



致：香港藥業集團有限公司

(於百慕達註冊成立之有限公司)

列位股東

我們已審核刊於第29頁至第98頁按照香港公認會計原則編製之財務報表。

### 董事及核數師各自之責任

貴公司董事須負責編製真實及公平之財務報表。在編製真實及公平之財務報表時，必須選擇並貫徹採用合適的會計政策。我們的責任是根據我們審核工作的結果，對該等財務報表作出獨立意見，並向股東報告。

### 意見之依據

我們按照香港會計師公會頒佈的核數準則進行審核工作。審核工作包括以抽查方式查證與財務報表所載數額及披露事項有關的憑證，亦包括評估董事在編製該等財務報表時所作的重要估計及判斷，以及所選用的會計政策是否適合貴公司及貴集團的具體情況及有否貫徹運用並足夠披露該等會計政策。

To the members

**Hong Kong Pharmaceutical Holdings Limited**

*(Incorporated in Bermuda with limited liability)*

We have audited the financial statements on pages 29 to 98 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

The Company's directors are responsible for the preparation of financial statements which give a true and fair view. In preparing financial statements which give a true and fair view it is fundamental that appropriate accounting policies are selected and applied consistently. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

### BASIS OF OPINION

We conducted our audit in accordance with Statements of Auditing Standards issued by the Hong Kong Society of Accountants. An audit includes an examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's and the Group's circumstances, consistently applied and adequately disclosed.

我們策劃和進行審核工作時，均以取得一切我們認為必要的資料及解釋為目標，使我們能獲得充份的憑證，就該等財務報表是否存有重要錯誤陳述，作合理的確定。在達致我們的意見時，我們亦已衡量該等財務報表所呈報資料在整體上是否足夠。我們相信我們的審核能為我們的意見提供合理的基礎。

### 意見

我們認為該等財務報表能真實與公平地反映 貴公司及 貴集團於二零零二年三月三十一日的財務狀況及 貴集團截至當日止年度的虧損及現金流量，並根據香港公司條例之披露要求而適當編製。

安永會計師事務所  
執業會計師

香港  
二零零二年七月二十四日

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance as to whether the financial statements are free from material misstatement. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

### OPINION

In our opinion the financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 March 2002 and of the loss and cash flows of the Group for the year then ended and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

Ernst & Young  
Certified Public Accountants

Hong Kong  
24 July 2002