



# **Takson Holdings Limited**

*(Incorporated in Bermuda with limited liability)*

**Interim Report  
And  
Condensed Interim Accounts**

For the six months ended 30th September, 2002

## **MANAGEMENT COMMENTARY**

The Board of Directors of Takson Holdings Limited (the “Company”) presents the interim report and the unaudited condensed interim accounts of the Company and its subsidiaries (together the “Group”) for the six months ended 30th September, 2002.

### **MANAGEMENT’S DISCUSSION AND ANALYSIS**

#### **Interim Dividend**

After due consideration of the future working capital and development needs of the Group, the directors do not recommend the payment of an interim dividend for the six months ended 30th September, 2002 (2001: HK\$Nil).

#### **Review**

##### *Core business*

The Group’s turnover has recorded an increase of 40.8% to HK\$231.9 million with a drop in gross profit margin by 1.6% as compared to the same period last year. Profit attributable to shareholders has increased by 4.6 times to HK\$9.4 million. Sales to the US market accounted for 85.1% of the Group’s turnover for the period. Gross profit margin has dropped due to the reduction in selling prices to maintain competitiveness. Tighter budgetary control and continued cost cutting measures have been implemented. Orders of approximately HK\$23.4 million will be shipped in the second half of the year 2002/03.

#### **Prospects**

##### *Outerwear garment business*

The recovery of the US economy is slower than expected while the global economic climate is still difficult for the Group. Coupled with the labour strike in the West Coast of the US in October which creates uncertainties to customers on the timing of receipt of merchandise, it is not expected for the Group to receive any additional huge orders for the remaining months of this financial year.

##### *Licensee business*

Head’s licensee business has made progress as planned. In September this year, the Group’s sino-foreign equity joint venture enterprise in Wuhan opened a total of five specialty outlets, three in Wuhan and two in Harbin. Initial response from the market is positive. The joint venture enterprise plans to open a few more outlets in the coming months. Formal marketing and promotion activities will be commenced from November this year. The management believe that the licensee business will have contributions to the Group’s results in the second half of the year 2002/03.

Apart from Head’s licensee business, the Group is actively negotiating with owners of other international sports brands in order to obtain the license for manufacture and distribution in Mainland China. The management believe that the Group’s results in the long run can be benefited from the licensee business due to the continued economic growth in Mainland China, the gradual increase in enthusiasm of people in Mainland China towards sport as a result of the approach of the Year 2008 Olympic Games, and the people’s preferences towards international sports brands.

## **LIQUIDITY AND FINANCIAL RESOURCES**

The Group's gearing ratio at 30th September, 2002 was 1.8 which is calculated based on the Group's total liabilities of HK\$131,721,000 and shareholders' funds of HK\$74,332,000.

As at 31st March, 2002, the Group's gearing ratio was 0.8 which is calculated based on the Group's total liabilities of HK\$50,376,000 and shareholders' funds of HK\$64,939,000.

As compared with the balance as at 31st March, 2002, the increase in current liabilities as at 30th September, 2002 reflected the Group's peak months of sales in August and September this year and this balance will drop to a lower level at the coming year end date of 31st March, 2003.

As the Group's earnings and borrowings are primarily denominated in United States dollars, Hong Kong dollars and Renminbi, it has no significant exposure to foreign exchange rate fluctuations.

## **SEASONALITY OF INTERIM OPERATIONS**

The Group's peak season falls into the period from July to October each year as the down-filled or polyester-filled outerwear garments are shipped to meet the fall/winter seasons in the USA. Some light-weighted garments will be shipped to the USA from December each year to March of the following year to meet the spring season.

As compared with the respective balances as at 31st March, 2002, the increase in trade receivables, bills payable and accrued charges as well as trust receipt and other bank loans as at 30th September, 2002 reflected the Group's peak months of sales in August and September this year and these balances will drop to a lower level at the coming year end date of 31st March, 2003.

## **EMPLOYEES**

As at 30th September, 2002, the Group had a total of 123 employees, as compared to 73 employees as of 31st March, 2002. The increase in the number of employees was due to the recruitment of new employees by the joint venture enterprise in Wuhan for Head's licensee business. Staff costs including directors' remuneration totalled HK\$12.6 million and HK\$12.6 million for the six months ended 30th September, 2002 and 2001, respectively. The Group's employment and remuneration policies have remained unchanged with those described in the 2001/2002 annual report.

## **PURCHASE, SALE OR REDEMPTION OF SHARES**

The Company has not redeemed any of its shares during the six months ended 30th September, 2002. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's shares during the period.

## **DIRECTORS' AND CHIEF EXECUTIVES' BENEFITS FROM RIGHTS TO ACQUIRE SHARES OR DEBENTURES**

At no time during the six months ended 30th September, 2002 was the Company, its holding companies, its fellow subsidiaries or its subsidiaries a party to any arrangement to enable the directors and chief executives or their spouse or children under 18 years of age of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

## **DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SHARES OF THE COMPANY AND ASSOCIATED CORPORATIONS**

As at 30th September, 2002, the interests of the directors, chief executives and their associates of the Company in the shares of the Company or any associated corporations (within the meaning of the Securities (Disclosure of Interests) Ordinance ("SDI Ordinance")) as recorded in the register maintained by the Company under Section 29 of the SDI Ordinance or as notified to the Company were as follows:

Name of directors	Number of ordinary shares beneficially held				
	Personal interests	Family interests	Corporate interests	Other interests	Total Interests
Wong Tek Sun, Takson	4,018,000	9,000,000	237,600,000 (Note 1)	–	250,618,000
Pang Shu Yuk, Adeline Rita	9,000,000	4,018,000	237,600,000 (Note 1)	–	250,618,000

*Note:*

- (1) The references to 237,600,000 shares relate to the same block of shares in the Company. Such shares are held by Takson International Holdings Limited, the entire issued share capital of which is held by Wangkin Investments Inc. ("WII") as trustee of the Wangkin Investments Unit Trust (the "Unit Trust"). All issued and outstanding units in the Unit Trust are beneficially held by Guardian Trustee Limited as trustee of the Wang & Kin Family Trust (the "Family Trust"). The discretionary beneficiaries of the Family Trust are, inter alia, Ms Pang Shu Yuk, Adeline Rita, Mr Wong Chi Wang, Calvin, and Mr Wong Chi Kin, Christopher.

Mr Wong Tek Sun, Takson, owns more than one-third of the issued share capital of WII and his children as, inter alia, discretionary beneficiaries of the Family Trust have interests in the share capital of the Company. Accordingly, he is taken to be interested in the 237,600,000 shares in the Company under the SDI Ordinance.

Ms Pang Shu Yuk, Adeline Rita, owns more than one-third of the issued share capital of WII and she and her children as, inter alia, discretionary beneficiaries of the Family Trust have interests in the share capital of the Company. Accordingly, she is taken to be interested in the 237,600,000 shares in the Company under the SDI Ordinance.

Save as disclosed above, as at 30th September, 2002, none of the directors and chief executives (including their spouse and children under 18 years of age) had any other interests in the shares in or debentures of the Company or of any of its associated corporations (within the meaning of the SDI Ordinance) which had been entered in the register kept by the Company pursuant to Section 29 of the SDI Ordinance.

## **SUBSTANTIAL SHAREHOLDERS**

The register of substantial shareholders maintained under Section 16(1) of the SDI Ordinance showed that as at 30th September, 2002, the Company had been notified of the following substantial shareholders' interests, being 10% or more of the Company's issued share capital.

<b>Name of substantial shareholders</b>	<b>Number of ordinary shares held</b>
Wangkin Investments Inc. <i>(Note)</i>	237,600,000
Takson International Holdings Limited <i>(Note)</i>	237,600,000

*Note:* Takson International Holdings Limited is a wholly-owned subsidiary of Wangkin Investments Inc. Therefore, all of these shares are entirely duplicated.

Save as disclosed herein, as at 30th September, 2002, no other person is recorded in the register of substantial shareholders maintained under Section 16(1) of the SDI Ordinance as having an interest in 10% or more of the issued share capital of the Company.

## **CODE OF BEST PRACTICE**

None of the directors of the Company is aware of any information which would indicate that the Company is not, or was not, in compliance with the Code of Best Practice as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited throughout the six months ended 30th September, 2002, except that the independent non-executive directors of the Company are not appointed for specific terms but are subject to retirement by rotation and re-election at the Annual General Meeting in accordance with the Company's Bye-laws.

## **AUDIT COMMITTEE**

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including a review of the interim report and the unaudited condensed interim accounts for the six months ended 30th September, 2002 with the directors.

# CONDENSED CONSOLIDATED PROFIT AND LOSS ACCOUNT

	<i>Notes</i>	<b>Unaudited</b>	
		<b>Six months ended</b>	
		<b>30th September</b>	
		<b>2002</b>	<b>2001</b>
		<b>HK\$'000</b>	<b>HK\$'000</b>
<b>Turnover</b>	2	<b>231,906</b>	164,658
<b>Cost of sales</b>		<b>(199,416)</b>	(138,891)
<b>Gross profit</b>		<b>32,490</b>	25,767
<b>Other revenues</b>		<b>1,149</b>	805
<b>Distribution costs</b>		<b>(3,412)</b>	(3,352)
<b>Administrative expenses</b>		<b>(19,687)</b>	(19,179)
<b>Operating profit</b>	2, 3	<b>10,540</b>	4,041
<b>Finance costs</b>		<b>(1,279)</b>	(2,892)
<b>Share of profit of a jointly controlled entity</b>		<b>–</b>	137
<b>Profit before taxation</b>		<b>9,261</b>	1,286
<b>Taxation credit</b>	5	<b>–</b>	404
<b>Profit after taxation</b>		<b>9,261</b>	1,690
<b>Minority interests</b>		<b>132</b>	–
<b>Profit attributable to shareholders</b>		<b>9,393</b>	1,690
<b>Basic earnings per share</b>	7	<b>2.41 cents</b>	0.43 cents

## CONDENSED CONSOLIDATED BALANCE SHEET

		Unaudited 30th September, 2002	Audited 31st March, 2002
	Notes	HK\$'000	HK\$'000
<b>Intangible assets</b>	8	742	825
<b>Fixed assets</b>	9	36,915	36,770
<b>Current assets</b>			
Inventories		11,538	14,258
Trade receivables	10	89,958	6,722
Textile quota deposits		–	14,194
Other receivables and prepayments	11	23,088	5,753
Tax recoverable		62	86
Trading securities		1,110	2,025
Pledged time deposit	12	6,006	–
Cash and bank balances		38,311	34,682
		<b>170,073</b>	<b>77,720</b>
<b>Current liabilities</b>			
Amount due to a related company		–	2,179
Trade payables	13	8,992	515
Bills payable and accrued charges		72,280	8,381
Trust receipt and other bank loans		31,044	14,801
Current portion of long-term liabilities	15	9,593	9,508
Taxation payable		12	12
Bank overdrafts – secured		–	26
		<b>121,921</b>	<b>35,422</b>
<b>Net current assets</b>		<b>48,152</b>	<b>42,298</b>
<b>Total assets less current liabilities</b>		<b>85,809</b>	<b>79,893</b>
<b>Financed by:</b>			
<b>Share capital</b>	14	38,950	38,950
<b>Reserves</b>		35,382	25,989
<b>Shareholders' funds</b>		74,332	64,939
<b>Minority interests</b>		1,677	–
<b>Long-term liabilities</b>	15	9,800	14,954
		<b>85,809</b>	<b>79,893</b>

## CONDENSED CONSOLIDATED CASH FLOW STATEMENT

	Unaudited	
	Six months ended	
	30th September	
	2002	2001
	<i>HK\$'000</i>	<i>HK\$'000</i>
		(Restated)
Net cash inflow from operating activities	75	10,262
Net cash used in investing activities	(977)	(605)
Net cash inflow from financing activities	22,559	20,736
Net change in pledged time deposit	(6,006)	21,650
	<hr/>	<hr/>
<b>Increase in cash and cash equivalents</b>	<b>15,651</b>	<b>52,043</b>
<b>Cash and cash equivalents at 1st April</b>	<b>22,075</b>	<b>8,247</b>
	<hr/>	<hr/>
<b>Cash and cash equivalents at 30th September</b>	<b>37,726</b>	<b>60,290</b>
	<hr/> <hr/>	<hr/> <hr/>
<b>Analysis of the balances of cash and cash equivalents</b>		
Cash and bank balances	38,311	60,363
Bank overdrafts – secured	–	(73)
Trust receipt and other bank loans	(31,044)	(54,655)
Bank loans – secured	(17,699)	(27,708)
Less: Trust receipt and other bank loans repayable more than three months from the date of advance	48,158	82,363
	<hr/>	<hr/>
	<b>37,726</b>	<b>60,290</b>
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# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## Unaudited For the six months ended 30th September, 2002

	Share premium <i>HK\$ '000</i>	Exchange fluctuation reserve <i>HK\$ '000</i>	Reserve on consolidation <i>HK\$ '000</i>	Accumulated losses <i>HK\$ '000</i>	Total <i>HK\$ '000</i>
At 1st April, 2002	42,032	33	3,214	(19,290)	25,989
Profit attributable to shareholders	—	—	—	9,393	9,393
	<u>42,032</u>	<u>33</u>	<u>3,214</u>	<u>(9,897)</u>	<u>35,382</u>
At 30th September, 2002	<u>42,032</u>	<u>33</u>	<u>3,214</u>	<u>(9,897)</u>	<u>35,382</u>

## Audited For the year ended 31st March, 2002

	Share premium <i>HK\$ '000</i>	Exchange fluctuation reserve <i>HK\$ '000</i>	Reserve on consolidation <i>HK\$ '000</i>	Retained profits/ (accumulated losses) <i>HK\$ '000</i>	Total <i>HK\$ '000</i>
At 1st April, 2001	46,022	95	3,214	14,602	63,933
Repurchase of shares	(3,990)	—	—	—	(3,990)
Exchange difference arising on translation of accounts of overseas subsidiaries	—	(8)	—	—	(8)
Exchange reserve realised in the profit and loss account upon liquidation of a jointly controlled entity	—	(54)	—	—	(54)
Loss attributable to shareholders	—	—	—	(33,892)	(33,892)
	<u>42,032</u>	<u>33</u>	<u>3,214</u>	<u>(19,290)</u>	<u>25,989</u>
At 31st March, 2002	<u>42,032</u>	<u>33</u>	<u>3,214</u>	<u>(19,290)</u>	<u>25,989</u>

# NOTES TO THE CONDENSED INTERIM ACCOUNTS

## 1. BASIS OF PREPARATION AND ACCOUNTING POLICIES

These unaudited consolidated condensed interim accounts are prepared in accordance with Hong Kong Statement of Standard Accounting Practice (“SSAP”) 25, “Interim Financial Reporting”, issued by the Hong Kong Society of Accountants (“HKSA”).

These condensed interim accounts should be read in conjunction with the 2001/2002 annual accounts.

The accounting policies and methods of computation used in the preparation of these interim accounts are consistent with those used in the annual accounts for the year ended 31st March, 2002. The Group has presented its cash flow statement with effect from 1st April, 2002 based on SSAP 15 (revised): “Cash flow statements” issued by the HKSA which is effective for accounting periods commencing on or after 1st January, 2002. The comparative figures have been reclassified accordingly. In addition, the following SSAPs issued by the HKSA which became effective for accounting periods commencing on or after 1st January, 2002 and are applicable to the Group have been adopted by the Group:

SSAP 1 (revised):	Presentation of financial statements
SSAP 11 (revised):	Foreign currency translation
SSAP 25 (revised):	Interim financial reporting
SSAP 34:	Employee benefits

The adoption of the above SSAPs has no material effect on the Group’s prior year interim accounts.

## 2. TURNOVER AND SEGMENT INFORMATION

The Group is principally engaged in the sourcing, subcontracting, marketing and selling of outerwear garments. In December, 2001, the Group entered into a license agreement with an international sports brand owner under which the Group is granted the right to manufacture and distribute products under the brand. The Group commenced the licensee business near the end of the period. Revenues recognised during the period are as follows:

### By business segment:

	Six months ended 30th September, 2002 <i>HK\$'000</i>		
	Sales of outerwear garments	Other operations	Total
Revenues			
Turnover	231,906	–	231,906
Other revenues	63	943	1,006
	<u>231,969</u>	<u>943</u>	<u>232,912</u>
Segment results	<u>9,911</u>	<u>516</u>	<u>10,427</u>
Interest income			143
Unallocated costs			(30)
Operating profit			<u>10,540</u>
Finance costs			(1,279)
Profit for the period			<u>9,261</u>
Minority interests			<u>132</u>
Profit attributable to shareholders			<u><u>9,393</u></u>

Six months ended  
30th September, 2001  
*HK\$'000*

	Sales of outerwear garments	E-business	Other operations	Total
Revenues				
Turnover	164,658	-	-	164,658
Other revenues	43	-	296	339
	<u>164,701</u>	<u>-</u>	<u>296</u>	<u>164,997</u>
Segment results	<u>5,561</u>	<u>(1,555)</u>	<u>(292)</u>	3,714
Interest income				466
Unallocated costs				<u>(139)</u>
Operating profit				4,041
Finance costs				(2,892)
Share of profit of a jointly controlled entity				<u>137</u>
Profit before taxation				1,286
Taxation credit				<u>404</u>
Profit attributable to shareholders				<u>1,690</u>

There are no sales or other transactions between the business segments. Unallocated costs represent corporate expenses.

**By geographical segment:**

	Turnover		Segment operating profit	
	Six months ended		Six months ended	
	30th September		30th September	
	2002	2001	2002	2001
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
United States of America	197,284	133,975	8,558	3,364
Europe	18,173	16,063	1,135	585
Canada	14,011	12,745	1,019	359
Others	2,438	1,875	(285)	(594)
	<u>231,906</u>	<u>164,658</u>	<u>10,427</u>	3,714
Interest income			143	466
Unallocated costs			<u>(30)</u>	<u>(139)</u>
Operating profit			<u>10,540</u>	<u>4,041</u>

There are no sales between geographical segments.

### 3. OPERATING PROFIT

Operating profit is stated after crediting and charging the following:

	Six months ended 30th September	
	2002	2001
	<i>HK\$'000</i>	<i>HK\$'000</i>
<b>Crediting</b>		
Income from sample sales	63	43
Interest income	143	466
Rental income	943	296
	<u>          </u>	<u>          </u>
<b>Charging</b>		
Amortisation of trademarks	83	83
Depreciation		
Owned fixed assets	809	969
Leased fixed assets	99	110
Provision for bad and doubtful debts	1,271	237
Unrealised losses on trading securities	915	–
	<u>          </u>	<u>          </u>

### 4. STAFF COSTS

	Six months ended 30th September	
	2002	2001
	<i>HK\$'000</i>	<i>HK\$'000</i>
Wages and salaries	6,434	7,957
Retirement benefit costs	155	185
	<u>          </u>	<u>          </u>
Total staff costs, excluding directors' emoluments	6,589	8,142
	<u>          </u>	<u>          </u>

## 5. TAXATION CREDIT

The amount of taxation credited to the condensed consolidated profit and loss account represents:

	Six months ended 30th September	
	2002 HK\$'000	2001 HK\$'000
Hong Kong profits tax		
Overprovision in prior year	—	371
Overseas taxation		
Current period	—	(37)
Overprovision in prior year	—	70
	—	33
	—	404

- (a) No provision for Hong Kong profits tax or overseas income tax has been made in the accounts as subsidiaries operating in Hong Kong and overseas either have no assessable profit for the period or have tax losses brought forward from prior year which can be utilised to offset the assessable profit for the period (*note 5(b)*).
- (b) A potential deferred tax asset, which represents mainly timing difference arising from tax losses of certain subsidiaries in previous years, has not been recognised in the accounts as, in the opinion of the directors, it is uncertain that such asset will be realised in the foreseeable future. At 30th September, 2002, the potential deferred tax asset amounted to approximately HK\$5,674,000 (31st March, 2002: HK\$6,116,000).

## 6. INTERIM DIVIDEND

The directors do not recommend the payment of an interim dividend for the six months ended 30th September, 2002 (2001: HK\$Nil).

## 7. EARNINGS PER SHARE

The calculation of basic earnings per share is based on the Group's profit attributable to shareholders of HK\$9,393,000 (2001: HK\$1,690,000) for the period and on the weighted average number of 389,500,000 (2001: 395,139,344) ordinary shares in issue during the period.

No information in respect of diluted earnings per share is presented for the six months ended 30th September, 2002 and 2001 as there is no dilutive potential ordinary share for these periods.

## 8. INTANGIBLE ASSETS

	Trademarks <i>HK\$'000</i>
Net book value at 1st April, 2002	825
Amortisation charge	(83)
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Net book value at 30th September, 2002	742
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## 9. CAPITAL EXPENDITURE

	Fixed assets <i>HK\$'000</i>
Net book value at 1st April, 2002	36,770
Additions	1,288
Disposals	(235)
Depreciation charge	(908)
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Net book value at 30th September, 2002	36,915
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## 10. TRADE RECEIVABLES

- (a) At 30th September, 2002, the ageing analysis of trade receivables was as follows:

	30th September, 2002 <i>HK\$'000</i>	31st March, 2002 <i>HK\$'000</i>
Current	87,002	6,581
1 to 3 months	2,818	15
4 to 6 months	46	16
7 to 9 months	11	6
10 to 12 months	9	60
Over 1 year	171	121
	<hr/>	<hr/>
	90,057	6,799
Less: Provision for bad and doubtful debts	(99)	(77)
	<hr/>	<hr/>
	89,958	6,722
	<hr/> <hr/>	<hr/> <hr/>

The majority of the Group's sales are on letter of credit. The remaining sales which were not covered by letter of credit are with credit terms of 30 days.

- (b) As at 30th September, 2002, trade receivables included amounts totalling HK\$23,256,000 (31st March, 2002: HK\$1,906,000) which were factored to a bank in the ordinary course of business and the recourse element of the proceeds is recorded as trust receipt and other bank loans under current liabilities.

## 11. OTHER RECEIVABLES AND PREPAYMENTS

Other receivables and prepayments include amounts totalling HK\$12,675,000 from a subcontractor in respect of unutilised textile quota deposits refundable to the Group as at 30th September, 2002.

## 12. PLEDGED TIME DEPOSIT

The time deposit was pledged to a bank against a guarantee given by the bank in favour of the PRC court in relation to a litigation brought by a subsidiary against a vendor.

## 13. TRADE PAYABLES

At 30th September, 2002, the ageing analysis of trade payables was as follows:

	<b>30th September, 2002</b>	31st March, 2002
	<i>HK\$'000</i>	<i>HK\$'000</i>
Current	164	58
1 to 3 months	7,911	11
4 to 6 months	524	2
7 to 9 months	–	41
10 to 12 months	9	18
Over 1 year	384	385
	<u>8,992</u>	<u>515</u>

## 14. SHARE CAPITAL

	<b>Ordinary shares of HK\$0.1 each</b>	
	<u>No. of shares</u>	<u>HK\$'000</u>
Authorised:		
At 31st March, 2001, 31st March, 2002 and 30th September, 2002	<u>1,000,000,000</u>	<u>100,000</u>
Issued and fully paid:		
At 1st April, 2001	396,000,000	39,600
Repurchase of shares	<u>(6,500,000)</u>	<u>(650)</u>
At 31st March, 2002 and 30th September, 2002	<u>389,500,000</u>	<u>38,950</u>



## 15. LONG-TERM LIABILITIES

	<b>30th September, 2002</b>	31st March, 2002
	<b>HK\$'000</b>	<b>HK\$'000</b>
Bank loans – secured	17,699	23,088
Obligations under finance leases	1,553	1,233
Deferred taxation	141	141
	<u>19,393</u>	<u>24,462</u>
Less : Current portion of long-term liabilities	<b>(9,593)</b>	<b>(9,508)</b>
	<u><b>9,800</b></u>	<u><b>14,954</b></u>

At 30th September, 2002 and 31st March, 2002, the Group's bank loans and obligations under finance leases are repayable as follows:

	Secured bank loans		Obligations under finance lease	
	30th September, 2002	31st March, 2002	30th September, 2002	31st March, 2002
	<b>HK\$'000</b>	<b>HK\$'000</b>	<b>HK\$'000</b>	<b>HK\$'000</b>
Within one year	9,240	9,240	353	268
In the second year	8,459	9,240	340	965
In the third to fifth year inclusive	–	4,608	860	–
	<u>17,699</u>	<u>23,088</u>	<u>1,553</u>	<u>1,233</u>

## 16. BANKING FACILITIES

As at 30th September, 2002, the Group's banking facilities amounting to HK\$231,098,000 (31st March, 2002: HK\$231,688,000) were secured by the following:

- (a) charges on a bank deposit of the Group amounting to HK\$6,006,000 (*note 12*) (31st March, 2002: HK\$Nil);
- (b) first legal charge over certain leasehold land and buildings in Hong Kong held by a subsidiary with an aggregate carrying value of approximately HK\$26,512,000 (31st March, 2002: HK\$26,681,000); and
- (c) corporate guarantees from the Company and certain subsidiaries of the Group.

## 17. CONTINGENT LIABILITIES

At 30th September, 2002, bills of exchange discounted with various banks with recourse amounted to approximately HK\$7,340,000 (31st March, 2002: HK\$Nil) for the Group.

## 18. COMMITMENTS

- (a) Capital commitments in respect of the acquisition of fixed assets contracted but not provided for amounted to HK\$Nil (31st March, 2002: HK\$568,000).
- (b) Capital commitments in respect of capital injection to a joint venture amounted to HK\$5,561,400 (31st March, 2002: capital injection in respect of a joint venture and a wholly-owned subsidiary totalling HK\$7,878,000).
- (c) At 30th September, 2002, the Group had future aggregate minimum lease payments under non-cancellable operating leases as follows:

	<b>30th September, 2002</b>		31st March, 2002	
	<b>Land and buildings</b>	<b>Others</b>	Land and buildings	Others
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Not later than one year	<b>1,943</b>	–	1,313	14
Later than one year and not later than five years	<b>113</b>	–	56	–
	<b><u>2,056</u></b>	<b><u>–</u></b>	<b><u>1,369</u></b>	<b><u>14</u></b>

- (d) At 30th September, 2002, the Group had future aggregate minimum lease receivables under non-cancellable operating leases as follows:

	<b>30th September, 2002</b>	31st March, 2002
	<i>HK\$'000</i>	<i>HK\$'000</i>
Not later than one year	<b>1,332</b>	2,001
Later than one year and not later than five years	<b>90</b>	769
	<b><u>1,422</u></b>	<b><u>2,770</u></b>

## 19. ULTIMATE HOLDING COMPANY

The directors regard Wangkin Investments Inc., a company incorporated in the British Virgin Islands, as being the ultimate holding company.

By Order of the Board  
**Wong Tek Sun, Takson**  
*Chairman*

Hong Kong, 21st November, 2002

# **CONTENTS**

# **PAGES**

<b>Management commentary</b>	<b>1-4</b>
<b>Condensed consolidated profit and loss account</b>	<b>5</b>
<b>Condensed consolidated balance sheet</b>	<b>6</b>
<b>Condensed consolidated cash flow statement</b>	<b>7</b>
<b>Condensed consolidated statement of changes in equity</b>	<b>8</b>
<b>Notes to the condensed interim accounts</b>	<b>9-17</b>