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業績概要

本集團截至二零零三年三月三十一日止年度之營業額為港幣八億九千二百萬元，較二零零一／零二年度之港幣六億四千一百二十萬元，增加港幣二億五千零八十萬元或百分之三十九點一。本集團截至二零零三年三月三十一日止年度之股東應佔溢利為港幣三千零二十萬元，二零零一／零二年度為港幣三千一百二十萬元。本年度每股基本盈利港幣十點六仙（二零零二年：港幣十一仙）。

集團流動資金及財務資源

集團經常檢討其流動資金及融資需求。

本集團於管理其現金結餘時奉行審慎政策，並致力維持本集團之強勁現金產生能力、本集團參與投資和收購之能力，以提升股東價值。於本年度內，本集團之現金及證券投資結餘減少港幣二億零六十萬元，於二零零三年三月三十一日之結餘為港幣一億六千一百四十萬元（二零零二年：港幣三億六千二百萬元），佔流動資產百分之四十六點六（二零零二年：百分之六十點二）。其主要原因乃由於年內資金用作向本公司之一個主要股東香港興業國際集團有限公司（「興業國際」）收購物業。詳細資料已於「主要收購」一節內披露。

因現金用作收購物業，流動比率（流動資產除以流動負債）已降至一點二倍（二零零二年：一點六倍），而流動資產則由去年之港幣六億一百四十萬元降至本年之港幣三億四千五百九十萬元。

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Summary of Results

The Group's turnover for the year ended 31 March 2003 was HK\$892.0 million, an increase of HK\$250.8 million or 39.1% against HK\$641.2 million recorded in 2001/02. The Group reported a profit attributable to shareholders of HK\$30.2 million for the year ended 31 March 2003, as compared to HK\$31.2 million achieved in 2001/02. Basic earnings per share for the year was HK10.6 cents (2002: HK11.0 cents).

Group Liquidity and Financial Resources

The Group's liquidity and financing requirements are frequently reviewed.

The Group follows a prudent policy in managing its cash balance, and endeavours to maintain its strong cash-flow generating capability, its ability to undertake investments and acquisition projects, in order to enhance the shareholders' value. The total cash and securities investment balances of the Group decreased by HK\$200.6 million during the year, to HK\$161.4 million at 31 March 2003 (2002: HK\$362.0 million) and accounted for 46.6% of the current assets (2002: 60.2%). The decrease was mainly due to the utilisation of funds, during the year, to purchase properties from HKR International Limited ("HKRI"), a substantial shareholder of the Company. These details have been disclosed in the section "Major Acquisitions".

As a result of the utilisation of cash for the purchase of properties, the current ratio (current assets divided by current liabilities) has reduced to 1.2 (2002: 1.6) and the current assets have decreased to HK\$345.9 million from HK\$601.4 million of last year.

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儘管如此，於二零零三年三月三十一日，本集團仍能保持穩健的資產負債表，除一般貿易應付賬款外，並無銀行借款及實際上並無債務。因此，本年度之資本負債比率維持零，這比率乃根據銀行借款總額與股東資金之比率計算。本集團會繼續以內部資金去應付其日常業務及投資活動。

為方便日常流動資金管理及維持融資之靈活性，本集團可動用若干銀行融資額，於二零零三年三月三十一日，總額為港幣一億六千五百八十萬元，其中約港幣六千四百四十萬元已使用，主要用作發行信用狀及履約保證。該等銀行融資按現行市場利率計息，並無抵押。

本集團從業務上取得持續現金流入，加上擁有手頭現金及有價證券，以及可供動用銀行融資，其流動資金狀況將持續健全，具備充裕財務資源以應付其承諾及營運資金需要。

財資管理政策

為最有效運用本集團之資金、取得更佳風險控制及盡量減低資金成本，本集團之財資事務乃集中的，並受高層主管嚴密監督。

本集團之財資管理政策旨在減低匯率波動之風險。本集團並無進行與財務風險無關之財資交易。本集團之匯率波動風險，主要因購貨而起。在決定是否有對沖之需要時，本集團將按個別情況，視乎風險之大小及性質，

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Nevertheless, the Group has still been able to maintain a healthy balance sheet with no bank borrowings and is practically debt-free, other than amounts due under normal trade payables as at 31 March 2003. Therefore, the gearing ratio of the Group, which is calculated on the basis of the Group's total bank borrowings over shareholders' funds, has remained zero. The Group has continued to finance its operation and investing activities from its internally generated funds.

For day to day liquidity management, and to maintain flexibility in funding, the Group has access to banking facilities with an aggregate amount of HK\$165.8 million, of which approximately HK\$64.4 million has been utilised mainly for the issuance of letters of credit and performance bonds as at 31 March 2003. These banking facilities bore interest at prevailing market interest rates and were unsecured.

With continuous cash inflow from operations, together with cash and marketable investments on hand, as well as available banking facilities, the group's liquidity position will remain healthy, with sufficient financial resources to meet its commitments and future operation requirements.

Treasury Policies

In order to enhance the deployment of internal funds with maximum utility, to achieve better risk control and to minimise cost of funds, the Group's treasury activities are centralised and scrutinised by the top management.

The objective of the Group's treasury policies is to minimise its exposure to fluctuations in the exchange rate. Treasury transactions unrelated to underlying financial exposure are not undertaken. Foreign currency exposures of the Group arise mainly from the purchase of goods. The Group will determine if any hedging is required, on an individual basis,

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以及當時市況而作決定。不參與任何投機性的交易乃本集團之一貫政策。

現金盈餘一般會存入信譽良好的金融機構作短期銀行存款或作證券票據投資。大部分現金盈餘乃以美元持有，惟於短期內需作支付經營開支之若干現金結餘以港幣持有除外。於二零零三年三月三十一日營業時間結束時，本集團之證券投資約值港幣四千零五十萬元，其中百分之九十九點八以美元持有，主要包括定息證券投資，平均年息約為百分之七點五。

本集團接近所有收益、開支、資產與負債均以港幣或美元結算或持有。由於港幣與美元掛鈎，因此本集團於美元兌港幣之外匯兌換率之變動產生之損益將無任何重大風險。

股東資金

於二零零三年三月三十一日，本集團之股東資金總額為港幣三億七千四百四十萬元，較二零零二年三月三十一日之港幣三億四千七百萬元，增加港幣二千七百四十萬元。以此為基準，於年結日，本集團之每股綜合資產淨值為港幣一點三二元，而於二零零二年三月三十一日之每股綜合資產淨值為港幣一點二元。股東資金增加之主因是派發中期股息後保留溢利所致。

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depending upon the size and nature of the exposure, and the prevailing market conditions. It is the policy of the Group not to enter into transactions for speculative purposes.

The surplus cash is generally placed in short-term bank deposits with reputable financial institutions, or invested in securities instruments. Most of these are denominated in United States dollars, with certain cash balances, which are held temporarily, in Hong Kong dollars, for the payment of operating expenses within a short period of time. As at the close of business on 31 March 2003, the Group maintained securities investments of approximately HK\$40.5 million. About 99.8% of them are held in United States dollar, comprising mainly the investments in fixed income securities with an average annualised interest rate of approximately 7.5% per annum.

Nearly all revenues, expenses, assets and liabilities of the Group are denominated either in Hong Kong or United States dollars. As the Hong Kong dollar is pegged to the United States dollar, the Group therefore will not have any significant exposure to gains or losses arising from the movement of the United States' currency exchange rate against the Hong Kong dollar.

Shareholders' Funds

As at 31 March 2003, shareholders' funds of the Group totalled HK\$374.4 million, an increase of HK\$27.4 million from HK\$347.0 million at 31 March 2002. On that basis, the consolidated net asset value of the Group at the year-end date was HK\$1.32 per share, compared to the consolidated net asset value of HK\$1.22 per share at 31 March 2002. Increase in shareholders' funds was mainly attributable to profit retained after interim dividends were paid for the year.

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主要收購

於本年內，本集團從內部撥付資金，向獨立第三者購入沙田工業中心三樓一部份及四樓全層，代價約為港幣二千八百四十萬元。此物業部份為本集團自用，其餘則作投資之用。

於二零零三年三月，本集團以總代價港幣一億八千萬元，購入兩幅位於香港的土地，以及兩幅位於中國東莞的相連土地的百分之五十權益，總土地面積約為八萬六千八百八十六平方米，作為物業發展之用。購入土地之詳情已於二零零三年三月十四日寄發給股東之通函內披露。

資本結構

本集團力求保持適當的股本及債務組合，以確保在未來時間能維持一個適當的資本結構。如上文所述，本集團於年結日並無任何債務。

抵押品

於二零零三年三月三十一日，本集團並無以其資產作任何按揭或抵押。

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Major Acquisitions

During the year, the Group purchased, from internally generated funds, part of the 3rd floor and the whole 4th floor of Shatin Industrial Centre from an independent third party at a consideration of approximately HK\$28.4 million. This property is partly for the Group's own use and partly for investment purposes.

In March 2003, the Group acquired two pieces of land located in Hong Kong, and a 50% interest in two pieces of adjoining land situated in Dongguan, PRC, with a total site area of approximately 86,886 square metres for property development purposes, for a total cash consideration of HK\$180.0 million. The details of these acquisitions have been disclosed in the Company's circular to shareholders dated 14 March 2003.

Capital Structure

It is the intention of the Group to maintain an appropriate mix of equity and debt to ensure an efficient capital structure over time. As noted above, the Group had no debt as at the year-end date.

Collateral

As at 31 March 2003, the Group had no mortgage or charges on its assets.

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資本承擔

於二零零三年三月三十一日，本集團就向獨立第三者購入香港沙田工業中心五樓全層及六樓一部份，以及一幅位於香港坪輦的土地作出之承擔，總代價約為港幣三千六百五十萬元，其中已付按金約港幣六百萬元。預期以上交易將於二零零三年第三季前完成。

或然負債

或然負債之詳細資料載於綜合財務報表附註31。

結算日後事項

於二零零三年五月，本集團從內部撥付資金，向獨立第三者購入了位於沙田的沙田工業中心之五樓全層，以及一幅位於坪輦的土地（如以上「資本承擔」一節所述），總代價共約港幣二千八百五十萬元。位於沙田之物業乃作投資之用，而位於坪輦之土地則為本集團自用。

於二零零三年六月，本集團向一名獨立第三者收購Retailcorp Limited之全部已發行股本，代價有待確定。Retailcorp Limited乃一家經營健康產品批發業務的公司，此外又以健怡坊之商號經營健康產品零售連鎖店業務。

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Capital Commitments

As at 31 March 2003, the Group had outstanding commitments in respect of the purchase of the 5th floor and part of the 6th floor of Shatin Industrial Centre, and a piece of land at Ping Che, both of which are located in Hong Kong, from independent third parties at a total consideration of approximately HK\$36.5 million, where deposits amounting to approximately HK\$6.0 million have been paid. These transactions are expected to be completed before the third quarter of the year 2003.

Contingent Liabilities

Details of the contingent liabilities are set out in note 31 of the consolidated financial statements.

Post Balance Sheet Events

In May 2003, the Group has completed the acquisition of the 5th floor of Shatin Industrial Centre, Shatin and a piece of land at Ping Che, as mentioned under the above section "Capital Commitments" at a total consideration of approximately HK\$28.5 million from internally generated funds. The property at Shatin is held for investment purposes and the land at Ping Che is held for the Group's own use.

In June 2003, the Group has also acquired from an independent third party the entire issued share capital of Retailcorp Limited which carries on a wholesale health products business and operates a health products retailing chain store business under the trade name of "Health Plus" at a consideration to be determined.

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顧員及酬金政策

本集團(不包括其聯營公司及一間共同控制實體)有超過三百八十名僱員。除支付薪金外,其他福利包括酌情花紅、公積金計劃、醫療保險計劃、在職培訓、教育贊助補貼、團體人壽及個人意外保險計劃。

僱員之酬金乃按個人表現、工作性質及市場趨勢而定。本集團根據個別人士之才幹、優點及發展潛能作出招聘及晉升,並確保其薪酬福利待遇維持於合理之市場水平。

所有董事、全職僱員及顧問均符合參與本集團之購股權計劃的資格。購股權計劃之主要條款概述於董事會報告書。

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Employees and Remuneration Policy

The Group, excluding its associated company and a jointly controlled entity, has over 380 employees. In addition to salary payments, other benefits include discretionary bonuses, provident fund schemes, a medical insurance scheme, on-the-job training, education sponsorship subsidies, a group life and personal accident insurance scheme.

Employees are remunerated according to individual performance, the nature of the job and market trends. The Group recruits and promotes individuals based on their competencies, merits and development potential, and ensures that their remuneration packages are at a reasonable market level.

All directors, full time employees and consultants of the Group are entitled to participate in the share option scheme of the Company. The principal terms of the share option scheme are summarised in the Report of the Directors.