456)	970,384
EQUITY	權益			
Retained earnings	保留盈利	7,964,520	(24,479)	7,940,041

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY

(Continued)

(a) Adjustments recognised on adoption of HKFRS 16 “Leases” (Continued)

Practical expedients applied

In applying HKFRS 16 for the first time, the Group has used the following practical expedients permitted by the standard:

- the use of a single discount rate to a portfolio of leases with reasonably similar characteristics
- reliance on previous assessments on whether leases are onerous
- the accounting for operating leases with a remaining lease term of less than 12 months as at 1 April 2019 as short-term leases
- the exclusion of initial direct costs for the measurement of the right-of-use asset at the date of initial application, and
- the use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

The Group has also elected not to reassess whether a contract is, or contains a lease at the date of initial application. Instead, for contracts entered into before the transition date the Group relied on its assessment made applying HKAS 17 and HK(IFRIC)-Int 4 “Determining whether an Arrangement contains a Lease”.

4 會計政策變動 (續)

(a) 採納香港財務報告準則第16號「租賃」時確認之調整 (續)

採用之可行權宜方法

首次應用香港財務報告準則第16號時，本集團已採用以下該準則所許可之可行權宜方法：

- 對具有合理相似特徵之租賃組合採用單一貼現率
- 依賴先前關於租賃是否虧損之評估
- 於2019年4月1日餘下租期少於12個月之經營租賃作為短期租賃處理
- 於首次應用日期計量使用權資產時扣除初始直接成本，及
- 倘合約包含續租或終止租賃之選擇權，則以事後分析結果確定租期。

本集團亦已選擇不重新評估合約在首次應用日期是否為或包含租賃。相反，對於在過渡日期前訂立之合約，本集團依據其應用香港會計準則第17號及香港（國際財務報告詮釋委員會）—詮釋第4號「釐定安排是否包括租賃」時作出之評估。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY

(Continued)

(b) The Group's leasing activities and how these are accounted for

The Group leases various retail spaces and premises, warehouses, offices and equipment. Rental contracts are typically made for fixed periods of 1 to 5 years but may have extension options as described in Note 4(b)(ii) below. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

The Group also leases certain land use rights in Mainland. These land use rights are leased for a period of between 16 to 51 years on which plants and buildings of the Group are situated on.

The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Until the financial year ended 31 March 2019, leases of property were classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) were charged to consolidated income statement on a straight-line basis over the period of the lease.

From 1 April 2019, leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to condensed consolidated income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

4 會計政策變動 (續)

(b) 本集團之租賃活動及其列賬方法

本集團租賃多個零售空間及物業、倉庫、辦公室及設備。租賃合約通常為1至5年之固定期限，惟有權按下文附註4(b)(ii)所述續租。租賃條款乃單獨磋商達致，當中包含各種不同的條款及條件。

本集團亦於內地租賃若干土地使用權。該等土地使用權之租期介乎16至51年不等，乃本集團廠房及樓宇所在地。

租賃協議並無施加任何契約，惟租賃資產不得用作借款之擔保品。

直至截至2019年3月31日止財政年度，物業之租賃分類為經營租賃。根據經營租賃支付之款項（扣除已收出租人之任何優惠）以直線法於租期內自綜合損益表扣除。

自2019年4月1日起，租賃確認為使用權資產，並在租賃資產可供本集團使用之日確認相應負債。每筆租賃付款於負債及財務費用間分配。財務費用於租期內自簡明綜合損益表扣除，以計算出各期間負債結餘之固定週期利率。使用權資產乃按資產可使用年期或租期（以較短者為準）以直線法折舊。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY

(Continued)

(b) The Group's leasing activities and how these are accounted for (Continued)

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

4 會計政策變動 (續)

(b) 本集團之租賃活動及其列賬方法 (續)

租賃產生之資產及負債初步以現值進行計量。租賃負債包括以下租賃付款之淨現值：

- 固定付款 (包括實質固定付款) 減任何應收租賃優惠
- 基於指數或利率之可變租賃付款
- 剩餘價值擔保下之承租人預期應付款項
- 採購權之行使價格 (倘承租人合理地確定行使該選擇權)；及
- 終止租賃所支付之罰款 (倘租賃期反映承租人行使該選擇權)

租賃付款採用租賃所隱含之利率予以貼現。倘無法釐定該利率，則使用承租人之增量借款利率，即承租人在類似經濟環境中以類似條款及條件借入獲得類似價值資產所需資金所必須支付的利率。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY

(Continued)

(b) The Group's leasing activities and how these are accounted for (Continued)

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in condensed consolidated income statement. Short-term leases are leases with a lease term of 12 months or less.

(i) **Variable lease payments**

Estimation uncertainty arising from variable lease payments

Some property leases contain variable payment terms that are linked to sales generated from a store. For individual stores, up to 100 percent of lease payments are on the basis of variable payment terms and there is a wide range of sales percentages applied. Variable payment terms are used for a variety of reasons, including minimising the fixed costs base for newly established stores. Variable lease payments that depend on sales are recognised in condensed consolidated income statement in the period in which the condition that triggers those payments occurs.

4 會計政策變動 (續)

(b) 本集團之租賃活動及其列賬方法 (續)

使用權資產按成本計量，包括以下各項：

- 租賃負債之初步計量金額
- 於開始日期或之前所作之任何租賃付款，減去所得之任何租賃優惠
- 任何初始直接成本，及
- 修復成本

與短期租賃及低價值資產租賃相關之付款以直線法於簡明綜合損益表中確認為開支。短期租賃指租期為12個月或少於12個月之租賃。

(i) **可變租賃付款**

可變租賃付款導致之估計不確定性

部分物業租賃包含與店舖生成之銷售相關聯之可變付款條款。對於個別店舖，基於可變付款條款之租賃付款額最高可達100%，並且採用之銷售比例範圍很廣。使用可變付款條款之原因有多種，包括使新設店舖之固定成本基數最小化。取決於銷售情況之可變租賃付款在觸發可變租賃付款之條件發生當期在簡明綜合損益表中確認。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 CHANGES IN ACCOUNTING POLICY (Continued)

(b) The Group's leasing activities and how these are accounted for (Continued)

(ii) *Extension and termination options*

Extension and termination options are included in certain property and equipment leases across the Group. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

5 ESTIMATES

The preparation of condensed consolidated interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this condensed consolidated interim financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the condensed consolidated financial statements for the year ended 31 March 2019.

4 會計政策變動 (續)

(b) 本集團之租賃活動及其列賬方法 (續)

(ii) *續租及終止選擇權*

本集團之若干物業及設備租賃包含續租及終止租賃之選擇權。該等條款用於在管理合約方面最大限度地提高操作靈活性。所擁有的大部分續租及終止租賃選擇權僅可由本集團行使，而非由各自之出租人行使。

5 估計

編製簡明綜合中期財務資料需要管理層作出對會計政策應用以及資產及負債、收入及開支之呈報金額構成影響之判斷、估計及假設。實際結果可能有別於該等估計。

於編製本簡明綜合中期財務資料時，管理層於應用本集團之會計政策時所作出之重大判斷及估計不明朗因素之主要來源與截至2019年3月31日止年度之簡明綜合財務報表所應用者一致。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

6 FINANCIAL RISK MANAGEMENT

6.1 Financial risk factors

The Group's activities expose it to a variety of financial risks, including foreign exchange risks, cash flow and fair value interest rate risks, credit risk, liquidity risk and commodity price risk.

The condensed consolidated interim financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 March 2019.

There have been no changes in the risk management department or in any risk management policies since 31 March 2019.

6.2 Liquidity risk

Compared to year ended 31 March 2019, there was no material change in the contractual undiscounted cash out flow for financial liabilities.

6.3 Fair value estimation

The carrying values of the Group's financial assets, including cash and cash equivalents, trade receivables, deposits, prepayments and other receivables, amount due from an associate, loans to an associate, and the Group's financial liabilities, including trade payable, other payables and accruals, bank borrowings and amount due to associates, are reasonable approximations of their fair values due to their short-term maturities.

The fair values of financial instruments traded in active markets are based on quoted market prices at the end of reporting period. The quoted market price used for financial assets held by the Group is the current bid price.

6 財務風險管理

6.1 財務風險因素

本集團業務承受各種財務風險，包括外匯風險、現金流量及公允值利率風險、信貸風險、流動資金風險及商品價格風險。

簡明綜合中期財務資料並無包括年度財務報表所需之所有財務風險管理資料及披露，並應與本集團於2019年3月31日之年度財務報表一併閱讀。

自2019年3月31日以來，風險管理部門或風險管理政策均無任何變動。

6.2 流動資金風險

與截至2019年3月31日止年度相比，金融負債合約性未貼現現金流出並無重大變動。

6.3 公允值估計

由於年期短，故本集團之金融資產（包括現金及現金等價物、貿易應收賬項、按金、預付賬項及其他應收賬項、應收一家聯營公司賬項、貸款予一家聯營公司）及本集團之金融負債（包括貿易應付賬項、其他應付賬項及應計款項、銀行貸款及應付聯營公司賬項）之賬面值為其公允值之合理約數。

於活躍市場買賣的金融工具的公允值，按於報告期末的市場報價計算。就本集團所持金融資產採用的市場報價為當前買入價。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

6 FINANCIAL RISK MANAGEMENT (Continued)

6.3 Fair value estimation (Continued)

The fair values of financial assets and liabilities not traded in active markets are estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

The different levels for analysis of financial instruments carried at fair values, by valuation methods, are defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2)
- Inputs for the asset and liability that are not based on observable market data (that is, unobservable inputs) (level 3)

6 財務風險管理 (續)

6.3 公允值估計 (續)

並非於活躍市場買賣的金融資產及負債之公允值，乃按本集團就類似金融工具可取得之現行市場利率貼現未來合約現金流量而估計。

下文為採用估值法按公允值列賬的金融工具的分析。已界定的不同級別如下：

- 同類資產或負債在活躍市場的報價（未經調整）（第一級）
- 除第一級所包括的報價外，資產或負債的可直接（即價格）或間接（即從價格得出）觀察所得輸入值（第二級）
- 並非根據可觀察市場數據釐定的資產及負債輸入值（即不可觀察輸入值）（第三級）

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

6 FINANCIAL RISK MANAGEMENT (Continued)

6.3 Fair value estimation (Continued)

The following tables present the Group's financial assets and liabilities that are measured at fair values at 30 September 2019.

6 財務風險管理 (續)

6.3 公允值估計 (續)

下表呈列本集團於2019年9月30日按公允值計量的金融資產及負債。

		Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
As at 30 September 2019	於2019年9月30日				
Assets	資產				
Financial assets at fair value through other comprehensive income	按公允值計入其他全面收入之金融資產	2,365	-	-	2,365
Liabilities	負債				
Gold loans with cash settlement	以現金交割之黃金借貸	547,464	-	-	547,464

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

6 FINANCIAL RISK MANAGEMENT (Continued)

6.3 Fair value estimation (Continued)

The following tables present the Group's financial assets and liabilities that are measured at fair values as at 31 March 2019.

6 財務風險管理 (續)

6.3 公允值估計 (續)

下表呈列本集團於2019年3月31日按公允值計量的金融資產及負債。

		Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
As at 31 March 2019	於2019年3月31日				
Assets	資產				
Derivative financial instruments	衍生金融工具				
– Convertible bond	– 可換股債券	–	56,219	–	56,219
Financial assets at fair value through other comprehensive income	按公允值計入其他全面收入之金融資產	3,134	–	–	3,134
Total assets	總資產	3,134	56,219	–	59,353
Liabilities	負債				
Gold loans with cash settlement	以現金交割之黃金借貸	450,889	–	–	450,889
Derivative financial instrument	衍生金融工具				
– Foreign exchange forward contract	– 外匯遠期合約	–	3,929	–	3,929
Total liabilities	總負債	450,889	3,929	–	454,818

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

6 FINANCIAL RISK MANAGEMENT (Continued)

6.3 Fair value estimation (Continued)

The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer.

There were no transfers between Level 1, Level 2 and Level 3 fair value hierarchy classifications. There were no significant changes in valuation technique during the period.

7 SEGMENT INFORMATION

The chief operating decision-maker ("CODM") has been identified as the executive directors and senior management collectively. The CODM reviews the Group's internal reporting in order to assess performance and allocate resources. The operating segments are reported in accordance with the internal reporting reviewed by the CODM.

The CODM considers the business by nature of business activities and assesses the performance of the following operating segments:

- i. Retailing—Hong Kong, Macau and overseas
- ii. Retailing—Mainland
- iii. Wholesaling—Hong Kong
- iv. Wholesaling—Mainland
- v. Licensing

CODM assesses the performance of the operating segments based on segment results. Finance income and costs, share of results of associates, corporate income and expenses are not included in the results for each operating segment that is reviewed by the CODM. Other information provided to the CODM is measured in a manner consistent with that in the condensed consolidated interim financial information.

6 財務風險管理 (續)

6.3 公允值估計 (續)

本集團之政策是於導致轉移之事件或情況變化發生之日確認公允值架構層級之轉入及轉出。

在第一、二、三級公允值層級分類之間並無轉撥。期內估值技術並無任何重大變動。

7 分部資料

執行董事及高級管理層共同獲指定為最高營運決策者(「最高營運決策者」)。最高營運決策者通過審閱本集團之內部報告來評估業績表現及分配資源。本集團根據最高營運決策者審閱之內部報告呈報經營分部。

最高營運決策者按業務活動性質劃分業務及評估下列經營分部之表現：

- i. 零售—香港、澳門及海外
- ii. 零售—內地
- iii. 批發—香港
- iv. 批發—內地
- v. 品牌業務

最高營運決策者根據分部業績評估經營分部表現。最高營運決策者審閱之各經營分部業績並未包括財務收入及費用、應佔聯營公司業績、公司收入及開支。向最高營運決策者提供之其他資料所採用計量方法與簡明綜合中期財務資料所採用者貫徹一致。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

7 SEGMENT INFORMATION (Continued)

Assets of reportable segments exclude interests in associates, certain leasehold land and buildings, investment properties, deferred income tax assets, income tax recoverable and corporate assets, all of which are managed centrally. Liabilities of reportable segments exclude deferred income tax liabilities, current income tax liabilities, bank borrowings, gold loans and corporate liabilities, all of which are managed on a central basis. These form part of the reconciliation to total assets and liabilities on the condensed consolidated balance sheet.

Sales to external customers are stated after elimination of inter-segment sales. Sales between segments are carried out at mutually agreed terms. The revenue from external parties, assets and liabilities, reported to the CODM is measured in a manner consistent with that in the condensed consolidated income statement and condensed consolidated balance sheet.

7 分部資料 (續)

可呈報分部資產不包括於聯營公司之權益、若干租賃土地及樓宇、投資物業、遞延所得稅資產、可收回所得稅以及公司資產，全部均為集中管理。可呈報分部負債不包括遞延所得稅負債、即期所得稅負債、銀行貸款、黃金借貸及公司負債，全部均為集中管理。此等資產及負債組成簡明綜合資產負債表內總資產及負債的對賬部分。

對外客戶銷售於對銷分部間銷售後列賬。分部間銷售按相互協定條款進行。向最高營運決策者呈報之來自對外客戶之收入以及資產與負債所採用計量方法與簡明綜合損益表及簡明綜合資產負債表所採用者貫徹一致。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

7 SEGMENT INFORMATION (Continued)

7 分部資料 (續)

		For the six months ended 30 September 2019 截至2019年9月30日止六個月						Reportable segments Total
		Retailing – Hong Kong, Macau and overseas 零售 – 香港、澳門及海外 HK\$'000 千港元	Retailing – Mainland 零售 – 內地 HK\$'000 千港元	Wholesaling – Hong Kong 批發 – 香港 HK\$'000 千港元	Wholesaling – Mainland 批發 – 內地 HK\$'000 千港元	Licensing 品牌業務 HK\$'000 千港元	Inter-segment elimination 分部間對銷 HK\$'000 千港元	可呈報分部總計 HK\$'000 千港元
(Unaudited)	(未經審核)							
Revenue	收入							
Sales to external customers	對外客戶銷售	3,544,238	943,121	41,728	1,318,501	-	-	5,847,588
Sales of scrap	銷售廢料	-	-	16,185	-	-	-	16,185
		3,544,238	943,121	57,913	1,318,501	-	-	5,863,773
Inter-segment sales	分部間銷售	65,986	8,286	967,187	330,447	-	(1,371,906)	-
Sales of merchandises	銷售商品	3,610,224	951,407	1,025,100	1,648,948	-	(1,371,906)	5,863,773
Royalty and service income	品牌及服務費收入	-	-	-	-	388,174	-	388,174
Consultancy fee income	顧問費收入	-	-	-	-	53,337	-	53,337
Total	總計	3,610,224	951,407	1,025,100	1,648,948	441,511	(1,371,906)	6,305,284
Results of reportable segments	可呈報分部業績	262,888	93,928	29,256	135,730	312,594	-	834,396
A reconciliation of results of reportable segments to profit for the period is as follows:	可呈報分部業績與期內溢利對賬如下:							
Results of reportable segments	可呈報分部業績							834,396
Unallocated income	未分配收入							39,323
Unallocated expenses	未分配開支							(213,248)
Operating profit	經營溢利							660,471
Finance income	財務收入							17,820
Finance costs	財務費用							(31,671)
Share of results of associates	應佔聯營公司業績							(20,608)
Profit before income tax	除所得稅前溢利							626,012
Income tax expenses	所得稅開支							(128,721)
Profit for the period	期內溢利							497,291
Less: Profit attributable to non-controlling interests	減: 非控股權益應佔溢利							(988)
Profit attributable to equity holders of the Company	本公司權益持有人應佔溢利							496,303

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

7 SEGMENT INFORMATION (Continued)

7 分部資料 (續)

		As at 30 September 2019 於2019年9月30日						
		Retailing – Hong Kong, Macau and overseas 零售 – 香港、澳門 及海外	Retailing – Mainland 零售 – 內地	Wholesaling – Hong Kong 批發 – 香港	Wholesaling – Mainland 批發 – 內地	Licensing 品牌業務	Unallocated 未分配	Total 總計
(Unaudited)	(未經審核)	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Segment assets	分部資產	5,886,193	1,820,501	1,005,166	3,143,031	518,055		12,372,946
Interests in associates	於聯營公司之權益						92,731	92,731
Land and buildings	土地及樓宇						885,185	885,185
Investment properties	投資物業						303,632	303,632
Deferred income tax assets	遞延所得稅資產						68,238	68,238
Income tax recoverable	可收回所得稅						12,124	12,124
Other unallocated assets	其他未分配資產						638,231	638,231
Total assets	總資產							14,373,087
Segment liabilities	分部負債	(1,144,676)	(30,082)	(30,329)	(192,441)	(510,564)		(1,908,092)
Deferred income tax liabilities	遞延所得稅負債						(138,821)	(138,821)
Current income tax liabilities	即期所得稅負債						(159,449)	(159,449)
Bank borrowings	銀行貸款						(1,193,006)	(1,193,006)
Gold loans	黃金借貸						(547,464)	(547,464)
Other unallocated liabilities	其他未分配負債						(78,035)	(78,035)
Total liabilities	總負債							(4,024,867)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

7 SEGMENT INFORMATION (Continued)

7 分部資料 (續)

For the six months ended 30 September 2018
截至2018年9月30日止六個月

(Unaudited)	(未經審核)	Retailing – Hong Kong, Macau and overseas	Retailing – Mainland	Wholesaling – Hong Kong	Wholesaling – Mainland	Licensing	Inter- segment elimination	Reportable segments Total
		零售 – 香港、澳門 及海外 HK\$'000 千港元	零售 –內地 HK\$'000 千港元	批發 –香港 HK\$'000 千港元	批發 –內地 HK\$'000 千港元	品牌業務 HK\$'000 千港元	分部間對銷 HK\$'000 千港元	可呈報 分部總計 HK\$'000 千港元
Revenue	收入							
Sales to external customers	對外客戶銷售	4,853,922	1,153,768	30,691	1,423,082	-	-	7,461,463
Sales of scrap	銷售廢料	-	-	16,872	-	-	-	16,872
		4,853,922	1,153,768	47,563	1,423,082	-	-	7,478,335
Inter-segment sales	分部間銷售	48,534	325	1,157,507	383,569	-	(1,589,935)	-
Sales of merchandises	銷售商品	4,902,456	1,154,093	1,205,070	1,806,651	-	(1,589,935)	7,478,335
Royalty and service income	品牌及服務費收入	-	-	-	-	346,024	-	346,024
Consultancy fee income	顧問費收入	-	-	-	-	35,095	-	35,095
Total	總計	4,902,456	1,154,093	1,205,070	1,806,651	381,119	(1,593,935)	7,859,454
Results of reportable segments	可呈報分部業績	335,443	60,956	57,727	122,778	273,281	-	850,185

A reconciliation of results of reportable segments to profit for the period is as follows:

可呈報分部業績與期內溢利對賬如下：

Results of reportable segments	可呈報分部業績	850,185
Unallocated income	未分配收入	37,758
Unallocated expenses	未分配開支	(49,961)
Operating profit	經營溢利	837,982
Finance income	財務收入	19,592
Finance costs	財務費用	(12,772)
Share of results of associates	應佔聯營公司業績	(5,988)
Profit before income tax	除所得稅前溢利	838,814
Income tax expenses	所得稅開支	(168,859)
Profit for the period	期內溢利	669,955
Less: Profit attributable to non-controlling interests	減：非控股權益應佔溢利	(4,532)
Profit attributable to equity holders of the Company	本公司權益持有人應佔溢利	665,423

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

7 SEGMENT INFORMATION (Continued)

7 分部資料 (續)

As at 31 March 2019
於2019年3月31日

(Audited)	(經審核)	Retailing – Hong Kong, Macau and overseas 零售 – 香港、澳門 及海外 HK\$'000 千港元	Retailing – Mainland 零售 –內地 HK\$'000 千港元	Wholesaling – Hong Kong 批發 –香港 HK\$'000 千港元	Wholesaling – Mainland 批發 –內地 HK\$'000 千港元	Licensing 品牌業務 HK\$'000 千港元	Unallocated 未分配 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Segment assets	分部資產	5,352,196	1,683,713	1,263,750	3,542,066	587,827		12,429,552
Interests in associates	於聯營公司之權益						13,279	13,279
Land and buildings	土地及樓宇						620,470	620,470
Investment properties	投資物業						311,716	311,716
Deferred income tax assets	遞延所得稅資產						54,643	54,643
Income tax recoverable	可收回所得稅						10,571	10,571
Other unallocated assets	其他未分配資產						983,341	983,341
Total assets	總資產							14,423,572
Segment liabilities	分部負債	(370,099)	(52,961)	(66,092)	(206,891)	(488,507)		(1,184,550)
Deferred income tax liabilities	遞延所得稅負債						(133,690)	(133,690)
Current income tax liabilities	即期所得稅負債						(149,276)	(149,276)
Bank borrowings	銀行貸款						(1,855,224)	(1,855,224)
Gold loans	黃金借貸						(450,889)	(450,889)
Other unallocated liabilities	其他未分配負債						(87,027)	(87,027)
Total liabilities	總負債							(3,860,656)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

8 OPERATING PROFIT

Operating profit is stated after charging the following:

8 經營溢利

經營溢利經扣除下列項目後列賬：

		For the six months ended 30 September 截至9月30日止六個月	
		2019 HK\$'000 千港元	2018 HK\$'000 千港元
Cost of sales (Note)	銷售成本 (附註)		
– Cost of inventories sold	– 已售存貨成本	4,296,960	5,893,319
– Cost of licensing business	– 品牌業務成本	122,081	102,502
Staff costs (including the directors' emoluments) (Note)	員工成本 (包括董事酬金) (附註)	413,871	447,517
Rental expense in respect of	租賃開支有關		
– Contingent rents	– 或然租金	–	95,621
– Minimum lease payments and short term leases	– 最低租賃付款及短期租賃	–	301,998
Expenses relating to short-term leases and variable lease payments	短期租賃及可變租賃付款 相關開支	125,880	–
Commission expenses to credit card companies	支付信用卡公司之佣金開支	36,808	51,720
Depreciation of right-of-use assets	使用權資產折舊	229,966	–
Depreciation of investment properties	投資物業折舊	4,560	587
Depreciation of property, plant and equipment	物業、廠房及設備折舊	54,732	50,240
Amortisation of land use rights	土地使用權攤銷	–	4,858
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	8,623	1,078

Note:

Staff costs (including the directors' emoluments) of HK\$157,298,000 (2018: HK\$195,663,000) are included in cost of sales.

附註：

銷售成本包括員工成本 (包括董事酬金) 157,298,000 港元 (2018年：195,663,000 港元)。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

9 OTHER INCOME

9 其他收入

		For the six months ended 30 September 截至9月30日止六個月	
		2019	2018
		HK\$'000	HK\$'000
		千港元	千港元
Government subsidies	政府補貼		
– Valued-added tax refund (Note i)	– 增值稅退款 (附註i)	6,276	128,081
– Other subsidies (Note ii)	– 其他補貼 (附註ii)	18,156	22,635
Rental income	租金收入	16,272	2,738
Others	其他	9,635	11,336
		50,339	164,790

Notes:

- (i) This represents refunds from the tax authority in Mainland. The amount of refund is based on the VAT payment made in excess of 4% of the original input VAT. The Group is entitled to the refund as it is a member of the Shanghai Diamond Exchange and the diamonds are imported through the Shanghai Diamond Exchange.
- (ii) This represents subsidies from a municipal government in Mainland.

附註：

- (i) 此為來自內地稅務機關之退款。退款金額按超過原進項增值稅4%作出之增值稅付款計算。由於本集團為上海鑽石交易所之成員，而鑽石亦透過上海鑽石交易所進口，故本集團有權獲退款。
- (ii) 此為內地市政府發放之補貼。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

10 OTHER (LOSSES)/GAINS, NET

10 其他(虧損)/收益, 淨額

		For the six months ended	
		30 September	
		截至9月30日止六個月	
		2019	2018
		HK\$'000	HK\$'000
		千港元	千港元
Net realised (losses)/gains on derivative financial instruments (Note)	衍生金融工具之已變現(虧損)/收益淨額(附註)	(26,718)	25,320
Fair value gains on convertible bond (Note 18)	可換股債券之公允值收益(附註18)	861	3,471
Net realised gains on foreign exchange forward contracts	外匯遠期合約之已變現收益淨額	5,822	5,059
Net unrealised gains on foreign exchange forward contracts	外匯遠期合約之未變現收益淨額	-	2,580
Net realised (losses)/gains on gold loans	黃金借貸之已變現(虧損)/收益淨額	(56,252)	21,974
Net unrealised (losses)/gains on gold loans (Note 27)	黃金借貸之未變現(虧損)/收益淨額(附註27)	(13,679)	15,253
Net exchange losses	匯兌虧損淨額	(43,013)	(58,355)
		(132,979)	15,302

Note:

Derivative financial instruments mainly represent gold contracts and gold future contracts. These derivative financial instruments are not qualified for hedge accounting within the context of HKFRS 9.

附註:

衍生金融工具主要指黃金合約及黃金期貨合約。於香港財務報告準則第9號當中, 該等衍生金融工具不符合作對沖會計處理。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

11 FINANCE (COSTS)/INCOME, NET

11 財務(費用)／收入，淨額

		For the six months ended	
		30 September	
		截至9月30日止六個月	
		2019	2018
		HK\$'000	HK\$'000
		千港元	千港元
Finance income	財務收入		
– Bank interest income	– 銀行利息收入	15,826	16,228
– Effective interest income on the loan to an associate	– 給予一家聯營公司的貸款之實際利息收入	792	2,129
– Interest income on the convertible bond	– 可換股債券之利息收入	1,202	856
– Interest income on the short term loans to an associate	– 給予一家聯營公司的短期貸款之利息收入	–	379
		17,820	19,592
Finance costs	財務費用		
– Interest expenses on bank borrowings	– 銀行貸款之利息開支	(15,985)	(10,595)
– Interest expenses on gold loans	– 黃金借貸之利息開支	(1,571)	(2,177)
– Interest expenses on lease liabilities	– 租賃負債之利息開支	(14,115)	–
		(31,671)	(12,772)
Finance (costs)/income, net	財務(費用)／收入，淨額	(13,851)	6,820

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

12 INCOME TAX EXPENSES

Hong Kong profits tax has been provided at the rate of 16.5% (2018: 16.5%) on the estimated assessable profits for the period.

Taxation on overseas profits has been calculated on the estimated assessable profits for the period at the rates of taxation prevailing in the countries in which the Group operates.

12 所得稅開支

香港利得稅乃按照期內估計應課稅溢利按稅率16.5% (2018年: 16.5%)計提撥備。

海外溢利之稅項乃就期內估計應課稅溢利按本集團業務所在國家當時稅率計算。

		For the six months ended 30 September 截至9月30日止六個月	
		2019 HK\$'000 千港元	2018 HK\$'000 千港元
Current taxation:	即期稅項：		
– Hong Kong profits tax	– 香港利得稅	24,116	41,588
– Overseas taxation	– 海外稅項	109,040	100,210
Deferred income tax	遞延所得稅	(4,435)	27,061
		128,721	168,859

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

13 EARNINGS PER SHARE

The calculation of basic earnings per share is based on the Group's profit attributable to equity holders of the Company of HK\$496,303,000 (2018: HK\$665,423,000) and the weighted average number of 587,107,850 (2018: 587,107,850) ordinary shares in issue during the period.

Diluted earnings per share for the six months ended 30 September 2019 and 2018 are the same as the basic earnings per share as there were no potential dilutive ordinary shares outstanding during the period.

14 DIVIDENDS

At a meeting held on 27 June 2019, the directors of the Company recommended the payment of a final dividend of HK\$0.60 per ordinary share, amounting to a total dividend of HK\$352,265,000 for the year ended 31 March 2019. Such dividend was approved by the shareholders at the Annual General Meeting of the Company on 22 August 2019 and has been reflected as an appropriation of retained earnings for the period ended 30 September 2019.

At a meeting held on 28 November 2019, the directors declared the payment of an interim dividend of HK\$0.50 per ordinary share, amounting to a total dividend of HK\$293,554,000. This proposed dividend has not been reflected as a dividend payable in these condensed consolidated interim financial information, but will be reflected as an appropriation of retained earnings for the period ended 30 September 2019.

13 每股盈利

每股基本盈利乃根據本公司權益持有人應佔本集團溢利496,303,000港元(2018年: 665,423,000港元)及期內已發行普通股之加權平均數587,107,850股(2018年: 587,107,850股)計算。

由於期內並無已發行具潛在攤薄效應的普通股,故截至2019年及2018年9月30日止六個月之每股攤薄盈利與每股基本盈利相同。

14 股息

於2019年6月27日舉行之會議上,本公司董事建議派付截至2019年3月31日止年度之末期股息每股普通股0.60港元,股息總計為352,265,000港元。有關股息獲股東在本公司於2019年8月22日舉行之股東週年大會批准,並已反映為截至2019年9月30日止期間之保留盈利分配。

於2019年11月28日舉行之會議上,董事宣派中期股息每股普通股0.50港元,股息總計為293,554,000港元。此建議股息並未在此等簡明綜合中期財務資料中列作應付股息,惟將反映為截至2019年9月30日止期間之保留盈利分配。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

15 CAPITAL EXPENDITURES

15 資本開支

		Property, plant and equipment 物業、廠房 及設備 HK\$'000 千港元 Note 附註	Land use rights 土地 使用權 HK\$'000 千港元	Investment properties 投資物業 HK\$'000 千港元	Right-of- use assets 使用權資產 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Net book value, as at 31 March 2019	賬面淨值· 於2019年3月31日	951,782	483,131	311,716	-	1,746,629
Change in accounting policy (Note 4)	會計政策變動(附註4)	(2,714)	(483,131)	-	1,179,467	693,622
Net book value, as at 1 April 2019 (restated)	賬面淨值· 於2019年4月1日(經重列)	949,068	-	311,716	1,179,467	2,440,251
Additions	添置	58,589	-	-	411,208	469,797
Disposals	出售	(9,068)	-	-	-	(9,068)
Depreciation/amortisation for the period	期內折舊/攤銷	(54,732)	-	(4,560)	(229,966)	(289,258)
Exchange differences	匯兌差額	(13,442)	-	(3,524)	(31,050)	(48,016)
Net book value, as at 30 September 2019	賬面淨值· 於2019年9月30日	930,415	-	303,632	1,329,659	2,563,706
Net book value, as at 1 April 2018	賬面淨值·於2018年4月1日	547,659	273,019	35,810	-	856,488
Additions	添置	617,622	-	22,108	-	639,730
Disposals	出售	(2,783)	-	-	-	(2,783)
Depreciation/amortisation for the period	期內折舊/攤銷	(50,240)	(4,858)	(587)	-	(55,685)
Exchange differences	匯兌差額	(18,305)	(24,608)	(1,793)	-	(44,706)
Net book value, as at 30 September 2018	賬面淨值·於2018年9月30日	1,093,953	243,553	55,538	-	1,393,044

Note:

As at 30 September 2019, leasehold land of HK\$482,346,000 (31 March 2019: HK\$491,031,000) were classified under property, plant and equipment.

附註:

於2019年9月30日·租賃土地482,346,000港元(2019年3月31日: 491,031,000港元)乃分類至物業、廠房及設備。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

16 INTERESTS IN ASSOCIATES

16 於聯營公司之權益

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Interests in associates	於聯營公司之權益	92,731	13,279
Amount due from an associate (Note i)	應收一家聯營公司賬項 (附註i)	-	3,078
Amount due to associates (Note i)	應付聯營公司賬項(附註i)	(4,754)	(2,715)
For the six months ended			
30 September			
截至9月30日止六個月			
		2019 HK\$'000 千港元	2018 HK\$'000 千港元
As at 1 April	於4月1日	13,279	67,593
Share of results of associates for the period (Note ii)	應佔聯營公司期內業績 (附註ii)	(20,608)	(5,988)
Share of reserve movement of associates for the period	應佔聯營公司期內儲備變動	60	(3,260)
Reclassified from loan to an associate (Note 17)	從貸款予一家聯營公司重新分類(附註17)	100,000	-
As at 30 September	於9月30日	92,731	58,345

Notes:

- (i) Amount due from/(to) associates are trade in nature. Amount due from/(to) associates are denominated in HK\$ and are unsecured, interest-free and repayable on demand.
- (ii) The financial year of one of the associates is not conterminous with that of the Group and the financial statements used for equity accounting are for the 6 months period ended 30 June 2019. This associate uses 30 June as its financial year to conform with its holding company's reporting date.

附註：

- (i) 應收／(應付)聯營公司賬項屬貿易性質。應收／(應付)聯營公司賬項以港元計值，並為無抵押、免息及須按要求償還。
- (ii) 一家聯營公司之財政年度與本集團不同，其財務報表乃採用權益會計法，涵蓋截至2019年6月30日止六個月期間。該聯營公司採用6月30日作為其財政年度年結日，以與其控股公司的報告日期一致。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

16 INTERESTS IN ASSOCIATES (Continued)

Notes: (Continued)

- (iii) The Group's associates did not have any significant commitments as at 30 September 2019 and 31 March 2019.

17 LOAN TO AN ASSOCIATE

16 於聯營公司之權益 (續)

附註：(續)

- (iii) 本集團之聯營公司於2019年9月30日及2019年3月31日並無任何重大承擔。

17 貸款予一家聯營公司

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Non-current portion	非流動部分		
Loan to an associate	貸款予一家聯營公司	100,000	99,208
Reclassified as interest in an associate	重新分類為於一家 聯營公司之權益	(100,000)	-
		-	99,208

Note:

In connection with the acquisition of China Gold Silver Group Company Limited ("CGS"), an associate, on 6 June 2014, the Group and Hong Kong Resources Holdings Limited ("HKRH") each agreed to provide funding of HK\$100,000,000 to CGS by way of shareholder loan for general working capital and business expansion purpose. The shareholder loan was unsecured, interest-free and not to be repaid within one year after the end of the reporting period.

During the period ended 30 September 2019, having considered the financial position and future business development of CGS, it is not expected that this shareholder loan will be demanded for in the near future and therefore the balance is reclassified as part of interest in an associate.

附註：

就於2014年6月6日收購聯營公司中國金銀集團有限公司(「中國金銀」)，本集團及香港資源控股有限公司(「香港資源控股」)均同意透過一筆股東貸款，向中國金銀提供100,000,000港元資金，作為一般營運資金及用於業務擴充。股東貸款乃無抵押、免息，且毋須於報告期結束後一年內償還。

於截至2019年9月30日止期間，經考量中國金銀之財務狀況及未來業務發展後，本集團預計該筆股東貸款將不會於近期內被要求償還，因此該結餘重新分類為於一家聯營公司之權益之一部分。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

18 DERIVATIVE FINANCIAL INSTRUMENTS

18 衍生金融工具

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Assets			
Current asset			
Convertible bond (Note i)	可換股債券 (附註i)	-	56,219
Liabilities			
Current liabilities			
Foreign exchange forward contracts (Note ii)	外匯遠期合約 (附註ii)	-	3,929

Note:

- (i) On 6 June 2014, the Group subscribed a convertible bond of HKRH of HK\$57,080,000 with 3% interest rate per annum and 5 years of maturity from the date of issuance. The conversion period commences on the 2nd anniversary of the issue date and expires on the date which is three days before its maturity. The convertible bond comprises a loan receivable component and option component which together have been designated as derivative financial instrument by the Group. The convertible bond was initially recognised at HK\$57,080,000 and subsequently revalued to HK\$56,219,000 at year ended 31 March 2019.

附註：

- (i) 於2014年6月6日，本集團認購香港資源控股可換股債券57,080,000港元，年利率3%，由發行日期起計5年內到期。換股期於發行日期後兩週年開始至到期日前3天當日屆滿。可換股債券包括應收貸款部分及購股權部分，一併由本集團指定為衍生金融工具。可換股債券按57,080,000港元進行初步確認，其後於截至2019年3月31日止年度重估為56,219,000港元。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

18 DERIVATIVE FINANCIAL INSTRUMENTS

(Continued)

Note: (Continued)

(i) (Continued)

The fair values as at 31 March 2019 was valued by an independent valuer using the Trinomial Tree Model. The key assumptions used are as follows:

		As at 31 March 2019 於2019年 3月31日
Share price of HKRH	香港資源控股股份價格	HK\$0.16港元
Exercise price*	行使價*	HK\$0.712港元
Dividend yield	股息利率	0%
Effective interest rate	實際利率	16.46%
Volatility	波幅	33.94%
Risk free rate	無風險率	1.37%

For the period ended 30 September 2019, the fair value gains of HK\$861,000 (2018: HK\$3,471,000) was included under "Other (losses)/gains, net" in the condensed consolidated interim income statement.

On 26 June 2019, the Group entered into an agreement with HKRH to extend the final repayment date of the convertible bond to 9 September 2019. It bore an interest rate at 8% per annum from 6 June 2019 to the date of repayment. Since conversion option are expired, it was reclassified to other receivables and subsequently accounted for at amortised cost (Note 19).

* Pursuant to the resolution passed by HKRH on 17 July 2018 and with effective from 18 July 2018, every four issued and unissued ordinary shares of HKRH with par value of HK\$0.01 each are consolidated into one consolidated ordinary share of the HKRH with par value of HK\$0.04 (the "Share Consolidation"). Upon the completion of the Share Consolidation and according to the terms of the convertible bond of HKRH, the exercise price was adjusted.

(ii) The notional amount of the outstanding Renminbi ("RMB") denominated foreign exchange forward contracts as at 31 March 2019 represented RMB exchange forward contract of HK\$239,492,000.

18 衍生金融工具 (續)

附註：(續)

(i) (續)

2019年3月31日的公允價值由獨立估值師採用三叉樹模型進行估算。所採用的關鍵假設如下：

	於截至2019年9月30日止期間，公允價值收益 861,000港元 (2018年：3,471,000港元) 計入 簡明綜合中期損益表之「其他 (虧損) / 收益，淨額」。
於2019年6月26日，本集團與香港資源控股訂立一份協議以將可換股債券之最後還款日期延長至2019年9月9日，且自2019年6月6日起至還款日期按年利率8%計息。由於轉換權屆滿，該債券重新分類至其他應收賬項，且其後按攤銷成本入賬 (附註19)。	

於截至2019年9月30日止期間，公允價值收益861,000港元 (2018年：3,471,000港元) 計入簡明綜合中期損益表之「其他 (虧損) / 收益，淨額」。

於2019年6月26日，本集團與香港資源控股訂立一份協議以將可換股債券之最後還款日期延長至2019年9月9日，且自2019年6月6日起至還款日期按年利率8%計息。由於轉換權屆滿，該債券重新分類至其他應收賬項，且其後按攤銷成本入賬 (附註19)。

* 根據香港資源控股於2018年7月17日通過並於2018年7月18日生效之決議案，香港資源控股每四股每股面值為0.01港元之已發行及未發行普通股合併為香港資源控股一股面值為0.04港元的合併普通股 (「股份合併」)。股份合併完成時及根據香港資源控股可換股債券的條款，行使價已予調整。

(ii) 於2019年3月31日，未平倉以人民幣 (「人民幣」) 計值之外匯遠期合約之名義金額指人民幣外匯遠期合約239,492,000港元。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

19 DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

19 按金、預付賬項及其他應收賬項

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Non-current	非即期		
Rental deposits	租金按金	100,460	102,334
Prepayments (Note i)	預付賬項 (附註i)	212,495	2,767
		312,955	105,101
Current	即期		
Rental deposits	租金按金	62,515	53,584
Value-added tax recoverable	可收回增值稅	137,279	223,807
Prepayments	預付賬項	95,618	88,362
Amount due from HKRH (Note ii)	應收香港資源控股賬項 (附註ii)	57,080	1,017
Other receivables	其他應收賬項	50,046	57,955
Other deposits	其他按金	37,351	49,289
		439,889	474,014
Less: Provision for loss allowance (Note ii)	減：虧損準備撥備 (附註ii)	(57,080)	-
		382,809	474,014
		695,764	579,115

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

19 DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES (Continued)

Note:

- (i) As at 30 September 2019, included in non-current prepayment is an amount of HK\$209,894,000, equivalent to RMB193,719,000, prepaid for the acquisition of several commercial properties located in Mainland.
- (ii) The amount due from HKRH represents the convertible bond reclassified from derivatives financial instruments upon expiry of the conversion options. It bore an interest rate of 8% per annum and the repayment was scheduled to be repaid on 9 September 2019. Up to the date of the report, the balance has been overdue and remain outstanding. On 2 October 2019, the Group served a statutory demand to HKRH to request for repayment and on 24 October 2019, the Group further filed a petition with the Hong Kong Court to wind-up HKRH which is due for hearing in January 2020. In view of the situation, the Group has made a full provision on the outstanding balance under HKFRS 9 to reflect the expected credit losses.

The carrying amounts of the deposits, prepayments and other receivables approximate their fair values.

20 INVENTORIES

The inventories net of provision are as follows:

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Finished goods	製成品	8,083,791	9,248,683
Raw materials	原材料	30,315	72,839
		8,114,106	9,321,522

At 30 September 2019, inventories carried at net realisable value amounted to approximately HK\$323,222,000 (As at 31 March 2019: HK\$268,182,000).

19 按金、預付賬項及其他應收賬項 (續)

附註：

- (i) 於2019年9月30日，非流動預付款項中209,894,000港元（相當於人民幣193,719,000元）為有關收購於內地的若干商業物業的預付款項。
- (ii) 應收香港資源控股賬項指於轉換權屆滿時由衍生金融工具重新分類之可換股債券，按年利率8%計息，且原定於2019年9月9日償還。截至本報告日期，餘額已逾期且仍尚未償還。於2019年10月2日，本集團已向香港資源控股發出法定要求償債書要求還款，於2019年10月24日，本集團再次向香港法院提交申請以將香港資源控股清盤，此次申請預計於2020年1月舉行聆訊。在此情況下，本集團根據香港財務報告準則第9號就尚未償還結餘作出全額撥備以反映預期信貸虧損。

按金、預付賬項及其他應收賬項之賬面值與其公允值相若。

20 存貨

扣除撥備之存貨如下：

於2019年9月30日，按可變現淨值列賬之存貨約為323,222,000港元（於2019年3月31日：268,182,000港元）。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

21 TRADE RECEIVABLES

The Group's sales comprised mainly cash sales and credit card sales. Concessionaire sales through department stores and sales to wholesale customers are generally on credit terms ranging from 0 to 90 days.

The ageing of trade receivables by invoice date is as follows:

21 貿易應收賬項

本集團銷售主要包括現金銷售及信用卡銷售。百貨商場特許銷售及向批發客戶銷售之信貸期一般介乎0至90日。

按發票日期劃分之貿易應收賬項之賬齡如下：

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
0–30 days	0至30日	185,196	311,167
31–60 days	31至60日	25,634	34,784
61–90 days	61至90日	4,210	12,103
91–120 days	91至120日	3,529	2,214
Over 120 days	超過120日	2,779	3,703
		221,348	363,971
Less: Provision for impairment of trade receivables	減：貿易應收賬項減值撥備	(267)	(1,296)
Trade receivables, net	貿易應收賬項·淨額	221,081	362,675

The carrying amounts of trade receivables approximate their fair values.

貿易應收賬項之賬面值與其公允值相若。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

22 CASH AND CASH EQUIVALENTS

22 現金及現金等價物

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Short-term bank deposits, with maturity less than 3 months	到期日少於三個月的短期 銀行存款	225,874	224,796
Cash at bank and on hand	銀行存款及手頭現金	2,278,029	1,861,726
Total cash and cash equivalents	現金及現金等價物總額	2,503,903	2,086,522

23 TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS

23 貿易應付賬項、其他應付賬項及應計款項

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Trade payables	貿易應付賬項	123,837	292,456
Deposits from licensees	來自品牌商之訂金	360,957	345,269
Salaries and welfare payables	應付薪金及福利	198,838	206,959
Other payables	其他應付賬項	103,483	105,086
Accrued expenses	應計費用	10,995	26,070
		798,110	975,840

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

23 TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS (Continued)

The ageing of trade payables is as follows:

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
0–30 days	0至30日	118,185	255,580
31–60 days	31至60日	4,234	25,396
61–90 days	61至90日	1,181	7,908
91–120 days	91至120日	148	2,663
Over 120 days	超過120日	89	909
		123,837	292,456

The carrying amounts of trade payables and other payables approximate their fair values.

23 貿易應付賬項、其他應付賬項及應計款項(續)

貿易應付賬項之賬齡如下：

貿易應付賬項及其他應付賬項之賬面值與其公允值相若。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

24 SHARE CAPITAL

24 股本

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Authorised:	法定：		
800,000,000 (As at 31 March 2019: 800,000,000) ordinary shares of HK\$0.1 each	800,000,000股（於2019年 3月31日：800,000,000 股）每股面值0.1港元之 普通股	80,000	80,000
Issued and fully paid:	已發行及繳足：		
587,107,850 (As at 31 March 2019: 587,107,850) ordinary shares of HK\$0.1 each	587,107,850股（於2019年 3月31日：587,107,850 股）每股面值0.1港元之 普通股	58,710	58,710

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

25 RESERVES

25 儲備

		Capital reserve	Capital redemption reserve	Financial asset at fair value through other comprehensive income revaluation reserve	Exchange reserve	Statutory reserves	Other reserve	Retained earnings	Total
		資本儲備	資本贖回儲備	按公允價值計入其他全面收入之金融資產重估儲備	匯兌儲備	法定儲備	其他儲備	保留盈利	總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
For the period ended 30 September 2019 截至2019年9月30日止期間									
As at 31 March 2019	於2019年3月31日	135,713	200	(8,890)	(119,228)	92,620	17,569	7,846,536	7,964,520
Change in accounting policy (Note 4)	會計政策變動(附註4)	-	-	-	-	-	-	(24,479)	(24,479)
Restated total equity as at 1 April 2019	於2019年4月1日之重列權益總額	135,713	200	(8,890)	(119,228)	92,620	17,569	7,822,057	7,940,041
Comprehensive income	全面收入								
Profit attributable to equity holders of the Company	本公司權益持有人應佔溢利	-	-	-	-	-	-	496,303	496,303
Other comprehensive income	其他全面收入								
Currency translation differences	匯兌差額								
- Group	- 本集團	-	-	-	(327,978)	-	-	-	(327,978)
- Associates	- 聯營公司	-	-	-	60	-	-	-	60
Revaluation of financial assets at fair value through other comprehensive income	按公允價值計入其他全面收入之金融資產價值變動	-	-	(769)	-	-	-	-	(769)
Total comprehensive income	全面總收入	-	-	(769)	(327,918)	-	-	496,303	167,616
Transactions with owners	與擁有人之交易								
Dividends paid	已付股息	-	-	-	-	-	-	(352,265)	(352,265)
At 30 September 2019	於2019年9月30日	135,713	200	(9,659)	(447,146)	92,620	17,569	7,966,095	7,755,392

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

25 RESERVES (Continued)

25 儲備(續)

		Capital reserve	Capital redemption reserve	Available-for-sale financial assets revaluation reserve	Financial asset at fair value through other comprehensive income revaluation reserve	Exchange reserve	Statutory reserves	Other reserve	Retained earnings	Total
		資本儲備	資本贖回儲備	可供出售金融資產重估儲備	按公允價值計入其他全面收入之金融資產重估儲備	匯兌儲備	法定儲備	其他儲備	保留盈利	總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
For the period ended 30 September 2018 截至2018年9月30日止期間										
As at 31 March 2018	於2018年3月31日	135,713	200	(5,949)	-	190,489	92,620	17,569	7,051,377	7,482,019
Change in accounting policies	會計政策變動	-	-	5,949	(5,949)	-	-	-	(50,003)	(50,003)
Restated total equity as at 1 April 2018	於2018年4月1日之重列權益總額	135,713	200	-	(5,949)	190,489	92,620	17,569	7,001,374	7,432,016
Comprehensive income 全面收入										
Profit attributable to equity holders of the Company	本公司權益持有人應佔溢利	-	-	-	-	-	-	-	665,423	665,423
Other comprehensive income 其他全面收入										
Currency translation differences	匯兌差額									
- Group	- 本集團	-	-	-	-	(422,718)	-	-	-	(422,718)
- Associates	- 聯營公司	-	-	-	-	(3,260)	-	-	-	(3,260)
Revaluation of financial assets at fair value through other comprehensive income	按公允價值計入其他全面收入之金融資產價值變動	-	-	-	(2,134)	-	-	-	-	(2,134)
Total comprehensive income 全面總收入		-	-	-	(2,134)	(425,978)	-	-	665,423	237,311
Transactions with owners 與擁有人之交易										
Dividends paid	已付股息	-	-	-	-	-	-	-	(322,909)	(322,909)
At 30 September 2018	於2018年9月30日	135,713	200	-	(8,083)	(235,489)	92,620	17,569	7,343,888	7,346,418

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

26 BANK BORROWINGS

26 銀行貸款

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Bank borrowings, secured	銀行貸款·有抵押	555,006	983,244
Bank borrowings, unsecured	銀行貸款·無抵押	638,000	871,980
		1,193,006	1,855,224

As at 30 September 2019, bank borrowings of HK\$555,006,000 (as at 31 March 2019: HK\$983,244,000) were secured by land and building of HK\$565,674,000 (as at 31 March 2019: HK\$575,864,000) and investment properties of HK\$21,526,000 (as at 31 March 2019: HK\$21,914,000).

The Group's secured and unsecured bank borrowings bear interest at floating rates effectively ranging from 2.2%–2.8% (as at 31 March 2019: 1.9%–3.1%) per annum and were denominated in HK\$.

The carrying amounts of the bank borrowings approximated their fair values, as the impact of discounting was not significant due to their short-term maturities.

於2019年9月30日，銀行貸款555,006,000港元（於2019年3月31日：983,244,000港元）乃以土地及樓宇565,674,000港元（於2019年3月31日：575,864,000港元）以及投資物業21,526,000港元（於2019年3月31日：21,914,000港元）作抵押。

本集團的有抵押及無抵押銀行貸款按浮動利率計息，實際年利率介乎2.2%–2.8%（於2019年3月31日：1.9%–3.1%），以港元計值。

因銀行貸款的期限較短，貼現影響不大，因此，銀行貸款的賬面值與其公允值相若。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

27 GOLD LOANS

Gold loans are measured at fair value at the end of each reporting period and the change in fair value is recognised in “Other (losses)/gains, net” in the condensed consolidated income statement.

As at 30 September 2019, gold loans of HK\$547,464,000 (as at 31 March 2019: HK\$450,889,000) represent borrowings from banks of which the repayment amounts are pledged with gold prices.

As at 30 September 2019, the gold loans are interest bearing at 0.65% per annum (as at 31 March 2019: 0.9% – 0.98%), with original maturity of 1–3 months (as at 31 March 2019: 1–3 months) from date of inception.

The net unrealised loss on gold loans arising from change in fair value of HK\$13,679,000 (2018: net unrealised gain of HK\$15,253,000) has been recognised in “Other (losses)/gains, net” in the condensed consolidated income statement.

27 黃金借貸

黃金借貸乃於各報告期末按公允值計量及公允值變動於簡明綜合損益表「其他(虧損)/收益·淨額」中確認。

於2019年9月30日，黃金借貸547,464,000港元(於2019年3月31日：450,889,000港元)為銀行貸款，當中還款額以黃金價格作依據。

於2019年9月30日，黃金借貸按0.65%(於2019年3月31日：0.9%–0.98%)之年利率計息，原到期日為自其開始日起計1至3個月(於2019年3月31日：1至3個月)。

黃金借貸公允值變動所產生之未變現虧損淨額13,679,000港元(2018年：未變現收益淨額15,253,000港元)乃於簡明綜合損益表「其他(虧損)/收益·淨額」中確認。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

28 COMMITMENTS

(a) Capital commitments

28 承擔

(a) 資本承擔

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Contracted but not provided for:	已訂約但未作出撥備：		
– property, plant and equipment	– 物業、廠房及設備	14,610	11,090
– investment in an financial asset at fair value through other comprehensive income	– 投資按公允值計入 其他全面收入之 金融資產	6,068	6,456
Total capital commitments contracted but not provided for	已訂約但未作出撥備之 資本承擔總額	20,678	17,546

As at 30 September 2019, the Group had entered into properties lease agreements in respect of right-of-use assets and lease liabilities of HK\$61,982,000 which are contracted but not yet commenced.

於2019年9月30日，本集團已就使用權資產及租賃負債61,982,000港元訂立物業租賃協議，有關協議已訂約惟尚未開始。

(b) Commitments under short-term leases

As at 30 September 2019, the Group had commitments under short-term leases of HK\$52,486,000 which will be recognised as an expense in the forthcoming consolidated income statement.

(b) 短期租賃承擔

於2019年9月30日，本集團之短期租賃承擔52,486,000港元將於即將刊發之綜合損益表內確認為開支。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

28 COMMITMENTS (Continued)

(c) Future lease receipts

Future aggregate minimum lease receipts under non-cancellable leases in respect of certain investment properties are as follows:

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元
Not later than one year	一年內	35,576	23,599
Later than one year and not later than five years	一年後但不超過五年	186,207	207,076
		221,783	230,675

29 FINANCIAL GUARANTEE

As at 30 September 2019, the Group had an outstanding financial guarantee amounting to HK\$1,075,000,000 (31 March 2019: HK\$1,075,000,000) issued to several banks in respect of 50% of the aggregated amount of bank facilities granted to an associate. As at 30 September 2019, the bank facilities utilised by the associate was approximately HK\$1,786,000,000 (31 March 2019: HK\$1,834,000,000). It was estimated that the fair value of the corporate guarantee provided by the Company to the associate in respect of the above banking facilities as at 30 September 2019 is insignificant to the Group.

Subsequent to 30 September 2019, the other guarantor of the above banking facilities of the associates has failed to comply with certain undertakings as stipulated in the agreements with certain banks and such non-compliance may cause an event of default or cross-default in respect of other bank borrowings of the associate. The associate has subsequently obtained written letters and confirmations from the relevant banks to waive their rights arising from the non-compliance of this guarantor's undertaking and to confirm that no event of default has occurred.

28 承擔(續)

(c) 未來租賃收益

根據不可撤銷之租賃而於未來收取之有關若干投資物業之最低租金總額如下：

29 財務擔保

於2019年9月30日，本集團就授予一家聯營公司的銀行融資總額之50%向若干銀行發出的未償還財務擔保為1,075,000,000港元（2019年3月31日：1,075,000,000港元）。於2019年9月30日，聯營公司已動用銀行融資約1,786,000,000港元（2019年3月31日：1,834,000,000港元）。預計於2019年9月30日本公司就上述銀行融資向聯營公司提供之公司擔保之公允值就本集團而言並不重大。

於2019年9月30日之後，聯營公司上述銀行融資之其他擔保人未遵守與若干銀行之協議所規定之若干承諾，而有關未遵守情況可能導致聯營公司其他銀行貸款之違約或交叉違約事件。聯營公司其後自相關銀行獲得書面函件及確認書，放棄其因有關擔保人未有遵守該承諾而享有之權利，並確認並未發生違約事件。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

30 RELATED PARTY TRANSACTIONS

The major shareholder of the Company is Luk Fook (Control) Limited (“Luk Fook Control”), a company incorporated in the British Virgin Islands, which directly owns 39.89% of the Company’s shares. The remaining shares of the Company are widely held.

Mr. Wong Wai Sheung and his family including Mr. Wong Ho Lung, Danny and Ms. Wong Lan Sze, Nancy, are discretionary beneficiaries of the Wong’s Family Trust (the “Trust”). The Trust is the beneficial owner of the entire issued share capital of Kwai Kee Cheung Jewellery & Goldsmith Company Limited which is the beneficial owner of 36.72% of issued shares of Luk Fook Control. The remaining shares of Luk Fook Control are held by various shareholders.

Mr. Wong Wai Sheung, Mr. Wong Ho Lung, Danny, and Ms. Wong Lan Sze, Nancy are directors of the Company.

(a) The Group has entered into supplementary licensing and maintenance agreements with GS Tech Company Limited (92% owned by the Trust) to acquire a licence to use certain computer programs and to receive maintenance services. For the six months ended 30 September 2019, license fee of HK\$1,103,000 (2018: Nil) was capitalised in the condensed consolidated balance sheet and maintenance services fee of HK\$2,333,000 (2018: HK\$1,790,000) was charged to the condensed consolidated income statement, respectively.

(b) Transactions with associates

Details of balances with associates are disclosed in Note 16 and Note 17 to the condensed consolidated interim financial information.

30 關連人士之交易

本公司之主要股東為六福(控股)有限公司(「六福控股」)，為於英屬維爾京群島註冊成立之公司，直接擁有本公司39.89%股份。本公司餘下股份分散持有。

黃偉常先生及其家屬(包括黃浩龍先生及黃蘭詩女士)為黃氏家族信託(「信託」)之全權受益人。信託為桂記祥珠寶金行有限公司全部已發行股本之實益擁有人，桂記祥珠寶金行有限公司為六福控股36.72%已發行股份之實益擁有人。六福控股餘下股份由多名股東持有。

黃偉常先生、黃浩龍先生及黃蘭詩女士均為本公司董事。

(a) 本集團已與金星資訊顧問有限公司(其92%權益由信託擁有)訂立特許及維修補充協議，以獲得使用若干電腦程式及取得維修服務之特許權。截至2019年9月30日止六個月，特許權費用1,103,000港元(2018年：無)已於簡明綜合資產負債表資本化及維修服務費2,333,000港元(2018年：1,790,000港元)已於簡明綜合損益表內扣除。

(b) 與聯營公司之交易

與聯營公司之結餘詳情於簡明綜合中期財務資料附註16及附註17披露。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

30 RELATED PARTY TRANSACTIONS (Continued) (c) Transactions with associates

30 關連人士之交易(續) (c) 與聯營公司之交易

		For the six months ended 30 September 截至9月30日止六個月	
		2019 HK\$'000 千港元	2018 HK\$'000 千港元
		Note 附註	
Sales of goods	銷售貨品	(i)	11,570
Sales return	銷售退回	(i)	–
Subcontracting fee paid	已付分包費用	(i)	14,427
Rental income	租金收入	(i)	1,954
Management fee income	管理費收入	(i)	454
Purchases of goods	購貨	(i)	–
Licensing fee paid	已付品牌業務費用	(i)	–
Interest income on loan to an associate	貸款予一家聯營公司之 利息收入	11	379

(i) Sales of goods, sales return, subcontracting fee paid, rental income, purchase of goods, licensing fee paid and management fee income were charged at terms based on mutual agreements.

(ii) As set out in Note 29, the Group had financial guarantee amounting to HK\$1,075,000,000 (As at 31 March 2019: HK\$1,075,000,000) issued to several banks in respect of banking facilities granted to an associate.

(i) 銷售貨品、銷售退回、已付分包費用、租金收入、購貨、已付品牌業務費用及管理費收入乃根據相互協議釐定之條款收取。

(ii) 誠如附註29所載，本集團就授予一家聯營公司的銀行融資向若干銀行發出的財務擔保為1,075,000,000港元（於2019年3月31日：1,075,000,000港元）。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

30 RELATED PARTY TRANSACTIONS (Continued)

(d) Key management compensation

Key management includes directors (executive and non-executive) and senior management of the Group. The compensation paid or payable to key management for employee services is shown below.

		For the six months ended 30 September 截至9月30日止六個月	
		2019 HK\$'000 千港元	2018 HK\$'000 千港元
Director's fees	董事袍金	1,085	1,085
Salaries, allowances and benefits-in-kind	薪金、津貼及實物利益	31,522	31,323
Contributions to pension plan	退休金計劃供款	304	294
		32,911	32,702

- (e) The Group has entered into a lease agreement of a premise with tenancy period of 36 months with New Merit Corporation Limited, an entity jointly controlled by Mr Wong Wai Sheung and other two independent third parties.

In respect of the lease agreement, as at 30 September 2019, rental deposits of HK\$2,550,000 (31 March 2019: HK\$2,550,000), right-of-use asset of HK\$12,724,000 (31 March 2019: Nil) and lease liability of HK\$12,520,000 (31 March 2019: Nil) were recognised in the condensed consolidated balance sheet. For the six months ended 30 September 2019, interest expense and repayment of lease liabilities were HK\$3,977,000 (2018: rental expense was HK\$4,268,000). These transactions were carried out at terms mutually agreed between the respective parties.

30 關連人士之交易 (續)

(d) 主要管理層酬金

主要管理層包括本集團董事(執行及非執行)及高級管理人員。就僱員提供之服務而已付或應付主要管理層之酬金如下。

For the six months ended
30 September
截至9月30日止六個月

2019 HK\$'000 千港元	2018 HK\$'000 千港元
-------------------------	-------------------------

Director's fees	董事袍金	1,085	1,085
Salaries, allowances and benefits-in-kind	薪金、津貼及實物利益	31,522	31,323
Contributions to pension plan	退休金計劃供款	304	294
		32,911	32,702

- (e) 本集團與新德行有限公司(由黃偉常先生及另外兩名獨立第三方共同控制的實體)訂立一間物業的租賃協議,租期為36個月。

就租賃協議而言,於2019年9月30日,於簡明綜合資產負債表確認租賃按金2,550,000港元(2019年3月31日:2,550,000港元)、使用權資產12,724,000港元(2019年3月31日:無)及租賃負債12,520,000港元(2019年3月31日:無)。截至2019年9月30日止六個月,利息開支及償還租賃負債共為3,977,000港元(2018年:租賃開支為4,268,000港元)。該等交易乃按相關訂約方互相協定的條款進行。



CORPORATE INFORMATION

企業資料

DIRECTORS

Executive Directors:

Mr. WONG Wai Sheung (*Chairman and Chief Executive Officer*)
Mr. TSE Moon Chuen (*Deputy Chairman*)
Ms. WONG Hau Yeung
Ms. WONG Lan Sze, Nancy
Dr. CHAN So Kuen
Ms. CHUNG Vai Ping (*Resigned on 1 October 2019*)

Non-executive Directors:

Mr. WONG Ho Lung, Danny (*Deputy Chairman*)
Ms. YEUNG Po Ling, Pauline
Mr. HUI Chiu Chung, JP
Mr. LI Hon Hung, BBS, MH, JP

Independent Non-executive Directors:

Mr. TAI Kwok Leung, Alexander
Mr. IP Shu Kwan, Stephen, GBS, JP
Mr. MAK Wing Sum, Alvin
Ms. WONG Yu Pok, Marina, JP
Mr. HUI King Wai

COMPANY SECRETARY

Dr. CHAN So Kuen

LEGAL ADVISERS

K&L Gates
Cleary Gottlieb Steen & Hamilton (Hong Kong)

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants

REGISTERED OFFICE

Victoria Place, 5th Floor
31 Victoria Street
Hamilton HM 10
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

15th, 20th, 25th & 27th Floor
Metropole Square
No.2 On Yiu Street, Shatin
New Territories, Hong Kong
Tel: (852) 2308 1218
Fax: (852) 2374 1696
E-mail: group@lukfook.com
Website: lukfook.com

PRINCIPAL BANKERS

Hang Seng Bank Limited
DBS Bank (Hong Kong) Limited
Citibank, N.A. Hong Kong Branch
The Hongkong and Shanghai Banking Corporation Limited
MUFG Bank, Ltd.

SHARE REGISTRAR

Estera Management (Bermuda) Limited

SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Computershare Hong Kong Investor Services Limited
Rooms 1712-1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

董事

執行董事：

黃偉常先生 (*主席兼行政總裁*)
謝滿全先生 (*副主席*)
王巧陽女士
黃蘭詩女士
陳素娟博士
鍾惠冰女士 (*於2019年10月1日辭任*)

非執行董事：

黃浩龍先生 (*副主席*)
楊寶玲女士
許照中太平紳士
李漢雄BBS·MH太平紳士

獨立非執行董事：

戴國良先生
葉澍堃GBS太平紳士
麥永森先生
黃汝璞太平紳士
許競威先生

公司秘書

陳素娟博士

法律顧問

高蓋茨律師事務所
佳利(香港)律師事務所

核數師

羅兵咸永道會計師事務所
執業會計師

註冊辦事處

Victoria Place, 5th Floor
31 Victoria Street
Hamilton HM 10
Bermuda

總辦事處及主要營業地點

香港新界
沙田安耀街2號
新都廣場
15、20、25及27樓
電話：(852) 2308 1218
傳真：(852) 2374 1696
電郵：group@lukfook.com
網址：lukfook.com

主要往來銀行

恒生銀行有限公司
星展銀行(香港)有限公司
花旗銀行香港分行
香港上海滙豐銀行有限公司
三菱UFJ銀行

股份登記處

Estera Management (Bermuda) Limited

香港股份過戶登記處

香港中央證券登記有限公司
香港灣仔
皇后大道東183號
合和中心
17樓1712-1716室



六福集團(國際)有限公司
LUK FOOK HOLDINGS (INTERNATIONAL) LIMITED



香港新界沙田安耀街2號新都廣場27樓

Floor 27, Metropole Square, No.2 On Yiu Street, Shatin, New Territories, Hong Kong

Tel : (852) 2308 1218 Fax : (852) 2374 1696

Website : lukfook.com

E-mail : group@lukfook.com