

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

1 GENERAL INFORMATION

The principal activity of Stelux Holdings International Limited (the “Company”) is investment holding. The activities of its principal subsidiaries are shown in note 36 to the consolidated financial statements.

The Company is a limited liability company incorporated in Bermuda. The address of its registered office is Canon’s Court, 22 Victoria Street, Hamilton, HM12, Bermuda.

The Company has its primary listing on The Stock Exchange of Hong Kong Limited.

These consolidated financial statements are presented in Hong Kong dollars (“HK\$”), unless otherwise stated.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements are for the Company and its subsidiaries (together, the “Group”).

2.1 Basis of preparation

(a) Statutory compliance

The consolidated financial statements of the Company have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the disclosure requirements of the Hong Kong Companies Ordinance Cap. 622.

1 一般資料

寶光實業(國際)有限公司(「本公司」)的主要業務為投資控股，其主要附屬公司的業務載於綜合財務報表附註36。

本公司為於百慕達註冊成立之有限公司，其註冊地址為Canon’s Court, 22 Victoria Street, Hamilton, HM12, Bermuda。

本公司的股份於香港聯合交易所有限公司上市。

除另有註明者外，本綜合財務報表乃以港幣計值。

2 主要會計政策概要

此附註提供編製本綜合財務報表所採用的主要會計政策清單。除另有註明者外，否則該等政策已於呈報年間貫徹應用。本財務報表適用於本公司及其子公司(統稱「本集團」)。

2.1 編製基準

(a) 遵守法定規則

本公司綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈的香港財務報告準則(「香港財務報告準則」)及香港《公司條例》第622條規定編製。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.1 Basis of preparation (Continued)

(b) Historical cost convention

These consolidated financial statements have been prepared on a historical cost basis, except for the equity investments at fair value through other comprehensive income, available-for-sale financial assets and investment properties, which are measured at fair value.

(c) Basis of consolidation

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the income statement and statement of comprehensive income, statement of changes in equity and balance sheet respectively.

2 主要會計政策概要 (續)

2.1 編製基準 (續)

(b) 歷史成本常規

本公司的綜合財務報表乃按歷史成本常規法編製，惟按公平值透過其他全面收益列賬的股份投資，可供出售財務資產及投資物業按公平值計量。

(c) 綜合基準

附屬公司指本集團對其具有控制權的所有實體(包括結構性實體)。當本集團因為參與該實體而承擔可變回報的風險或享有可變回報的權益，並有能力透過其對該實體的權力影響此等回報時，本集團即控制該實體。附屬公司之賬目自控制權轉讓予本集團之日起全面綜合入賬，並自該控制權終止之日停止綜合計入賬目。

本集團採用收購法為業務合併入賬。

本集團內公司之間的交易、交易的結餘及未實現收益予以對銷。除非交易提供所轉讓資產減值之證據，否則未實現虧損亦予以對銷。附屬公司的會計政策已作出必要變動，以確保與本集團採用的政策貫徹一致。

附屬公司業績及權益之非控制性權益分別於綜合收益表、綜合全面收益表、權益變動表及資產負債表分開呈列。

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

2.1 Basis of preparation (Continued)

(c) Basis of consolidation (Continued)

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of the Company.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in the income statement. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associated company, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to the income statement or transferred to another category of equity as specified/permitted by applicable HKFRSs.

2 主要會計政策概要 (續)

2.1 編製基準 (續)

(c) 綜合基準 (續)

本集團視與非控制性權益進行而並無導致失去控制權之交易為與本集團權益擁有人的交易。控制性權益變動導致控股權益及非控股權益賬面值之間的調整，以反映其於附屬公司之相對權益。對非控制性權益之調整金額與已付或已收任何代價之間的任何差額在本公司擁有人應佔權益內的獨立儲備中確認。

本集團因失去控制權、共同控制權或重大影響力而就終止一項投資之綜合入賬或權益入賬時，於實體之任何保留權益重新計量至其公平值，有關賬面值變動在損益確認。就其後入賬列作聯營公司、合營企業或財務資產之保留權益，此公平值為初始賬面值。此外，先前於其他全面收益確認與該實體有關之任何金額按猶如本集團已直接出售有關資產或負債之方式入賬。此可能意味先前在其他全面收益確認之金額按適用香港財務報告準則之規定／許可條文重新分類至損益或轉撥至另一類股權。倘合營企業或聯營公司的控制性權益有所減少但仍保留共同控制權或重大影響力，則過往在其他全面收益確認的按比例應佔金額會在適當時重新分類至損益。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.2 Changes in accounting policies and disclosures

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements.

Amendments to HKFRS 2	<i>Classification and Measurement of Share-based Payment Transactions</i>
Amendments to HKFRS 4	<i>Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts</i>
HKFRS 9	<i>Financial Instruments</i>
HKFRS 15	<i>Revenue from Contracts with Customers</i>
Amendments to HKFRS 15	<i>Clarifications to HKFRS 15 Revenue from Contracts with Customers</i>
Amendments to HKAS 40	<i>Transfers of Investment Property</i>
HK(IFRIC)-Int 22	<i>Foreign Currency Transactions and Advance Consideration</i>
Annual Improvements to HKFRSs 2014-2016 Cycle	Amendments to HKFRS 1 and HKAS 28

Except for the amendments to HKFRS 4, amendments to HKFRS 2 and Annual Improvements to HKFRSs 2014-2016 Cycle, which are not relevant to the preparation of the Group's financial statements, the nature and the impact of the new and revised HKFRSs, are described below. The adoption of the above new and revised standards have no material impact to the Group.

2 主要會計政策概要 (續)

2.2 會計政策及披露之變動

本年度本集團之綜合財務報表首次採納下列新訂及經修訂香港財務報告準則。

香港財務報告準則第2號之修訂	以股份為基礎支付之交易之分類和計量
香港財務報告準則第4號之修訂	與香港財務報告準則第4號保險合同一併應用的香港財務報告準則第9號金融工具
香港財務報告準則第9號	金融工具
香港財務報告準則第15號	客戶合約收益
香港財務報告準則第15號之修訂	香港財務報告準則第15號客戶合約收益之澄清
香港會計準則第40號之修訂	轉讓投資物業
香港(國際財務報告詮釋委員會) – 詮釋第22號	外匯交易及預付代價
香港財務報告準則2014年至2016年週期之年度改進	香港財務報告準則第1號及香港會計準則第28號之修訂

除香港財務報告準則第4號之修訂、香港財務報告準則第2號之修訂及香港財務報告準則2014年至2016年週期之年度改進與編製本集團的財務報表無關外，有關新訂及經修訂香港財務報告準則性質及影響闡述予下文，採納上述新訂及經修訂準則對本集團並無重大影響。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

2.2 Changes in accounting policies and disclosures

(Continued)

The Group has initially applied Hong Kong Financial Reporting Standard 9 Financial Instruments (“HKFRS 9”) and Hong Kong Financial Reporting Standard 15 Revenue from Contracts with Customers (“HKFRS 15”) with effect from 1 April 2018 and has taken transitional provisions and methods not to restate comparative information for prior periods. The comparative information continues to be reported under the accounting policies prevailing prior to 1 April 2018. The Group had to change its accounting policies with effect from 1 April 2018 as a result of adopting HKFRS 9 and HKFRS 15.

- (a) HKFRS 9 *Financial Instruments* replaces HKAS 39 *Financial Instruments: Recognition and Measurement* for annual periods beginning on or after 1 April 2018, bringing together all three aspects of the accounting for financial instruments: classification and measurement, impairment and hedge accounting.

With the exception of hedge accounting, which the Group has applied prospectively, the Group has recognised the transition adjustments against the applicable opening balances in equity at 1 April 2018. Therefore, the comparative information was not restated and continues to be reported under HKAS 39.

2 主要會計政策概要 (續)

2.2 會計政策及披露之變動 (續)

本集團由2018年4月1日起已首次應用香港財務報告準則第9號「金融工具」及香港財務報告準則第15號「客戶合約收益」，並已採用過渡性條文及方法不重新編列過往期間之比較資料。比較資料繼續根據於2018年4月1日前之會計政策報告。集團因採納香港財務報告準則第9號及香港財務報告準則第15號而自2018年4月1日起更改其會計政策。

- (a) 香港財務報告準則第9號「金融工具」於2018年4月1日或以後開始之會計年度生效以取代香港會計準則第39號「金融工具」：確認及計量，其整合金融工具會計處理之全部三個範疇：分類及計量、減值以及對沖會計處理。

除本集團已預先採納的對沖會計處理外，本集團於2018年4月1日就適用之權益期初結餘確認過渡性調整。因此，比例資料不予重列，並繼續根據香港會計準則第39號編製。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.2 Changes in accounting policies and disclosures (Continued)

(a) (Continued)

Classification and measurement

As further explained in the revised accounting policies in note 2.13 to the financial statements below, there is no longer a financial asset category of “available-for-sale financial assets”, the carrying amount of which amounting to HK\$12,374,000 as at 1 April 2018 was reclassified and irrevocably designated as “equity investments at fair value through other comprehensive income” and the respective fair value reserve of HK\$10,123,000 was no longer allowed to be reclassified to the income statement.

In addition, all the financial assets previously classified as “loans and receivables” were continued to be measured (and categorised) at amortised cost under HKFRS 9 as at 1 April 2018. For financial liabilities at 1 April 2018, they continued to be accounted for at amortised cost.

For impairment assessment of financial assets at amortised cost, HKFRS 9 introduced expected credit loss (“ECL”) model to replace incurred credit loss under HKAS 39, further details of which are included in the accounting policies at impairment in note 2.13 to financial statements below. There was no material financial impact resulting from the new model as at 1 April 2018.

2 主要會計政策概要 (續)

2.2 會計政策及披露之變動 (續)

(a) (續)

分類及計量

下文財務報表附註2.13經修訂後的會計政策進一步說明，本集團不再有財務資產類別為「可供出售的財務資產」，於2018年4月1日，其賬面值港幣12,374,000元已被重新分類並不可撤銷地訂定為「按公平值透過其他全面收益列賬的股份投資」，其相應的公平值儲備港幣10,123,000元將不允許重新分類至損益表。

此外，於2018年4月1日，所有先前分類為「貸款及應收款項」的財務資產根據香港財務報告準則第9號繼續按攤銷成本計量及分類。於2018年4月1日的金融負債，繼續按攤銷成本列賬。

按攤銷成本進行的公平值財務資產減值評估，香港財務報告準則第9號引入預期信貸虧損模式以取代香港會計準則第39號已產生的信貸虧損計算，其進一步詳情載於下文財務報表附註2.13的減值會計政策。截至2018年4月1日，採納新模式並未產生重大財務影響。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.2 Changes in accounting policies and disclosures***(Continued)*

- (b) HKFRS 15 and its amendments replace HKAS 11 *Construction Contracts*, HKAS 18 *Revenue* and related interpretations and it applies, with limited exceptions, to all revenue arising from contracts with customers. HKFRS 15 establishes a new five-step model to account for revenue arising from contracts with customers. Under HKFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in HKFRS 15 provide a more structured approach for measuring and recognising revenue. The standard also introduces extensive qualitative and quantitative disclosure requirements, including disaggregation of total revenue, information about performance obligations, changes in contract asset and liability account balances between periods and key judgements and estimates. The disclosures are included in note 5 to the financial statements. As a result of the application of HKFRS 15, the Group has changed the accounting policy with respect to revenue recognition in note 2.23 to the financial statements.

The Group has adopted HKFRS 15 using the modified retrospective method of adoption. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Group has elected to apply the standard to contracts that are not completed as at 1 April 2018.

Therefore, the comparative information was not restated and continues to be reported under HKAS 11, HKAS 18 and related interpretations.

2 主要會計政策概要 (續)**2.2 會計政策及披露之變動 (續)**

- (b) 香港財務報告準則第15號及其修訂取代香港會計準則第11號建築合約、香港會計準則第18號收入及相關詮釋，除少數例外情況外，其適用於所有來自客戶合約產生之收益。香港財務報告準則第15號訂立五個步驟的列賬模式，以確認來自客戶合約之收益。根據香港財務報告準則第15號，收入確認之金額能反映實體預期向客戶轉讓貨品或服務而有權換取之代價。香港財務報告準則第15號之原則提供更具結構性的計量及確認收入的方法。該準則亦引入大量定性及定量披露要求，包括劃分收入總額、有關履約責任之資料、合約資產及負債賬目結餘於各期間之變動，以及重大判斷和估計。該等披露已包括在財務報告附註5。由於採用香港財務報告準則第15號，本集團已更改財務報告附註2.23內關於收入確認之會計政策。

本集團以修訂式追溯應用法採納香港財務報告準則第15號。按此方法，該準則既可應用於首次應用日期之所有合約，也可應用於在此日期尚未完成之合約。本集團已選擇將該準則應用於2018年4月1日之所有尚未完成之合約。

因此，比較資料不予重列并繼續根據香港會計準則第11號、香港會計準則第18號及相關詮釋編製。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.2 Changes in accounting policies and disclosures***(Continued)*

- (c) Amendments to HKAS 40 clarify when an entity should transfer property, including property under construction or development, into or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use. The amendments have had no financial impact on the financial position or performance of the Group.
- (d) HK(IFRIC)-Int 22 provides guidance on how to determine the date of the transaction when applying HKAS 21 to the situation where an entity receives or pays advance consideration in a foreign currency and recognises a non-monetary asset or liability. The interpretation clarifies that the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income (or part of it) is the date on which an entity initially recognises the non-monetary asset (such as a prepayment) or non-monetary liability (such as deferred income) arising from the payment or receipt of the advance consideration. If there are multiple payments or receipts in advance of recognising the related item, the entity must determine the transaction date for each payment or receipt of the advance consideration. The interpretation has had no impact on the Group's financial statements as the Group's accounting policy for the determination of the exchange rate applied for initial recognition of non-monetary assets or non-monetary liabilities is consistent with the guidance provided in the interpretation.

2 主要會計政策概要 (續)**2.2 會計政策及披露之變動 (續)**

- (c) 香港會計準則第40號的修訂澄清實體應何時將物業，包括在建或發展中的物業轉入或轉出投資物業。該修訂規定，當物業符合或不再符合投資物業的定義且有證據證明發生使用變更時。管理層改變使用財產的意圖並不能提供使用變更的證據。該等修訂對本集團的財務狀況或表現並無影響。
- (d) 香港（國際財務報告詮釋委員會）—詮釋第22號為在實體以外幣收取或支付預付代價及確認非貨幣資產或負債的情況下，當應用香港會計準則第21號時如何釐定交易日期提供指引。該詮釋澄清，就釐定於初步確認有關資產、開支或收入（或其中部分）時所用匯率而言，交易日期為實體初步確認因支付或收取預付代價而產生的非貨幣資產（如預付款項）或非貨幣負債（如遞延收入）當日。倘確認有關項目存在多筆付款或收款，實體須就每筆預付代價的付款或收款釐定交易日期。由於本集團用於初步確認非貨幣性資產或非貨幣性負債的匯率之會計政策與該詮釋所載的指引一致，因此該詮釋對本集團的財務報表並無影響。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.3 Issued but not yet effective HKFRSs

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements.

Amendments to HKFRS 3	<i>Definition of a Business</i> ²
Amendments to HKFRS 9	<i>Prepayment Features with Negative Compensation</i> ¹
Amendments to HKFRS 10 and HKAS 28 (2011)	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i> ⁴
HKFRS 16	<i>Leases</i> ¹
HKFRS 17	<i>Insurance Contracts</i> ³
Amendments to HKAS 1 and HKAS 8	<i>Definition of Material</i> ²
Amendments to HKAS 19	<i>Plan Amendment, Curtailment or Settlement</i> ¹
Amendments to HKAS 28	<i>Long-term Interests in Associates and Joint Ventures</i> ¹
HK(IFRIC)-Int 23	<i>Uncertainty over Income Tax Treatments</i> ¹
Annual Improvements to HKFRSs 2015-2017 Cycle	Amendments to HKFRS 3, HKFRS 11, HKAS 12 and HKAS 23 ¹

- ¹ Effective for financial years beginning on or after 1 April 2019
- ² Effective for financial years beginning on or after 1 April 2020
- ³ Effective for financial years beginning on or after 1 April 2021
- ⁴ No mandatory effective date yet determined but available for adoption

2 主要會計政策概要 (續)

2.3 已發行但尚未生效之香港財務報告準則

本集團尚未於綜合財務報表內採納以下已頒佈但尚未生效之新訂及經修訂之香港財務報告準則。

香港財務報告準則第3號之修訂	<i>業務之定義</i> ²
香港財務報告準則第9號之修訂	<i>具有負補償的提前還款特性</i> ¹
香港財務報告準則第10號及香港會計準則第28號(2011年)之修訂	<i>投資者與其聯營或合資企業之間的資產出售或注資</i> ⁴
香港財務報告準則第16號	<i>租賃</i> ¹
香港財務報告準則第17號	<i>保險合約</i> ³
香港會計準則第1號及香港會計準則第8號之修訂	<i>重大之定義</i> ²
香港會計準則第19號之修訂	<i>計劃修訂、縮減或清償</i> ¹
香港會計準則第28號之修訂	<i>於聯營公司及合營公司之長期權益</i> ¹
香港(國際財務報告詮釋委員會)－詮釋第23號	<i>有關所得稅處理法之不確定性</i> ¹
香港財務報告準則2015年至2017年週期之年度改進	香港財務報告準則第3號、香港財務報告準則第11號、香港會計準則第12號及香港會計準則第23號之修訂 ¹

- ¹ 於2019年4月1日或以後開始之會計年度生效
- ² 於2020年4月1日或以後開始之會計年度生效
- ³ 於2021年4月1日或以後開始之會計年度生效
- ⁴ 尚未釐定強制生效日期惟可供採納

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.3 Issued but not yet effective HKFRSs** *(Continued)*

Further information about those HKFRSs that are expected to be applicable to the Group is described below.

Amendments to HKFRS 3 clarify and provide additional guidance on the definition of a business. The amendments clarify that for an integrated set of activities and assets to be considered a business, it must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output. A business can exist without including all of the inputs and processes needed to create outputs. The amendments remove the assessment of whether market participants are capable of acquiring the business and continue to produce outputs. Instead, the focus is on whether acquired inputs and acquired substantive processes together significantly contribute to the ability to create outputs. The amendments have also narrowed the definition of outputs to focus on goods or services provided to customers, investment income or other income from ordinary activities. Furthermore, the amendments provide guidance to assess whether an acquired process is substantive and introduce an optional fair value concentration test to permit a simplified assessment of whether an acquired set of activities and assets is not a business. The Group expects to adopt the amendments prospectively from 1 April 2020.

2 主要會計政策概要 (續)**2.3 已發行但尚未生效之香港財務報告準則 (續)**

有關預期適用於本集團之香港財務報告準則之進一步資料如下。

香港財務報告準則第3號修訂本澄清及訂明有關業務定義之額外指引。該等修訂釐清，對於視作一項業務的一整套活動及資產而言，其必須至少包含可共同對創造產出的能力做出重大貢獻的輸入資源及實質性過程。在不包含需要創造產出的所有輸入資源及過程的情況下，亦可視作一項業務存在。該等修訂移除了對市場參與者是否能夠取得業務及持續產出產品的評估。相反，其重心放在所取得的輸入資源及所取得的實質性過程是否共同對創造產出的能力做出重大貢獻。該等修訂亦縮小了產出的定義，集中在向客戶提供的貨品或服務、投資收入或來自日常業務的其他收入。此外，該等修訂就評估所取得的過程是否具有實質性提供指引，並引入選擇性公平價值集中度測試，以允許按簡化法評估所取得的一套業務活動及資產是否構成一項業務。本集團預期將自2020年4月1日起按未來適用法採納該等修訂。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.3 Issued but not yet effective HKFRSs (Continued)

HKFRS 16 replaces HKAS 17 *Leases*, HK(IFRIC)-Int 4 *Determining whether an Arrangement contains a Lease*, HK(SIC)-Int 15 *Operating Leases-Incentives* and HK(SIC)-Int 27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise assets and liabilities for most leases. The standard includes two elective recognition exemptions for lessees – leases of low-value assets and short-term leases. At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). The right-of-use asset is subsequently measured at cost less accumulated depreciation and any impairment losses unless the right-of-use asset meets the definition of investment property in HKAS 40, or relates to a class of property, plant and equipment to which the revaluation model is applied. The lease liability is subsequently increased to reflect the interest on the lease liability and reduced for the lease payments. Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will also be required to remeasure the lease liability upon the occurrence of certain events, such as change in the lease term and change in future lease payments resulting from a change in an index or rate used to determine those payments. Lessees will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset. Lessor accounting under HKFRS 16 is substantially unchanged from the accounting under HKAS 17. Lessors will continue to classify all leases using the same classification principle as in HKAS 17 and distinguish between operating leases and finance leases. HKFRS 16 requires lessees and lessors to make more extensive disclosures than under HKAS 17. Lessees can choose to apply the standard using

2 主要會計政策概要 (續)

2.3 已發行但尚未生效之香港財務報告準則 (續)

香港財務報告準則第16號取代香港會計準則第17號「租賃」、香港(國際財務報告詮釋委員會)詮釋第4號「確定一項安排是否包含租賃」、香港(常設詮釋委員會)解釋公告第15號「經營租賃－激勵措施」、以及香港(常設詮釋委員會)解釋公告第27號「評價涉及租賃法律形式交易的實質」。該項準則載列確認、計量、呈列及披露租賃的原則，並要求承租人就絕大多數租賃確認資產及負債。該準則包含兩項對承租人的可選擇確認豁免－低值資產及短期租賃。承租人將於租賃開始當日確認一項作出租賃付款的負債(即租賃負債)及一項代表租賃期內使用相關資產的權利之資產(即使用權資產)。除非使用權資產符合香港會計準則第40號對於投資物業的定義，或與應用重估方式之物業、機器及設備類別有關，否則，其後使用權資產須按成本減累計折舊及任何減值虧損計算。其後，租賃負債的增加乃反映租賃負債的利息，或因租賃付款而減少。承租人將須分開確認租賃負債的利息開支及使用權資產的折舊開支。若干事件發生(如租賃期改變及未來租賃付款因用以釐定該付款的指數或費率有所變動而改變)後，承租人亦須重計量租賃負債。承租人一般會將重新計算的租賃負債金額確認為使用權資產的調整。香港財務報告準則第16號大致保留香港會計準則第17號對出租人的會計要求。出租人將繼續採用香港會計準則第17號所載的相同分類原則將所有租賃分類，分為經營租賃或融資租賃。香港財務報告準則第16號要求承租人及出租人較根據香港會計準則第17號作出更多披露。承租人可選擇以全面追溯或修正追溯應用方式應用該準則。本集團將於2019年4月1日起採納香港財務報告準則第16

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.3 Issued but not yet effective HKFRSs (Continued)

either a full retrospective or a modified retrospective approach. The Group will adopt HKFRS 16 from 1 April 2019. The Group plans to adopt the transitional provisions in HKFRS 16 to recognise the cumulative effect of initial adoption as an adjustment to the opening balance of retained earnings at 1 April 2019 and will not restate the comparatives. In addition, the Group plans to apply the new requirements to contracts that were previously identified as leases applying HKAS 17 and measure the lease liability at the present value of the remaining lease payments, discounted using the Group's incremental borrowing rate at the date of initial application. The Group plans to use the exemptions allowed by the standard on lease contracts whose lease terms end within 12 months as of the date of initial application.

As disclosed in note 31(a) to the consolidated financial statements, the Group had future minimum lease payments under non-cancellable operating leases in aggregate of approximately HK\$439,707,000. Upon adoption of HKFRS 16, certain amounts included therein together with prepaid lease premium and leasehold land under property, plant and equipment may need to be recognised as new right-of-use assets and lease liabilities. The Group is currently assessing the impact of HKFRS 16. Further analysis will be needed to determine the amount of new right-of-use assets and lease liabilities to be recognised, including, but not limited to, incremental borrowing rate and reasonably certain lease period applied for different leases.

2 主要會計政策概要 (續)

2.3 已發行但尚未生效之香港財務報告準則 (續)

號。本集團計劃採納香港財務報告準則第16號之過渡性安排，以確認初步採納之累積效應為於2019年4月1日之保留盈利期初結餘之調整，並將不會重列比較數字。此外，本集團計劃將新規定應用於先前應用香港會計準則第17號時識別為租約的合約並按使用初次應用日期之本集團遞增借款率折現餘下租約付款現值計量租約負債。本集團擬對租期於初次應用日期起12個月內終止的租約使用該準則所允許的豁免。

誠如綜合財務報告附註31(a)所披露，本集團根據不可撤銷經營租約之未來最低租賃款項合共約港幣439,707,000元。於採納香港財務報告準則第16號後，當中之若干金額（包括在預付租賃地價及物業、機器及設備下的租賃土地）可能須確認為新使用權資產及租約負債。然而，本集團須作進一步分析採納香港財務報告準則第16號之影響，以確定將確認之新使用權資產及租約負債，包括但不限於就不同租約應用的增量借貸利率及合理的租賃期。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.3 Issued but not yet effective HKFRSs** *(Continued)*

Amendments to HKAS 1 and HKAS 8 provide a new definition of material. The new definition states that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments clarify that materiality will depend on the nature or magnitude of information. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. The Group expects to adopt the amendments prospectively from 1 April 2020. The amendments are not expected to have any significant impact on the Group's financial statements.

HK(IFRIC)-Int 23 addresses the accounting for income taxes (current and deferred) when tax treatments involve uncertainty that affects the application of HKAS 12 (often referred to as "uncertain tax positions"). The interpretation does not apply to taxes or levies outside the scope of HKAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The interpretation specifically addresses (i) whether an entity considers uncertain tax treatments separately; (ii) the assumptions an entity makes about the examination of tax treatments by taxation authorities; (iii) how an entity determines taxable profits or tax losses, tax bases, unused tax losses, unused tax credits and tax rates; and (iv) how an entity considers changes in facts and circumstances. The interpretation is to be applied retrospectively, either fully retrospectively without the use of hindsight or retrospectively with the cumulative effect of application as an adjustment to the opening equity at the date of initial application, without the restatement of comparative information. The Group expects to adopt the interpretation from 1 April 2019. The interpretation is not expected to have any significant impact on the Group's financial statements.

2 主要會計政策概要 (續)**2.3 已發行但尚未生效之香港財務報告準則 (續)**

香港會計準則第1號及香港會計準則第8號修訂本訂明重大性之新定義。新定義列明，倘可合理預期對資料遺漏、錯誤陳述或陳述不明會影響一般用途財務報告的主要使用者基於該等財務報告作出的決策，則有關資料視作重大資料。該等修訂釐清，重大性將取決於資料的性質或大小。倘可合理預期對資料的錯誤陳述會影響主要使用者所作的決策，則視為重大錯誤陳述。本集團預期將自2020年4月1日起按未來適用法採納該等修訂。該等修訂預期不會對本集團財務報告造成重大影響。

香港(國際財務報告詮釋委員會)一詮釋第23號闡述當稅項處理涉及影響應用香港會計準則第12號之不確定性(一般稱為「不確定稅項狀況」)時(即期及遞延)所得稅之會計處理方法。該詮釋並不適用於香港會計準則第12號範圍外之稅項或徵費，或其並無具體包括有關不確定稅項處理之利息及罰款之規定。該詮釋具體針對(i)實體是否考慮單獨處理不確定稅項；(ii)實體對稅務機關審查稅項處理所作假設；(iii)實體釐定應課稅溢利或稅項虧損、稅基、未動用稅項虧損、未動用稅項抵免及稅率之方式；及(iv)實體考慮事實及情況變動之方式。該詮釋將予追溯應用，以無須採用事後確認而全面追溯應用或於初始應用當日作為期初權益之調整之累計影響予以追溯應用，而無須重列比較資料。本集團預期自2019年4月1日起採用該詮釋。該詮釋預期將不會對本集團之財務報告產生任何重大影響。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

2.4 Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the:

- fair values of the assets transferred
- liabilities incurred to the former owners of the acquired business
- equity interests issued by the Group
- fair value of any asset or liability resulting from a contingent consideration arrangement, and
- fair value of any pre-existing equity interest in the subsidiary.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred,
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

2 主要會計政策概要 (續)

2.4 業務合併

本集團採用收購法為所有合併業務合併入賬(包括收購部份權益或其他資產)。收購一間附屬公司之轉讓代價包括：

- 所轉讓資產的公平價值
- 對被收購方前擁有人所產生的負債
- 本集團所發行股本權益的公平價值計算
- 因或然代價安排所產生的任何資產或負債的公平值；及
- 附屬公司任何先前的股權的公平價值

在業務合併過程中所收購的可識別資產以及所承擔的負債及或然負債(除少數例外情況外)，均於收購當日按其公平值作初步計量。本集團確認所收購非控股權益實體按公平值或按非控股權益被收購實體的可識別資產淨值比例入賬。

收購相關成本於產生時支銷。

- 所轉讓代價、
- 被收購方之任何非控股權益金額，及
- 任何先前於被收購方之股權於收購日期之公平價值

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.4 Business combinations** *(Continued)*

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised directly in the income statement as a bargain purchase.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in the consolidated income statement.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in the consolidated income statement.

2.5 Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. Cost also includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividends received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving dividends from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the financial statements of the investee's net assets including goodwill.

2 主要會計政策概要 (續)**2.4 業務合併 (續)**

高於所收購可辨認資產淨值之公平值時，其差額以商譽列賬。如轉讓代價、已確認非控股權益及先前持有之權益計量總額低於所收購附屬公司資產淨值之公平值，其差額將直接於收益表中確認。

或然代價分類為權益或金融負債。分類為金融負債的金額其後按公平值重新計量，並於綜合收益表確認公平值變動。

倘業務合併分階段達成，收購方以往持有之被收購方股權在列入收益表時乃按收購日期之公平值重新計量，因重新計量而產生的任何收益或虧損於綜合收益表內確認。

2.5 獨立財務報表

於附屬公司的投資按成本扣除減值列賬。成本亦包括投資的直接應佔成本。本公司將附屬公司的業績根據已收及應收股息入賬。

倘於附屬公司的投資產生的股息超過附屬公司於宣派股息期間的全面收益總額或倘該等投資於獨立財務報表內的賬面值超過投資對象資產淨值(包括商譽)於綜合財務報表內的賬面值，則於收到該等股息時須對該等投資進行減值測試。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.6 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker.

The Company has appointed the executive directors as the chief operating decision makers to review the operating results of the Group on a consolidated basis, and makes strategic decisions.

2.7 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are presented in HK\$, which is the functional currency of the Company and presentation currency of the Group.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are generally recognised in the consolidated income statement. All foreign exchange gains and losses are presented in the consolidated income statement within "other gains, net".

2 主要會計政策概要 (續)

2.6 分部報告

營運分部之報告方式，與向主要營運決策者提供內部報告之方式一致。

本公司已委任行政董事為首席經營決策者，其會按綜合基準審閱本集團的營運業績，並作出策略性決定。

2.7 外幣換算

(a) 功能及呈報貨幣

本集團旗下每個實體之財務報表所包括之項目，均以該實體之主要營運地區之貨幣計算，此為功能貨幣。本綜合財務報表乃以港幣呈報，港幣為本公司之功能及呈報貨幣。

(b) 交易及結餘

外幣交易均按交易當日或項目重新估值採用估值日之現行匯率換算為功能貨幣。因上述交易結算及按結算日之匯率兌換以外幣計值之貨幣資產及負債而產生之匯兌損益，均於綜合收益表確認。所有匯兌損益均在綜合收益表「其他收益，淨額」內列示。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.7 Foreign currency translation** *(Continued)**(b) Transactions and balances* *(Continued)*

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when fair value was determined. Translation differences on assets and liabilities carried at fair values are reported as part of the fair value gain or loss. For example, translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in income statement as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as available-for-sale financial assets/equity investments are recognised in other comprehensive income.

(c) Group companies

The results and financial position of all the group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

2 主要會計政策概要 *(續)***2.7 外幣換算** *(續)**(b) 交易及結餘* *(續)*

按歷史成本以外幣計量的非貨幣項目，使用初始交易日的匯率換算。

按公平值以外幣計量的非貨幣項目使用釐定公平值當日的匯率換算。有關按公平值列賬之資產及負債之換算差額均呈報為公平值收益或虧損的一部分。舉例而言，非貨幣性財務資產及負債（如按公平值透過損益列賬之證券）之換算差額在損益內確認為公平值收益或虧損的一部分，而非貨幣財務資產／股份投資（如分類為可供出售財務資產）的換算差額則在其他全面收益內確認。

(c) 集團旗下公司

集團旗下所有功能貨幣與呈報貨幣不同之實體（全部均非高通脹經濟之貨幣）之業績及財務狀況，按以下方式換算為呈報貨幣：

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.7 Foreign currency translation (Continued)

(c) Group companies (Continued)

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting currency translation differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to the consolidated income statement, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

2 主要會計政策概要 (續)

2.7 外幣換算 (續)

(c) 集團旗下公司 (續)

- 各資產負債表所呈列資產及負債，按結算日之收市匯率換算；
- 各收益表之收入及支出，按平均匯率換算，惟此平均值並非交易當日現行匯率具累積效果之合理約數除外。在此情況下，收入及支出於交易日期換算；及
- 所有匯兌差額於其他全面收益表中確認。

於綜合入賬時，換算任何海外實體淨投資以及借款所產生之匯兌差額均在其他全面收益中確認。當出售海外業務或償還組成淨投資一部分的任何借款時，相關匯兌差額會於出售時重新分類至損益，作為收益或虧損的一部分。

收購一間海外實體所產生之商譽及公允值調整被視作海外實體之資產及負債，並按期末匯率換算。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.7 Foreign currency translation** *(Continued)**(d) Disposal of foreign operation and partial disposal*

On the disposal of a foreign operation (that is, a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation), all of the currency translation differences accumulated in equity in respect of that operation attributable to the equity holders of the Company are reclassified to the consolidated income statement.

In the case of a partial disposal that does not result in the Group losing control over a subsidiary that includes a foreign operation, the proportionate share of accumulated currency translation differences are reattributed to non-controlling interests and are not recognised in the consolidated income statement.

2.8 Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items. When an item of property, plant and equipment is classified as held for sale or when it is part of a disposal group classified as held for sale, it is not depreciated and is accounted for in accordance with HKFRS 5, as further explained in the accounting policy for "Non-current assets (or disposal groups) held for sale and Discontinued Operations".

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred.

2 主要會計政策概要 (續)**2.7 外幣換算 (續)***(d) 出售海外業務及部分出售*

於出售一項海外業務時(即出售本集團於海外業務所持全部權益,或涉及失去(包括一項海外業務)附屬公司之控制權之出售),就公司權益持有人應佔該項業務而在權益中累計之匯兌差額均重新分類至收益表。

在部分出售不致令本集團失去對海外業務附屬公司控制權之情況,按比例分佔之累計匯兌差額重新歸屬非控股性權益而不在收益表中確認。

2.8 物業、機器及設備

物業、機器及設備按歷史成本減累積折舊及累積減值虧損入賬。歷史成本包括直接歸屬於該收購項目的支出。當物業、機器及設備項目分類為持作可供出售或屬於分類為持作可供出售的出售集團的一部分時,則不計提折舊,並按照香港財務報告準則第5號入賬。持作可供出售(或出售集團)的「非流動資產」及「已終止營運業務」將在會計政策中作進一步說明。

當與項目有關之未來經濟利益可能流入本集團,以及項目成本能可靠計算時,其後成本才會計入資產之賬面值或確認為獨立資產(視適用情況而定)。計入為獨立資產的已更換零件之賬面值於置換時被終止確認。所有其他維修及保養費用於產生財政期間於綜合收益表扣除。

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

2.8 Property, plant and equipment (Continued)

Leasehold land classified as finance lease commences amortisation from the time when the land interest becomes available for its intended use. Depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

Leasehold land classified as finance lease	Shorter of remaining lease term or useful life
Buildings	Shorter of the unexpired lease term or 20 to 50 years
Equipment and leasehold improvements	3 to 10 years or over the lease term
Furniture and fixtures	3 to 15 years
Motor vehicles	5 years

No depreciation is provided on freehold land. Freehold land is stated at cost less accumulated impairment loss, if any.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 2.11).

2 主要會計政策概要 (續)

2.8 物業、機器及設備 (續)

租賃土地分類為融資租賃，並當土地權益可用作其擬定用途時開始攤銷。其他資產之折舊以直線法於其估計可用年期內分配其成本至剩餘價值。所採用年率如下：

租賃土地(分類為融資租賃)	未屆滿租期或使用年限(以較短者為準)
樓宇	未屆滿租期或20至50年(以較短者為準)
設備及租賃權益改良	3至10年或租賃期
傢俬及裝修	3至15年
汽車	5年

永久業權之土地無須折舊。永久業權之土地以成本減累計減值虧損(如有)入賬。

資產之剩餘價值及可用年期會於各結算日審閱及調整(如適用)。

倘資產之賬面值超過其估計可收回金額，則其賬面值將即時撇減至可收回金額(附註2.11)。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.8 Property, plant and equipment** *(Continued)*

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the consolidated income statement within "Other (losses)/gains, net".

Valuations are performed to ensure that the fair value of a revalued asset does not differ materially from its carrying amount. Changes in the values of property, plant and equipment are dealt with as movements in the revaluation reserve. If the total of this reserve is insufficient to cover a deficit, on an individual asset basis, the excess of the deficit is charged to the income statement. Any subsequent revaluation surplus is credited to the income statement to the extent of the deficit previously charged. An annual transfer from the revaluation reserve to retained earnings is made for the difference between the depreciation based on the revalued carrying amount of an asset and the depreciation based on the asset's original cost. On disposal of a revalued asset, the relevant portion of the revaluation reserve realised in respect of previous valuations is transferred to retained earnings as a movement in reserves.

2.9 Investment properties

Investment properties, principally leasehold land and buildings, are held for long-term rental yields and are not occupied by the Group. Investment property is initially measured at fair value at the date of transfer from property, plant and equipment. Differences between the costs and fair values of the properties are recognised in revaluation reserve. Subsequently, they are carried at fair value. Changes in fair values are presented in consolidated income statement as part of other income.

2 主要會計政策概要 (續)**2.8 物業、機器及設備 (續)**

出售之損益按比較所得款項與賬面值釐定，並計入綜合收益表「其他(虧損)/收益，淨額」內。

物業、機器及設備須進行估值以確保重估資產的公允價值與其賬面金額並無重大差異。其公允值變動按重估儲備之變動處理。以單一資產為基礎，如果該儲備的總金額不足以彌補赤字，超出赤字部分將計入損益表內。任何其後重估盈餘均按先前已計的赤字計入損益表。根據資產的重估賬面值折舊與根據資產初始成本的折舊之間的差額，每年從重估儲備轉移至保留盈利。在出售重估資產時，先前已變現的重估儲備的相關部分，作為儲備變動轉入保留盈利。

2.9 投資物業

投資物業指本集團為獲得長期租金收益，但並不由本集團佔用而持有之物業。投資物業在由物業、機器及設備轉入日期按公平值在列賬。物業的成本與公平值之間的差額確認為重估儲備。隨後，其以公平價值呈示。公平價值之變動在綜合收益表中列示為其他收入的一部分。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.9 Investment properties** *(Continued)*

For a transfer from investment properties to owner-occupied properties or inventories, the deemed cost of a property for subsequent accounting is its fair value at the date of change in use. If a property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under “Property, plant and equipment” up to the date of change in use, and any difference at that date between the carrying amount and the fair value of the property is accounted for as a revaluation in accordance with the policy stated under “Property, plant and equipment” above. For a transfer from inventories to investment properties, any difference between the fair value of the property at that date and its previous carrying amount is recognised in the income statement.

2.10 Intangible assets*(a) Goodwill*

Goodwill is subsequently measured as described in Note 2.11. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments.

2 主要會計政策概要 (續)**2.9 投資物業 (續)**

由投資物業轉撥為自用物業之物業或存貨，用作日後會計處理之視作成本為其於更改用途當日之公平價值。倘本集團之自用物業轉為投資物業，則在用途變更當日之前，本集團根據「物業、機器及設備」所規定之政策將該物業入賬，於該日之物業賬面值與公平價值之任何差額根據上述「物業、機器及設備」所規定之重估政策入賬。對於從存貨轉為投資物業，於該日之物業公平價值與之賬面值之任何差額在損益表內確認。

2.10 無形資產*(a) 商譽*

商譽其後按附註2.11所述計量。收購附屬公司之商譽計入無形資產。商譽不予攤銷，惟會每年進行減值測試，或倘出現事件或情況轉變顯示可能出現減值時，則更頻密地進行測試，且按成本減累計減值虧損列賬。出售實體之收益及虧損包括有關已售實體的商譽賬面值。

商譽就減值測試目的分配至現金產生單位。分配乃對該等預期將受惠於產生商譽的業務合併的現金產生單位或現金產生單位組別作出。該等單位或單位組別乃按就內部管理目的監察商譽的最低層級識別，即經營分部。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.10 Intangible assets** *(Continued)**(b) Trademarks*

Separately acquired trademarks are shown at historical cost. Trademarks have an indefinite useful life and are not amortised but tested annually for impairment.

(c) Technical know-how

Technical know-how acquired in a business combination is recognised at fair value at the acquisition date. The technical know-how has a finite useful life and is carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method over the expected life of 30 years.

2.11 Impairment of non-financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2 主要會計政策概要 (續)**2.10 無形資產 (續)***(b) 商標*

單獨購入的商標按歷史成本列賬。商標具有無限使用年期，且毋須攤銷，但須每年就減值進行測試。

(c) 專業技術

在業務合併中取得的專業技術於收購日期按公平值確認。專業技術具有使用期限，並按成本減累計攤銷列賬。攤銷乃使用直線法按預期專業技術的三十年使用期計算。

2.11 非財務資產減值

沒有確定可使用年期之商譽及無形資產毋須攤銷，但每年或於發生事件或情況改變顯示其或已減值時則更頻密地就減值進行測試。當有事件出現或情況改變顯示賬面值可能無法收回時會測試其他非財務資產是否有減值。減值虧損按資產之賬面值超出其可收回金額之差額確認。可收回金額以資產之公允值扣除銷售成本及使用價值兩者之較高者為準。為評估減值，資產將按獨立可識別現金流入之最低層次組合，即與其他資產或資產組合之現金流入大致獨立者（現金產生單位）。非財務資產（除商譽外）若已減值，則須在各報告期間期末評估資產有否減值轉撥之可能性。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.12 Non-current assets (or disposal groups) held for sale and Discontinued Operations

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs of disposal, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and investment property that are carried at fair value and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of derecognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the consolidated balance sheet.

2 主要會計政策概要 (續)

2.12 持作可供出售的非流動資產(或出售集團)及終止營運業務

倘非流動資產(或出售集團)的賬面值主要透過銷售交易而非持續使用收回且有關銷售被認定為極有可能發生，則分類為持作可供出售。其按賬面值與公平值扣除銷售成本兩者的較低者計量，本規定明確豁免的遞延稅項資產、僱員福利產生的資產、財務資產、以公平值列賬的投資物業及保險合約項下的合約權利等資產除外。

減值虧損乃按資產(或出售集團)初始或其後撇減至公平值扣除銷售成本確認。收益乃按公平值扣除資產(或出售集團)的銷售成本的其後增加確認，惟不超過先前確認的累計減值虧損。先前並未確認的收益或虧損乃按非流動資產(或出售集團)的銷售日期於終止確認日期確認。

非流動資產(包括屬出售集團部分者)在分類為持作可供出售時不予折舊或攤銷。分類為持作可供出售的出售集團負債應佔的利息及其他開支將繼續予以確認。

分類為持作可供出售的非流動資產及分類為持作可供出售的出售集團資產於資產負債表內與其他資產分開呈列。分類為持作可供出售的出售集團負債於綜合資產負債表內與其他負債分開呈列。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.12 Non-current assets (or disposal groups) held for sale and Discontinued Operations** *(Continued)*

A Discontinued Operations is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of Discontinued Operations are presented separately in the consolidated income statement.

2.13 Financial assets

Investments and other financial assets (policies under HKFRS 9 applicable from 1 April 2018)

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient of not adjusting the effect of a significant financing component, the Group initially measures a financial asset at its fair value, plus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under HKFRS 15 in accordance with the policies set out for "Revenue recognition (applicable from 1 April 2018)" below.

2 主要會計政策概要 (續)**2.12 持作可供出售的非流動資產(或出售集團)及終止營運業務 (續)**

終止營運業務為已出售或分類為持作可供出售及代表一項按業務或地區劃分的獨立主要業務的實體的組成部分，為出售按業務或地區劃分的該獨立主要業務的單一統籌計劃的一部分，或為一間專為轉售目的而收購的附屬公司。終止營運業務的業績於綜合收益表中單獨呈列。

2.13 財務資產

投資及其他財務資產 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策)

初次確認及計量

財務資產於初次確認時分類為其後按攤銷成本、為按公平價值計入其他全面收益及按公平價值計入損益計量。

財務資產於初次確認時之分類取決於財務資產之合約現金流量特點及本集團管理該等財務資產之業務模式。除不含重大融資成分或本集團已應用權宜方法不調整重大融資部分的影響之應收賬款外，本集團的財務資產初次計量按公平價值加上(倘財務資產並非按公平價值計入損益)交易成本。根據香港財務報告準則第15號，不含重大融資成分或本集團已應用權宜方法之應收款項按交易價格(根據下文「收入確認」(自2018年4月1日起適用)所載之政策釐定)計量。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.13 Financial assets (Continued)

Investments and other financial assets (policies under HKFRS 9 applicable from 1 April 2018) (Continued)

Initial recognition and measurement (Continued)

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are solely payments of principal and interest (“SPPI”) on the principal amount outstanding.

The Group’s business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

2 主要會計政策概要 (續)

2.13 財務資產 (續)

投資及其他財務資產 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策) (續)

初次確認及計量 (續)

為使財務資產按攤銷成本或按指定為按公平價值計入其他全面收益進行分類及計量，其需產生就未償還本金的純粹支付本金及利息(「SPPI」)之現金流量。

本集團管理財務資產之業務模式指其如何管理財務資產以產生現金流量之方式。業務模式釐定現金流量是否源自收取合約現金流量、出售財務資產或同時因兩者而產生。

正常情況下購入及出售之財務資產於交易日確認，即本集團承諾購入或出售該資產之日期。正常情況下購入或出售乃於規例或市場慣例一般設定之期間內交付購入或出售之財務資產。

其後計量

財務資產之其後計量根據其分類進行，方式如下：

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.13 Financial assets (Continued)

Investments and other financial assets (policies under HKFRS 9 applicable from 1 April 2018) (Continued)

Subsequent measurement (Continued)

Financial assets at amortised cost (debt instruments)

The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows.
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in the income statement when the asset is derecognised, modified or impaired.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

投資及其他財務資產 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策) (續)

其後計量 (續)

按攤銷成本入賬之財務資產 (債務工具)

若以下兩個條件均符合，本集團將按攤銷成本計量財務資產：

- 於旨在持有財務資產以收取合約現金流量的業務模式中持有財務資產。
- 財務資產的合約條款於指定日期產生就未償還本金的純粹支付本金及利息之現金流量。

按攤銷成本入賬之財務資產其後採用實際利率法計量並須計提減值。當資產終止確認、修訂或出現減值時，收益及虧損於損益內確認。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.13 Financial assets (Continued)

Investments and other financial assets (policies under HKFRS 9 applicable from 1 April 2018) (Continued)

Subsequent measurement (Continued)

Financial assets at fair value through other comprehensive income

Upon initial recognition, the Group can elect to classify irrevocably its financial assets as financial assets designated at fair value through other comprehensive income when they meet the definition of equity under HKAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to the income statement. Dividends are recognised as other income in the income statement when the right of payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Financial assets designated at fair value through other comprehensive income are not subject to impairment assessment.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

投資及其他財務資產 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策) (續)

其後計量 (續)

按公平價值計入其他全面收益的財務資產

於初次確認後，倘財務資產符合香港會計準則第32號金融工具：呈列之界定，且並非持作買賣，本集團可選擇將其財務資產不可撤銷地分類為指定為按公平價值計入其他全面收益的財務資產。分類乃按個別工具基準釐定。

該等財務資產之收益及虧損永不結轉至損益內。倘股息支付權已確立，而股息相關之經濟收益並能作出可靠計算，則股息於損益內確認為其他收入，惟倘本集團受惠於該等所得款項作為收回部分財務資產成本則作別論，在此情況下，有關收益於其他全面收益內入賬。按公平價值計入其他全面收益的財務資產無須進行減值評估。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.13 Financial assets (Continued)

Investments and other financial assets (policies under HKAS 39 applicable before 1 April 2018)

Initial recognition and measurement

Financial assets are classified, at initial recognition, as loans and receivables and available-for-sale financial assets, as appropriate. When financial assets are recognised initially, they are measured at fair value plus transaction costs that are attributable to the acquisition of the financial assets, except in the case of financial assets recorded at fair value through profit or loss.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

2 主要會計政策概要 (續)

2.13 財務資產 (續)

投資及其他財務資產 (於2018年4月1日前適用的香港會計準則第39號項下之政策)

初次確認及計量

財務資產於初次確認時適當地分類為貸款及應收賬款或可供出售財務資產。財務資產於初次確認時按公平價值加購入財務資產應佔之交易成本計量，惟按公平價值計入損益的財務資產除外。

正常情況下購入及出售之財務資產於交易日確認，即本集團承諾購入或出售該資產之日期。正常情況下購入或出售乃於規例或市場慣例一般設定之期間內交付購入或出售之財務資產。

其後計量

財務資產之其後計量根據其分類進行，方式如下：

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.13 Financial assets (Continued)

Investments and other financial assets (policies under HKAS 39 applicable before 1 April 2018) (Continued)

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such assets are subsequently measured at amortised cost using the effective interest rate method less any allowance for impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and includes fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in other losses/gains, net in the income statement. The loss arising from impairment is recognised in the income statement in finance costs for loans and in other operating expenses for receivables.

Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets in listed and unlisted equity investments and debt securities. Financial assets classified as available for sale are those which are neither classified as held for trading nor designated as at fair value through profit or loss. Debt securities in this category are those which are intended to be held for an indefinite period of time and which may be sold in response to needs for liquidity or in response to changes in market conditions.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

投資及其他財務資產(於2018年4月1日前適用的香港會計準則第39號項下之政策)(續)

貸款及應收賬款

貸款及應收賬款乃附有固定或可釐定付款金額而沒有在活躍市場中報價之非衍生財務資產。初次計量後，該等資產其後以實質利息法計算攤銷成本減任何減值撥備後入賬。攤銷成本乃於計入任何收購之折讓或溢價後計算，並包括組成實質利率之費用及成本。實質利率攤銷包括於損益賬之其他(虧損)/收益，淨額內。減值產生的虧損在損益表的融資成本和應收款的其他經營費用中確認。

可供出售財務資產

可供出售財務資產乃於上市及非上市股份投資之非衍生財務資產及債務證券。分類為可供出售之財務資產為非分類為持作買賣亦非指定為按公平價值計入損益。債務證券是指無限期持有的債務證券，其可以根據流動性需求或市場條件變化而出售。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.13 Financial assets (Continued)

Investments and other financial assets (policies under HKAS 39 applicable before 1 April 2018) (Continued)

Available-for-sale financial assets (Continued)

After initial recognition, available-for-sale financial assets are subsequently measured at fair value, with unrealised gains or losses recognised as other comprehensive income in the revaluation reserve until the available-for-sale financial assets is derecognised, at which time the cumulative gain or loss is recognised in the income statement in other income, or until the available-for-sale financial assets is determined to be impaired, when the cumulative gain or loss is reclassified from the revaluation reserve to the income statement in other losses/gains, net. Interest and dividends earned whilst holding the available-for-sale financial assets are reported as interest income and dividend income, respectively and are recognised in the income statement as other income in accordance with the policies set out for “Revenue recognition (applicable before 1 April 2018)” below.

When the fair value of unlisted equity investments cannot be reliably measured because (a) the variability in the range of reasonable fair value estimates is significant for that investment or (b) the probabilities of the various estimates within the range cannot be reasonably assessed and used in estimating fair value, such investments are stated at cost less any impairment losses.

The Group evaluates whether the ability and intention to sell its available-for-sale financial assets in the near term are still appropriate. When, in rare circumstances, the Group is unable to trade these financial assets due to inactive markets, the Group may elect to reclassify these financial assets if management has the ability and intention to hold the assets for the foreseeable future or until maturity.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

投資及其他財務資產 (於2018年4月1日前適用的香港會計準則第39號項下之政策) (續)

可供出售財務資產 (續)

初次確認後，可供出售財務資產其後以公平價值計量，其未變現收益或虧損於投資重估儲備確認為其他全面收益之重估儲備，直至可供出售財務資產不再確認，屆時累計收益或虧損於損益賬之其他收入確認，或直至可供出售財務資產被釐定為須減值，屆時累計收益或虧損由投資重估儲備重新分類至損益賬之其他 (虧損) / 收益，淨額內。持有可供出售財務資產期間所賺取之利息及股息在損益賬上分別呈報為利息收入及股息收入，並根據下文「收入確認 (於2018年4月1日前適用)」所載之政策於損益賬確認為其他收入。

當因 (a) 有關投資之合理公平價值估計之變化範圍很大；或 (b) 於該範圍內之各估計數之概率無法合理評估及應用，而未能可靠計算非上市股份投資之公平價值時，有關投資均按成本減去任何減值虧損列賬。

本集團評估於近期內出售可供出售財務資產之能力及意向是否仍然適當。當在罕見之情況下，本集團因市場不活躍而無法買賣該等財務資產，倘管理層能夠及有意於可見將來持有該等資產或持有至到期，則本集團可選擇重新分類該等財務資產。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.13 Financial assets (Continued)

Derecognition of financial assets (policies under HKFRS 9 applicable from 1 April 2018 and policies under HKAS 39 applicable before 1 April 2018)

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated balance sheet) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

不再確認財務資產 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策及於2018年4月1日前適用的香港會計準則第39號項下之政策)

財務資產 (或如適用, 財務資產其中一部分或一組類似之財務資產其中一部分) 主要在下列情況下不再確認 (即從本集團之綜合資產負債表移除) :

- 自該資產收取現金流量之權利已屆滿; 或
- 集團已轉讓其收取來自該資產現金流量之權利, 或已根據「轉遞」安排就向第三者承擔責任全數支付已收取現金流量並無重大延誤; 及(a)本集團已轉讓該資產之絕大部分風險及回報, 或(b)本集團無轉讓或保留該資產之絕大部分風險及回報, 惟已轉讓該資產之控制權。

倘若本集團已轉讓其自資產收取現金流量之權利, 或已訂立轉遞安排, 其評估其有否保留該資產所有權之風險及回報, 以及其保留該等風險及回報之程度。倘若並無轉讓或保留資產之絕大部分風險及回報, 亦無轉讓資產之控制權之情況下, 則本集團繼續以其持續參與該已轉讓資產之程度為限確認該資產。在該情況下, 本集團亦確認相關負債。已轉讓資產及相關負債乃按反映本集團已保留權利及義務之基準計量。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.13 Financial assets** *(Continued)*

Derecognition of financial assets (policies under HKFRS 9 applicable from 1 April 2018 and policies under HKAS 39 applicable before 1 April 2018)
(Continued)

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets (policies under HKFRS 9 applicable from 1 April 2018)

The Group recognises an allowance for ECLs for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

General approach

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

2 主要會計政策概要 (續)**2.13 財務資產 (續)**

不再確認財務資產 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策及於2018年4月1日前適用的香港會計準則第39號項下之政策)
(續)

就已轉讓資產作出擔保形式之持續參與，按該項資產之原有賬面值及本集團或須償付代價之上限金額(以較低者為準)計量。

財務資產減值 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策)

本集團就所有並非按公平價值計入損益持有之債務工具確認預期信貸虧損撥備。預期信貸虧損乃基於根據合約應付的合約現金流量與本集團預期收取並按原有實際利率的相若利率貼現的所有現金流量之間的差額計算。預期現金流量將包括出售所持抵押品或合約條款所包含的其他信貸升級所得的現金流量。

一般方法

預期信貸虧損於兩個階段確認。就初次確認後並無顯著增加的信貸風險，預期信貸虧損就可能於未來12個月內(12個月的預期信貸虧損)發生就違約事件而產生的信貸虧損計提撥備。就初次確認後顯著增加的信貸風險，須於信貸虧損風險剩餘年內計提虧損撥備，不論違約時間(全期預期信貸虧損)。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.13 Financial assets (Continued)

Impairment of financial assets (policies under HKFRS 9 applicable from 1 April 2018) (Continued)

General approach (Continued)

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

財務資產減值 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策) (續)

一般方法 (續)

於各報告日期，本集團評估金融工具的信貸風險是否自初次確認後大幅提高。於作出該評估時，本集團將於報告日期金融工具產生的違約風險與於初次確認時金融工具產生的違約風險進行比較，並考慮在無須付出不必要成本或努力而可獲得合理及可靠資料，包括過往及前瞻性資料。

本集團將合約付款逾期90日的財務資產視作違約。然而，於若干情況下，當內部或外部資料顯示本集團不可能在本集團採取任何信貸提升安排前悉數收回未償還合約金額時，本集團亦可能認為該財務資產違約。倘無法合理預期收回合約現金流量，則撇銷財務資產。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

2.13 Financial assets (Continued)

Impairment of financial assets (policies under HKFRS 9 applicable from 1 April 2018) (Continued)

General approach (Continued)

Financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables which apply the simplified approach as detailed below.

Stage 1 – Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs

Stage 2 – Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs

Stage 3 – Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

2 主要會計政策概要 (續)

2.13 財務資產 (續)

財務資產減值(自2018年4月1日起適用的香港財務報告準則第9號項下之政策)(續)

一般方法 (續)

按攤銷成本入賬之財務資產根據一般方法減值及除應收賬款使用下文詳述的簡化法外，其在以下階段分類用於預期信貸虧損計量。

第一階段 – 信貸風險自初次確認後並無大幅增加的金融工具，其虧損撥備按等於12個月預期信貸虧損的金額計量

第二階段 – 信貸風險自初次確認後大幅增加但並無出現財務資產信貸減值的金融工具，其虧損撥備按等於全期預期信貸虧損的金額計量

第三階段 – 於報告日期已出現信貸減值的財務資產(但在購買或產生之時並無信貸減值)，其虧損撥備按等於全期預期信貸虧損的金額計量

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

*(Continued)*2.13 Financial assets *(Continued)*

Impairment of financial assets (policies under HKFRS 9 applicable from 1 April 2018) (Continued)

Simplified approach

For trade receivables that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For trade receivables that contain a significant financing component and lease receivables, if any, the Group chooses as its accounting policy to adopt the simplified approach in calculating ECLs with policies as described above.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

財務資產減值 (自2018年4月1日起適用的香港財務報告準則第9號項下之政策) (續)

簡化方法

就不包含重大融資組成部分的應收賬款或當本集團使用不調整重大融資組成部分影響的可行權宜方法時，本集團計算預期信貸虧損時應用簡化法。根據簡化法，本集團並無追蹤信貸風險的變化，但於各報告日期根據全期預期信貸虧損確認虧損撥備。本集團已根據過往信貸虧損經驗，建立撥備矩陣，並就債務人及經濟環境的特定前瞻性因素作出調整。

對於包含重大融資成分及應收租賃款項的應收賬款 (如有)，本集團選擇採用簡化方法計算上述預期信貸虧損之會計政策。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

*(Continued)*2.13 Financial assets *(Continued)*

Impairment of financial assets (policies under HKAS 39 applicable before 1 April 2018)

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. An impairment exists if one or more events that occurred after the initial recognition of the asset have an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that a debtor or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and observable data indicating that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

Financial assets carried at amortised cost

For financial assets carried at amortised cost, the Group first assesses whether impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognised are not included in a collective assessment of impairment.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

財務資產減值 (於2018年4月1日前適用的香港會計準則第39號項下之政策)

本集團於每個報告期末評估是否存在客觀證據顯示一項或一組財務資產出現減值。倘於初次確認資產後發生一項或多項事件對該項或該組財務資產之估計未來現金流量造成能可靠地估計之影響，則存在減值。減值證據可包括一名或一群債務人正面臨重大財政困難、違約或未能償還利息或本金、彼等有可能破產或進行其他財務重組，以及有可觀察數據顯示估計未來現金流量出現可計量之減少，例如欠款數目變動或出現與違約相關之經濟狀況。

按攤銷成本入賬之財務資產

就按攤銷成本入賬之財務資產而言，本集團首先評估個別屬重大之財務資產是否個別存在減值，或個別非重大之財務資產是否綜合存在減值。倘本集團釐定個別評估之財務資產，無論具重要性與否，並無客觀證據顯示存有減值，則該項資產會歸入一組具有相似信貸風險特性之財務資產內，並綜合評估該組財務資產是否存在減值。經個別評估減值之資產，其減值虧損會予確認或繼續確認入賬，而不會納入綜合減值評估之內。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.13 Financial assets (Continued)

Impairment of financial assets (policies under HKAS 39 applicable before 1 April 2018) (Continued)

Financial assets carried at amortised cost (Continued)

The amount of any impairment loss identified is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not yet been incurred). The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate (i.e., the effective interest rate computed at initial recognition).

The carrying amount of the asset is reduced through the use of an allowance account and the loss is recognised in the income statement. Interest income continues to be accrued on the reduced carrying amount using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. Loans and receivables together with any associated allowance are written off when there is no realistic prospect of future recovery and all collateral has been realised or has been transferred to the Group.

Include other criteria for writing off amounts charged to the allowance account against the carrying amount of impaired financial assets

If, in a subsequent period, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account. If a write-off is later recovered, the recovery is credited to other expenses in the income statement.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

財務資產減值 (於2018年4月1日前適用的香港會計準則第39號項下之政策) (續)

按攤銷成本入賬之財務資產 (續)

任何已識別減值虧損金額按該資產賬面值與估計未來現金流量 (不包括尚未產生之未來信貸虧損) 現值之差額計算。估計未來現金流量之現值以財務資產之初始實質利率 (即初次確認時計算之實質利率) 折現。

該資產之賬面值通過使用備抵賬而減少，而虧損於損益賬確認。利息收入繼續按減少後之賬面值計提，乃採用計量減值虧損時用以折現未來現金流量之利率計算。若日後收回之機會渺茫，而所有抵押品已變現或已轉讓予本集團，貸款及應收賬款連同任何相關撥備則予以撇銷。

包括其他準則下已計入減值撥備賬戶的金額沖銷已減值財務資產的賬面金額。

倘其後期間估計減值虧損金額由於確認減值以後發生之事項增加或減少，則透過調整撥備賬增加或減少先前確認之減值虧損。倘撇銷其後收回，該項收回計入損益賬。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.13 Financial assets (Continued)

Impairment of financial assets (policies under HKAS 39 applicable before 1 April 2018) (Continued)

Available-for-sale financial assets

For available-for-sale financial assets, the Group assesses at the end of each reporting period whether there is objective evidence that an investment or a group of investments is impaired.

If an available-for-sale asset is impaired, an amount comprising the difference between its cost (net of any principal payment and amortisation) and its current fair value, less any impairment loss previously recognised in the income statement, is removed from other comprehensive income and recognised in the income statement.

In the case of financial assets classified as available for sale, objective evidence would include a significant or prolonged decline in the fair value of an investment below its cost. “Significant” is evaluated against the original cost of the investment and “prolonged” against the period in which the fair value has been below its original cost. Where there is evidence of impairment, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that investment previously recognised in the income statement – is removed from other comprehensive income and recognised in the income statement. Impairment losses on equity instruments classified as available for sale are not reversed through the income statement. Increases in their fair value after impairment are recognised directly in other comprehensive income.

The determination of what is “significant” or “prolonged” requires judgement. In making this judgement, the Group evaluates, among other factors, the duration or extent to which the fair value of an investment is less than its cost.

2 主要會計政策概要 (續)

2.13 財務資產 (續)

財務資產減值 (於2018年4月1日前適用的香港會計準則第39號項下之政策) (續)

可供出售財務資產

就可供出售財務資產而言，本集團於每個報告期末評估是否存在客觀證據顯示一項或一組資產出現減值。

倘可供出售資產出現減值，則其成本 (扣除任何本金及攤銷) 與當前公平價值之差額，再扣減以往於損益賬確認之任何減值虧損之金額，從其他全面收益移除，並於損益賬確認。

如屬分類為可供出售之財務資產，客觀證據包括投資公平價值出現重大或持續性下跌至低於其成本。「重大」對投資之原有成本作出評估，而「持續性」則對公平價值跌至低於其原有成本之期間作出評估。如有減值證據，累計虧損—按收購成本與當前公平價值之差額扣減該項投資以往於損益賬確認之任何減值虧損計量—從其他全面收益移除，並於損益賬確認。分類為可供出售之權益工具之減值虧損不可於損益賬撥回。減值後之公平價值增加直接於其他全面收益確認。

釐定「重大」或「持續性」時須作出判斷。在作出該判斷時，本集團評估 (其中包括其他因素) 投資之公平價值低於其成本的持續期間或程度。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.14 Financial liabilities

Financial liabilities (policies under HKFRS 9 applicable from 1 April 2018 and HKAS 39 applicable before 1 April 2018)

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in the income statement when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in the income statement.

2 主要會計政策概要 (續)

2.14 財務負債

財務負債(自2018年4月1日起適用的香港財務報告準則第9號項下之政策及於2018年4月1日前適用的香港會計準則第39號項下之政策)

初次確認及計量

財務負債於初次確認時適當地分類為按公平價值計入損益的財務負債、借貸及貸款、應付款或指定為有效對沖套期的衍生工具(如適用)。

所有財務負債初次按公平價值確認，如屬借貸及貸款及應付款，則扣除直接應佔交易成本。

其後計量

財務負債之其後計量根據其分類進行，方式如下：

借貸及貸款

初次確認後，計息借貸及貸款其後採用實質利率法按攤銷成本計量，除非折現影響不大，在該情況下則按成本列賬。於負債不再確認時以及透過實質利率法計量之攤銷過程之收益及虧損於損益賬確認。

攤銷成本之計算包括收購產生之任何折價或溢價以及屬於實質利率組成部分之費用或成本。按實質利率法計量之攤銷包括在損益賬之財務費用內。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.14 Financial liabilities** *(Continued)*

Derecognition of financial liabilities (policies under HKFRS 9 applicable from 1 April 2018 and HKAS 39 applicable before 1 April 2018)

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in the income statement.

2.15 Offsetting financial instruments

Policies under HKFRS 9 applicable from 1 April 2018 and HKAS 39 applicable before 1 April 2018

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts, and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The Group has also entered into arrangements that do not meet the criteria for offsetting but still allow for the related amounts to be set off in certain circumstances, such as bankruptcy or the termination of a contract.

2 主要會計政策概要 (續)**2.14 財務負債 (續)**

不再確認財務負債(自2018年4月1日起適用的香港財務報告準則第9號項下之政策及於2018年4月1日前適用的香港會計準則第39號項下之政策)

財務負債於負債之責任已解除或註銷或屆滿時不再確認。

當現有財務負債為同一貸款人以大致上不同條款之負債取代時，或現有負債之條款有重大修改時，此等取代或修改會被視為不再確認為原有負債及確認為一項新負債，而有關賬面值之差額乃於損益賬確認。

2.15 抵銷金融工具

自2018年4月1日起適用的香港會計準則第9號項下之政策及於2018年4月1日前適用的香港會計準則第39號項下之政策

當本集團具有抵銷已確認金額之合法強制執行權，而有關方面擬按淨額基準結算或同時變現資產和結算負債時，財務資產與負債將會互相抵銷，並在綜合資產負債表報告其淨額。本集團亦已經訂立不符合抵銷準則之安排，惟仍然容許在若干情況下抵銷相關金額，如破產或終止合約。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.16 Inventories**

Raw materials, work-in-progress and finished goods are stated at the lower of cost and net realisable value. Cost comprises direct materials and subcontracting fee. Costs are assigned to individual items of inventory on the basis of weighted average costs. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Provision for inventories are recognised in the consolidated income statement within “other operating expenses”.

2.17 Cash and cash equivalents

For the purpose of presentation in the cash flows statement, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the consolidated balance sheet.

2.18 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2 主要會計政策概要 (續)**2.16 存貨**

原材料、在製品及製成品按成本與可變現淨值之較低者列賬。成本包括直接材料及直接勞工。成本按加權平均成本獲分配至個別存貨項目。已購買存貨成本於扣除回扣及折扣後釐定。可變現淨值為日常業務過程中的估計售價，減去估計完成成本及進行銷售所需的估計成本。存貨撥備於綜合收益表內「其他營運支出」內確認。

2.17 現金及現金等值物

就於綜合現金流量表呈列而言，現金及現金等值物包括手頭現金、隨時可用於提取之金融機構存款、其他短期、高流通性投資(原到期日為三個月或以下，可即時轉換為已知現金金額且面臨的價值變動風險並不重大)以及銀行透支。銀行透支在綜合資產負債表內流動負債中的借款內列示。

2.18 股本

普通股被列為權益。

直接歸屬於發行新股或認股權之新增成本在權益中列為所得款項之減少(扣除稅項)。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.19 Borrowing costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

2.20 Current and deferred income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

(a) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company's subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

2 主要會計政策概要 (續)**2.19 貸款成本**

可直接歸屬收購、建造或生產合資格資產之一般及特定貸款成本，於需要完成及準備資產作其擬定用途或銷售的期間內資本化。合資格資產為需要大量時間準備方可作擬定用途或銷售的資產。

在特定貸款撥作合資格資產支出前之暫時投資所賺取之投資收入，須自合資格資本化之貸款成本中扣除。

所有其他借貸成本於其發生期間的收益表內確認。

2.20 當期及遞延所得稅

期間所得稅開支或抵免為按照各司法權區之適用所得稅稅率就當期應課稅收入應付之稅項，並就暫時差額及未動用稅項虧損應佔之遞延稅項資產及負債之變動作出調整。

(a) 當期所得稅

當期所得稅費用乃根據報告期間期末於公司之附屬公司及聯營公司經營及產生應課稅收入所在國家已實行或大致已實行之稅法計算。管理層就適用稅務法例詮釋所規限之情況定期評估報稅表之狀況，並在適用情況下根據預期須向稅務機關支付之稅款設定撥備。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

*(Continued)*2.20 Current and deferred income tax *(Continued)**(b) Deferred income tax*

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The deferred tax liability in relation to investment property that is measured at fair value is determined assuming the property will be recovered entirely through sale.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

2 主要會計政策概要 (續)

2.20 當期及遞延所得稅 (續)

(b) 遞延所得稅

遞延所得稅利用負債法就資產和負債之稅基與在綜合財務報表之賬面值產生之暫時差異悉數計提撥備。然而，若遞延所得稅負債來自商譽之初步確認，則不予確認。若遞延所得稅來自在交易（不包括業務合併）中對資產或負債之初步確認，而在交易時不影響會計損益或應課稅收益或虧損，則亦不作記賬。遞延所得稅採用在報告期間期末前已頒佈或實質頒佈，並在有關之遞延所得稅資產實現或遞延所得稅負債結算時預期將會適用之稅率（及法例）而釐定。

有關投資物業而按公允值計量之遞延稅項負債乃假設將完全透過銷售收回物業而釐定。

遞延稅項資產僅就可能未來應課稅金額而就此可使用該等暫時差異及虧損而確認。

倘公司能夠控制暫時差額之撥回時間且將不可能於可見將來撥回該等差額，遞延稅項負債及資產不會確認海外業務投資之賬面值與稅基之間的暫時差額。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.20 Current and deferred income tax** *(Continued)**(b) Deferred income tax (Continued)*

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

2.21 Employee benefits*(a) Pension obligations*

Group companies operate various pension schemes. The schemes are generally funded through payments to insurance companies or trustee-administered funds. The Group mainly has defined contribution plans.

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

2 主要會計政策概要 (續)**2.20 當期及遞延所得稅 (續)***(b) 遞延所得稅 (續)*

當有合法可強制執行權利抵銷即期稅項資產及負債及當遞延稅項結餘乃關於同一稅務機關時，則會抵銷遞延稅項資產及負債。倘實體有合法可強制執行權利抵銷且擬按淨額基準結算或同時變現資產及結清負債，則會抵銷即期稅項資產及稅項負債。

當期及遞延稅項在損益中確認，惟倘其與在其他全面收益或直接於權益確認的項目相關則除外。在該情況下，亦分別會在其他全面收益或直接於權益內確認稅項。

2.21 僱員福利*(a) 退休計劃責任*

集團公司營辦不同的退休金計劃。該等計劃一般是通過向保險公司或由信託管理的退休金作出供款而撥付。本集團主要設有界定供款計劃。

界定供款計劃為本集團須向獨立實體支付固定供款之退休金計劃。倘基金之資產於本期間或過往期間並不足以向全體僱員支付所有與僱員服務有關之福利，則本集團概無任何法律或推定責任支付額外供款。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

*(Continued)*2.21 Employee benefits *(Continued)**(a) Pension obligations (Continued)*

The Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(b) Profit-sharing and bonus plans

The Group recognises a liability and an expense for bonuses and profit-sharing, based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

2 主要會計政策概要 (續)

2.21 僱員福利 (續)

(a) 退休計劃責任 (續)

本集團按強制、合約或自願基準向公眾或私人管理之退休金計劃供款。本集團於支付供款後，再無其他付款責任。供款於到期時確認為僱員福利開支。預付供款確認為資產，惟以退回現金或可扣減日後付款金額為限。

(b) 利潤分享及花紅計劃

本集團根據一項公式(已計及於作出若干調整後本公司權益持有人之應佔溢利)就花紅及利潤分享確認負債及支出。當負有合約上之責任或當以往慣例造成推定性責任時，本集團須確認撥備。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

*(Continued)*2.21 Employee benefits *(Continued)**(c) Termination benefits*

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for a restructuring that is within the scope of HKAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(d) Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

2 主要會計政策概要 (續)

2.21 僱員福利 (續)

(c) 終止福利

終止福利於僱員在正常退休日前被本集團終止聘用或僱員接受自願離職以換取這些福利時支付。本集團按以下日期(以較早者為準)確認離職福利：(a) 於本集團不能取消提供該等福利時；及(b)實體確認任何屬香港會計準則第37號範疇內及涉及終止服務權益付款之有關重組成本當日。在提出要約以鼓勵自願離職的情況下，離職福利乃根據預期接受要約的僱員人數計量。在報告期末後超過十二個月到期支付的福利應貼現為現值。

(d) 僱員應有假期

僱員在年假及長期服務休假的權利在僱員應享有時確認。本集團為截至結算日止僱員已提供服務而產生的休假及長期服務假的估計負債作出撥備。

僱員的病假及產假於僱員正式休假前不作確認，於離職時確認。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.22 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

The Group provides for warranties in relation to the sale of watch products for general repairs of defects occurring during the warranty period. Provisions for these assurance-type warranties granted by the Group on certain products are recognised based on sales volume and past experience of the level of repairs and returns, discounted to their present values as appropriate.

2.23 Revenue recognition (applicable from 1 April 2018)

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

2 主要會計政策概要 (續)

2.22 撥備

當集團因已發生的事件須承擔現有的法律性或推定性的責任，而解除責任時有可能消耗資源，且責任金額能夠可靠地作出估算，則需確認撥備。未來經營虧損不會被確認為撥備。

如有多項類似義務，則履行時要求資源流出的可能性應通過總體考慮該類義務來確定。即使就該類義務中某個項目而言，資源流出的可能性很低，仍須確認撥備。

撥備乃按預期需用作清償責任開支以稅前比率計算之現值計量，其反映當時市場對貨幣之時間值及該責任之特定風險之評估。因時間之流逝而增加之撥備確認為利息開支。

本集團在保修期內提供手錶產品售後一般維修。本集團就若干產品授出此等保證條款乃根據銷售量及過往維修及退貨水平的經驗確認，並酌情貼現至其現值。

2.23 收入確認 (自 2018 年 4 月 1 日起適用)

來自客戶合約之收益

來自客戶合約之收益乃於貨品或服務按反映本集團預期就轉讓貨品或服務而有權獲得的代價金額轉予客戶時確認。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.23 Revenue recognition (applicable from 1 April 2018)***(Continued)**Revenue from contracts with customers (Continued)*

When the consideration in a contract includes a variable amount, the amount of consideration is estimated to which the Group will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

When the contract contains a financing component which provides the customer a significant benefit of financing the transfer of goods or services to the customer for more than one year, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction between the Group and the customer at contract inception. When the contract contains a financing component which provides the Group a significant financial benefit for more than one year, revenue recognised under the contract includes the interest expense accreted on the contract liability under the effective interest method. For a contract where the period between the payment by the customer and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in HKFRS 15.

2 主要會計政策概要 (續)**2.23 收入確認 (自 2018 年 4 月 1 日起適用)***(續)**來自客戶合約之收益 (續)*

當合約中的代價包含可變金額時，代價金額於本集團就轉讓貨品或服務至客戶而有權獲得交換時估計。可變代價在合約開始時估計並受約束，直至可變代價的相關不確定因素得到解決時，確認的累計收益金額不大可能出現重大收益回撥。

倘合約中包含為客戶提供超過一年的重大融資利益 (撥付轉讓貨品或服務至客戶) 的融資部分，則收益按應收金額的現值計量，並使用本集團與客戶之間於合約開始時的單獨融資交易中反映的貼現率貼現。倘合約中包含為本集團提供一年以上重大融資利益的融資部分，合約項下確認的收益包括按實際利率法計算的合約負債所產生的利息開支。就客戶付款與轉讓承諾貨品或服務之期間為一年或者更短的合約，交易價格採用香港財務報告準則第 15 號的可行權宜方法，不會就重大融資部分的影響作出調整。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.23 Revenue recognition (applicable from 1 April 2018)
(Continued)

Revenue from contracts with customers (Continued)

(a) Sale of watch products and optical products

Revenue from the sale of products is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the products.

Some contracts for the sale of products provide customers with rights of return and volume rebates. The rights of return and volume rebates give rise to variable consideration.

(i) Rights of return

For contracts which provide a customer with a right to return the goods within a specified period, the expected value method is used to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Group will be entitled. The requirements in HKFRS 15 on constraining estimates of variable consideration are applied in order to determine the amount of variable consideration that can be included in the transaction price. For goods that are expected to be returned, instead of revenue, a refund liability is recognised. A right-of-return asset (and the corresponding adjustment to cost of sales) is also recognised for the right to recover products from a customer.

2 主要會計政策概要 (續)

2.23 收入確認 (自 2018 年 4 月 1 日起適用)
(續)

來自客戶合約之收益 (續)

(a) 銷售鐘錶及光學產品

來自貨品銷售之收益於資產之控制權轉讓予客戶時 (一般為交付貨品時) 確認。

若干銷售合約給予客戶退貨權及批量折扣。其退貨權及批量折扣引致產生可變代價。

(i) 退貨權

就給予客戶於指定時間內可退回貨品之合約而言，使用預期價值法估計將不予退回之貨品，因該方法為預測本集團將享有之可變代價金額之最佳方法。採用香港財務報告準則第 15 號關於可變代價估計之規限，以釐定可計入交易價格之可變代價金額。就預期將予退回之貨品，確認退款負債，而並非收入。另就向客戶收回產品之權利確認退貨權資產 (並對銷售成本作出相應調整)。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.23 Revenue recognition (applicable from 1 April 2018) (Continued)

Revenue from contracts with customers (Continued)

(a) Sale of watch products and optical products (Continued)

(ii) Volume rebates

Retrospective volume rebates may be provided to certain customers once the quantity of products purchased during the period exceeds a threshold specified in the contract. Rebates are offset against amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the most likely amount method is used that best predicts the amount of variable consideration. The requirements on constraining estimates of variable consideration are applied and a refund liability for the expected future rebates is recognised.

The Group do not have expected future volume rebates and no refund liability is recognized as at 31 March 2019.

(iii) Consideration received from customers in advance

Before the adoption of HKFRS 15, the Group recognized consideration received from customers in advance as other payables. Under HKFRS 15, the amount is classified as contract liabilities which is included in other payables.

Therefore, upon adoption of HKFRS 15, the Group reclassified HK\$2,887,000 from receipt in advance to contract liabilities as 1 April 2018 in relation to the consideration received from customers in advance as at 1 April 2018.

2 主要會計政策概要 (續)

2.23 收入確認 (自2018年4月1日起適用) (續)

來自客戶合約之收益 (續)

(a) 銷售鐘錶及光學產品 (續)

(ii) 批量折扣

本集團向若干客戶提供可追溯批量折扣，一旦彼等在此期間購買的產品數量超過合同規定的限值，其折扣可抵消應付賬款。本集團使用預期價值法估計將提供給客戶的折扣，因該方法為預測本集團將享有之可變代價金額之最佳方法。採用關於可變代價估計之規限，就預期提供之折扣，確認退款負債。

於2019年3月31日，本集團並無預期未來的批量折扣及無就其確認退款負債。

(iii) 預收客戶代價

於採用香港財務報告準則第15號前，本集團確認預收客戶代價為其他應付賬款。根據香港財務報告準則第15號，該金額分類為合約負債，並計入其他應付賬款及應計項目。

因此，本集團於2018年4月1日採用香港財務報告準則第15號後，於2018年4月1日預收客戶代價港幣2,887,000元由包含於其他應付賬款內重新分類為合約負債。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.23 Revenue recognition (applicable from 1 April 2018)
(Continued)

Revenue from contracts with customers (Continued)

- (a) Sale of watch products and optical products
(Continued)
- (iii) Consideration received from customers in advance (Continued)

As at 31 March 2019, under HKFRS 15, HK\$1,058,000 was classified contract liabilities in relation to the consideration received from customers in advance for sale of watches.

- (b) Other income

Building management services income and shared services income are recognised when the services are rendered

2.24 Contract liabilities (applicable from 1 April 2018)

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received a consideration (or an amount of consideration that is due) from the customer. If a customer pays the consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

2 主要會計政策概要 (續)

2.23 收入確認 (自2018年4月1日起適用)
(續)

來自客戶合約之收益 (續)

- (a) 銷售鐘錶及光學產品 (續)
- (iii) 預收客戶代價 (續)

於2019年3月31日，根據香港財務報告第15號，就銷售鐘錶的預收客戶代價港幣1,058,000元由包含於其他應付賬款內重新分類為合約負債。

- (b) 其他收入

物業管理費收入及共享服務收入於有關服務提供後確認。

2.24 合約負債 (自2018年4月1日起適用)

合約負債指就本集團已向客戶收取代價 (或代價款項已到期) 而須向客戶轉讓貨品或服務的責任。倘客戶於本集團將貨品或服務轉讓予客戶前支付代價，合約負債則於作出付款或該款項到期時 (以較早者為準) 確認。合約負債於本集團履行合約時確認為收益。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES*(Continued)***2.25 Revenue recognition (applicable before 1 April 2018)**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group's activities, as described below. The Group bases its estimates of return on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

(a) Sales of goods-retail

Sales of goods are recognised when a group entity sells a product to the customer. Retail sales are usually in cash or by credit card.

2 主要會計政策概要 (續)**2.25 收入確認 (自 2018 年 4 月 1 日起適用)**

收入按已收或應收之代價之公平值計量。披露為收入之金額已扣除退貨、貿易備抵、回扣及代表第三方收取之金額。

當收入之金額能夠可靠計量；當未來經濟利益有可能流入實體；及當本集團每項活動均符合下文所述之具體條件時，本集團將確認收入。本集團經考慮客戶類別、交易類別及各項安排之細節後，按照過往業績進行估計。

(a) 貨品銷售－零售

貨品銷售在集團實體已將貨品售予顧客後確認。零售通常以現金或信用卡付款。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.25 Revenue recognition (applicable before 1 April 2018) (Continued)

(b) Sales of goods-wholesale and trading

Sales of goods are recognised when the Group has delivered products to the customer, the customer has accepted the product and collectability of the related receivables is reasonably assured.

(c) Other income

Building management fee income is recognised when the services are rendered.

2.26 Rental income

Rental income is recognised on a time proportion basis over the lease terms.

2.27 Interest income

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

2.28 Dividend income

Dividend income is recognised when the shareholders' right to receive payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

2 主要會計政策概要 (續)

2.25 收入確認 (自2018年4月1日起適用) (續)

(b) 貨品銷售—批發及貿易

貨品銷售在本集團已將貨品交付予顧客，顧客接收產品後，以及有關應收款的收回可合理確保時確認。

(c) 其他收入

物業管理費收入於有關服務提供後確認。

2.26 租金收入

租金收入按租賃期時間比例基準確認。

2.27 利息收入

利息收入採用實質利息法，按應計基準，以有關利率在有關金融工具之預計年期或較短期間 (按適用情況) 內準確折現估計未來現金收入至有關財務資產之賬面淨值確認。

2.28 股息收入

股息收入於股東收取股息權利確立時，與股息相關之經濟利益很可能流入本集團，而股息金額可以可靠地計量時確認。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.29 Related parties

A party is considered to be related to the Group if:

- (a) the party is a person or a close member of that person's family and that person
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

- (b) the party is an entity where any of the following conditions applies:
 - (i) the entity and the Group are members of the same group;
 - (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow Subsidiary of the other entity);
 - (iii) the entity and the Group are joint ventures of the same third party;
 - (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

2 主要會計政策概要 (續)

2.29 關連人士

在下列情況下，一方將視為與本集團有關連：

- (a) 該方為一名人士或該人士之直系親屬，而該人士：
 - (i) 對本集團擁有控制權或共同控制權；
 - (ii) 對本集團擁有重大影響力；或
 - (iii) 為本集團或本集團母公司之主要管理層成員；

或

- (b) 該方為實體，而任何以下條件適用：
 - (i) 該實體及本集團為同一集團之成員公司；
 - (ii) 一實體為另一實體（或另一實體之母公司、附屬公司或同系附屬公司）之聯營公司或合營公司；
 - (iii) 該實體及本集團為同一第三者之合營公司；
 - (iv) 一實體為一第三者之合營公司，而另一實體為該第三者之聯營公司；

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

2.29 Related parties (Continued)

- (b) the party is an entity where any of the following conditions applies: (Continued)
 - (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group; (If the Group is it self such a plan) and the sponsoring employers of the post-employment benefit plan;
 - (vi) the entity is controlled or jointly controlled by a person identified in (a);
 - (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
 - (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

2 主要會計政策概要 (續)

2.29 關連人士 (續)

- (b) 該方為實體，而任何以下條件適用：(續)
 - (v) 該實體為本集團或與本集團有關連的實體的僱員而設的受僱後福利計劃；
 - (vi) 該實體受(a)所識別人士控制或共同控制；
 - (vii) (a)(i)所識別之人士對該實體有重大影響力，或為該實體(或該實體之母公司)之主要管理層成員；及
 - (viii) 該實體或其所屬集團之任何成員公司向本集團或本集團母公司提供主要管理人員服務。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

2.30 Leases

Leases of property, plant and equipment where the Group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in other short-term and long-term payables. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the 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 property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Group will obtain ownership at the end of the lease term.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

Lease income from operating leases where the Group is a lessor is recognised in the income statement on a straight-line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

2 主要會計政策概要 (續)

2.30 租賃

倘本集團(作為承租人)擁有擁有權的絕大部分風險及回報,則物業、廠房及設備的租約均分類為融資租約。融資租約於租約開始時按租賃物業的公允值或(倘屬較低)最低租賃付款之現值資本化。相應租金責任(扣除財務支出)計入其他短期及長期應付款。各租賃付款會在負債及財務成本之間分配。財務成本在租賃期內在損益中扣除,以就各期間的負債剩餘結餘產生固定期利率。根據融資租約所得之物業、廠房及設備會於資產的可使用年期或(倘不可合理確定本集團將於租賃期末取得擁有權)資產的可使用年期與租賃期間之較短者予以折舊。

擁有權之重大部分風險及回報並無轉移至本集團(作為承租人)的租約分類為營業租約。根據營業租約作出的付款(扣除自出租人收取的任何獎勵)於租約期間按直線法於損益中扣除。

本集團屬出租人的營業租約的租金收入於租賃期間內按直線法確認於收入。相關租賃資產按其性質計入綜合資產負債表。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES
(Continued)

2.31 Dividends distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders or directors, where appropriate.

3 FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's principal financial instruments comprise bank borrowings. The main purpose of net debt is to raise finance for the Group's operations. The Group has various other financial assets and liabilities such as trade and other receivables and trade and other payables, which arise directly from its operations. The Group's overall risk management policies focus on the unpredictability of financial markets and seek to minimise potential adverse effects on the Group's financial performance. Risk management is carried out by management under the policies approved by the board of directors of the Company and it identifies, evaluates and monitors financial risks in close co-operation with the Group's operating units.

2 主要會計政策概要 (續)

2.31 股息分派

在獲本公司股東或董事(倘合適)批准分派股息之期間內,分派予本公司股東之股息於本集團之綜合財務報表內確認為負債。

3 財務風險管理

3.1 財務風險因素

本集團之主要金融工具包括銀行貸款。此等金融工具之主要用途乃為本集團之業務營運籌集資金。本集團有若干其他財務資產及負債來自其經營業務直接產生,例如貿易及其他應收賬款及貿易及其他應付賬款。本集團之整體風險管理政策針對金融市場之難以預測性,並尋求減低對本集團財務表現構成之潛在不利影響。風險管理乃由管理層根據本公司董事會批核之政策進行,而管理層與本集團之營運單位緊密合作,以識別、評估及監察財務風險。

3 FINANCIAL RISK MANAGEMENT (Continued)**3.1 Financial risk factors** (Continued)

The Group's activities expose it to a variety of financial risks: foreign exchange risk, interest rate risk, credit risk and liquidity risk. The board of directors of the Company reviews and agrees policies for managing each of these risks and they are summarised below.

(a) Foreign exchange risk

The Group mainly operates in Hong Kong, China and a number of countries in South East Asia. Retail sales transactions are mostly denominated in the functional currencies of respective group entities. The Group's exposure to foreign exchange risk mainly arises from commercial transactions, recognised assets and liabilities denominated in currencies other than the functional currency of the group entities to which they relate. The Group considers its foreign currency exposure as mainly arising from the exposure of the Singapore dollar, Malaysian ringgit, Thai baht, Renminbi and Swiss Franc against the Hong Kong dollar. The Group regularly monitors its exposures to foreign currency transactions.

The details of the currencies in which the Group's bank loans are denominated are set out in note 26 to the consolidated financial statements. The Group's bank loans are principally denominated in the functional currency of the relevant group entity. Management does not anticipate any significant foreign exchange risk associated with the Group's borrowings.

3 財務風險管理 (續)**3.1 財務風險因素** (續)

本集團經營活動面對各種財務風險：外匯風險、利率風險、信貸風險及流動資金風險。本公司董事會審閱並同意下文所概述管理各項此等風險之政策。

(a) 外匯風險

本集團主要於香港、中國及若干東南亞國家經營業務。而零售交易大部分乃以集團實體的功能貨幣計值。本集團主要承受來自以集團實體的功能貨幣以外貨幣計值的商業交易，已確認資產及負債的外匯風險。本集團認為其外幣風險主要來自新加坡元、馬來西亞令吉、泰銖、人民幣及瑞士法郎兌港幣的風險。本集團定期監控其外幣交易風險。

本集團的銀行貸款的計值貨幣詳情載於賬目附註26。本集團的銀行貸款主要以本集團相關實體的功能貨幣計值。管理層並不預期有關本集團貸款的任何重大外匯風險。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

(a) Foreign exchange risk (Continued)

The approximate impact to the Group's loss before tax that might be resulted from the reasonable possible changes in the foreign exchange rates against the Hong Kong dollar to which the Group has significant exposure at 31 March 2019 is summarised below. The analysis includes balances between group companies where the balances are denominated in a currency other than the functional currencies of the Group entities.

		2019		2018	
			Decrease in loss before income tax from Continuing Operations		(Increase)/ decrease in loss before income tax from Continuing Operations
			持續營運 業務除稅前 虧損的減少		持續營運 業務除稅前 虧損的 (增加)/減少
			HK\$'000 港幣仟元		HK\$'000 港幣仟元
Singapore dollar	新加坡元	5%	100	5%	(173)
Malaysian ringgit	馬來西亞令吉	5%	24	5%	(91)
Thai baht	泰銖	5%	468	5%	338
Renminbi	人民幣	5%	1,670	5%	7,934
Swiss franc	瑞士法郎	5%	8,697	5%	8,765

Decrease in the above foreign exchange rates by 5% (2018: 5%) would affect the loss before income tax by the same amount but in the opposite direction.

3 財務風險管理 (續)

3.1 財務風險因素 (續)

(a) 外匯風險 (續)

於2019年3月31日，因本集團主要面臨的港幣外匯匯率的合理可能變動而導致的對本集團的稅前虧損概約影響概要如下。該分析包括集團公司之間的結餘，而該結餘乃以除本集團實體的功能貨幣外的貨幣計值。

		2019		2018	
			Decrease in loss before income tax from Continuing Operations		(Increase)/ decrease in loss before income tax from Continuing Operations
			持續營運 業務除稅前 虧損的減少		持續營運 業務除稅前 虧損的 (增加)/減少
			HK\$'000 港幣仟元		HK\$'000 港幣仟元
Singapore dollar	新加坡元	5%	100	5%	(173)
Malaysian ringgit	馬來西亞令吉	5%	24	5%	(91)
Thai baht	泰銖	5%	468	5%	338
Renminbi	人民幣	5%	1,670	5%	7,934
Swiss franc	瑞士法郎	5%	8,697	5%	8,765

上述外匯匯率減少5% (2018年：5%) 將對除稅前虧損產生相同金額但相反方向的影響。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

(b) Interest rate risk

The Group's income and operating cash flows are substantially independent of changes in market interest rates as the Group has no significant interest-bearing assets other than bank balances as detailed in Note 21. The Group's exposure to changes in interest rates is mainly attributable to its bank loans. Bank borrowings at variable rates expose the Group to cash flow interest-rate risk. Details of the Group's bank borrowings are disclosed in note 26(a) to the consolidated financial statements. The Group's policy is to obtain the most favorable interest rates available.

The Group has not used any interest rate swaps to hedge its exposure to cash flow interest rate risk.

At 31 March 2019, if interest rates of bank borrowings at variable rates had been 50 basis points (2018: 50 basis points) higher/lower with all other variables held constant, loss before income taxes would have been HK\$3,441,000 (2018: HK\$4,672,000) higher/lower, mainly as a result of higher/lower interest expense.

(c) Credit risk

The Group's maximum exposure to credit risk which cause a financial loss to the Group due to failure to perform an obligation by the counterparties arises from the carrying amount of the respective recognised financial assets (mainly include deposits with banks and trade and other receivables) as stated in the consolidated balance sheet.

3 財務風險管理 (續)

3.1 財務風險因素 (續)

(b) 利率風險

由於本集團並無重大計息資產除附註21中詳述的銀行結餘外，故本集團之收入及營運現金流量大致上不受市場利率變動影響。本集團面對的利率變動風險主要來自其銀行貸款。按浮動利率授出的銀行貸款使本集團承受現金流量利率風險。有關本集團銀行借貸的詳情披露於綜合財務報表附註26(a)。本集團的政策乃為公司爭取最有利之利率。

本集團並無使用任何利率掉期對沖現金流量利率風險。

於2019年3月31日，倘貸款利率上升／降低50個(2018年：50個)基點而其他因素保持不變，除所得稅前虧損將上升／降低港幣3,441,000元(2018年：港幣4,672,000元)，主要是由於浮動利率借貸利息開支上升／降低所致。

(c) 信貸風險

本集團因交易對手方未能履行責任引致財務虧損所承擔之最大信貸風險來自綜合資產負債表所載各已確認財務資產之賬面值，主要包括銀行存款以及貿易及其他應收賬款。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

(c) Credit risk (Continued)

Maximum exposure and year-end staging as at 31 March 2019

The table below shows the credit quality and the maximum exposure to credit risk based on the Group's credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year-end staging classification as at 31 March 2019. The amounts presented are gross carrying amounts for financial assets.

		12-month ECLs		Lifetime ECLs		
		12個月預期 信貸虧損		全期預期信貸虧損		
		Stage 1	Stage 2	Stage 3	Simplified approach	Total
		第一階段	第二階段	第三階段	簡化方法	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
2019	2019年					
Trade receivables*	應收賬款*	-	-	-	85,542	85,542
Financial assets included in prepayment, deposits and other Receivables**	包括應預付款項、按金及其他應收賬款的財務資產**	133,264	-	-	-	133,264
Pledged bank deposit	抵押銀行存款	56,649	-	-	-	56,649
Cash and cash equivalents	現金及現金等值物	234,869	-	-	-	234,869
		424,782	-	-	85,542	510,324

* For accounts receivable to which the Group applies the simplified approach for impairment, information based on the provision matrix is disclosed in note 20 to the financial statements.

** The credit quality of the financial assets included in prepayments, other receivables and other assets is considered to be "normal" when they are not past due and there is no information indicating that the financial assets had a significant increase in credit risk since initial recognition.

3 財務風險管理 (續)

3.1 財務風險因素 (續)

(c) 信貸風險 (續)

於2019年3月31日的最高風險及年末分階段分類

下表根據本集團的信貸政策，列示信貸質素及最高信貸風險，除非無須過大成本或努力便可獲得其他資料，否則下表主要以逾期資料，及於2019年3月31日之年末分階段分類為基礎。呈列數字為財務資產的賬面總值。

* 本集團應用簡化方式評估應收賬款的減值，以撥備矩陣為基礎的資料披露於財務報告附註 20。

** 倘包含在預付款項、其他應收賬款及其他資產的財務資產並無逾期且並無資訊顯示該等財務資產之信貸風險自初次確認後大幅增加，則該等財務資產之信貸質量被視為「正常」。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

(c) Credit risk (Continued)

Maximum exposure as at 31 March 2018

The credit risk of the Group's other financial assets, which mainly comprise cash and cash equivalents, cash held on behalf of clients, financial assets included in prepayments, deposits and other receivables, and derivative financial instruments, arises from default of the counterparties, with a maximum exposure equal to the carrying amounts of these instruments.

Bank balances are deposited in banks with sound credit ratings to mitigate the risk arising from banks. The Group has no significant concentration of credit risk with any single counterparty or group of counterparties. The Group also has policies in place to assess the credit worthiness of customers to ensure that sales of products are made to wholesale customers with an appropriate credit history. Besides, management of the Group monitors its credit risk on an ongoing basis by reviewing the debtors' aging to minimise its exposure to credit risk.

Sales to retail customers are made in cash or via major credit cards.

Rental deposits are mainly placed with various landlords in countries where the Group operates and are due to refund upon the expiry of the tenancy agreements and handover of the leased premises. During the year, the Group did not experience any defaults by the landlords.

3 財務風險管理 (續)

3.1 財務風險因素 (續)

(c) 信貸風險 (續)

於2018年3月31日的最大風險

本集團其他財務資產，主要包括現金及現金等值物、代客戶持有現金、包含在預付款項、按金及其他應收賬款的財務資產及衍生金融工具，其信貸風險產生自交易對手不履約，而最高風險相等於此等工具之賬面值。

銀行結餘存放於信貸評級良好的銀行以減低銀行產生的風險。本集團並無與任何單一交易對手方或一組交易對手方有關的任何重大信貸集中風險。本集團亦已訂有政策評估客戶之信貸記錄，以確保產品乃向信貸紀錄良好之批發客戶銷售。此外，本集團管理層通過檢討應收賬款的賬齡以持續監察及減低其信貸風險。

對零售顧客之銷售以現金支付或透過主要信用卡進行。

租金按金主要給予本集團有經營業務的國家的多名業主，並於租賃協議屆滿及交還租賃物業時可予退還。年內，本集團並無遭遇重大業主違約事件。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

(d) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of banking facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, management aims to maintain flexibility in funding by keeping credit lines available and to maintain a balance between continuity of funding and flexibility through the use of banking facilities in order to meet its liquidity requirements both in the short term and long term.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

3 財務風險管理 (續)

3.1 財務風險因素 (續)

(d) 流動資金風險

審慎之流動資金風險管理代表維持足夠之現金及透過獲取足夠之已承諾信貸額度獲得足夠之資金。由於相關業務活躍多變，故管理層旨在維持充裕信貸融資，以保持資金之靈活彈性及透過使用銀行之信貸在資金之持續性及靈活性之間取得平衡，以配合其短期及長期資金需求。

下表顯示本集團及本公司之財務負債，按照相關到期組別，根據由結算日至合約到期日的剩餘時間進行分析。於表內披露的金額為未折現的現金流量。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

(d) Liquidity risk (Continued)

		Repayable on demand/ within 1 year 應要求償還/ 1年以下 HK\$'000 港幣仟元	Between 1 and 2 years 1至2年內 HK\$'000 港幣仟元	Between 2 and 3 years 2至3年內 HK\$'000 港幣仟元	Over 3 years 3年以上 HK\$'000 港幣仟元
At 31 March 2019	於2019年3月31日				
Interest-bearing bank and other borrowings (Note (a))	計息銀行及其他貸款 (附註(a))	708,210	-	-	-
Finance lease	融資租賃	57	-	-	-
Trade and other payables	貿易及其他應付賬款	227,106	-	-	-
		935,373	-	-	-
At 31 March 2018	於2018年3月31日				
Interest-bearing bank and other borrowings (Note (a))	計息銀行及其他貸款 (附註(a))	941,526	1,859	1,888	13,178
Finance lease	融資租賃	65	59	-	-
Trade and other payables	貿易及其他應付賬款	342,650	-	-	-
		1,284,241	1,918	1,888	13,178

3 財務風險管理 (續)

3.1 財務風險因素 (續)

(d) 流動資金風險 (續)

3 FINANCIAL RISK MANAGEMENT (Continued)

3.1 Financial risk factors (Continued)

(d) Liquidity risk (Continued)

Note:

- (a) Certain borrowings contain a repayment on demand clause which can be exercised at the bank's sole discretion. The analysis below shows the cash outflows based on the scheduled repayment. The amount includes interest payments computed using contractual rates. The directors of the Company believe that such borrowings will be repaid in accordance with the scheduled repayment dates set out in the loan agreements as follows:

		Within 1 year 1年以下 HK\$'000 港幣千元	Between 1 and 2 years 1至2年內 HK\$'000 港幣千元	Between 2 and 3 years 2至3年內 HK\$'000 港幣千元	Over 3 years 3年以上 HK\$'000 港幣千元
At 31 March 2019	於2019年3月31日	133,325	121,301	175,766	332,051
At 31 March 2018	於2018年3月31日	319,220	82,690	70,014	542,964

3.2 Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

3 財務風險管理 (續)

3.1 財務風險因素 (續)

(d) 流動資金風險 (續)

附註：

- (a) 若干貸款載有應要求償還的條文，可按銀行全權酌情行使。以下分析顯示根據計劃還款的現金流出。有關金額包括使用合約利率計算的利息付款。本公司董事認為，有關貸款將根據貸款協議所載的計劃還款日期償還如下：

3.2 資本風險管理

本集團的資本管理目標是保障本集團能繼續營運以為股東提供回報和為其他權益持有人提供利益，同時維持最佳的資本結構以減低資金成本之能力。

為了維持或調整資本結構，本集團可能會調整支付股東的股息數額、向股東返還資本、發行新股或出售資產以減低債務。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.2 Capital management (Continued)

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including current and non-current borrowings as shown in the consolidated balance sheet) less cash and cash equivalents. Total capital is calculated as 'shareholders' funds' as shown in the consolidated balance sheet.

The gearing ratios at 31 March 2019 and 2018 were as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Interest-bearing bank and other borrowings (Note 26)	計息銀行及其他貸款 (附註26)	688,301	934,409
Less: Cash and cash equivalents (Note 21)	減：現金及現金等值物 (附註21)	(234,869)	(246,278)
Pledged bank deposit (Note 21)	抵押銀行存款(附註21)	(56,649)	-
Net debt	淨債務	396,783	688,131
Shareholders' funds	股東資金	984,971	1,020,590
Gearing ratio	借貸比率	40%	67%

3.3 Fair value estimation

(a) Financial assets and liabilities

(i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

3 財務風險管理 (續)

3.2 資本風險管理 (續)

與業內其他公司作法一致，本集團以借貸比率作為監控資本的基準。借貸比率按淨債務除以資本總額計算。淨債務按貸款總額(包括綜合資產負債表所示之流動及非流動貸款以及可換股債券)減現金及現金等值物計算。資本總額計算為綜合資產負債表所示的「股東資金」。

於2018年及2019年3月31日之借貸比率載列如下：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Interest-bearing bank and other borrowings (Note 26)	計息銀行及其他貸款 (附註26)	688,301	934,409
Less: Cash and cash equivalents (Note 21)	減：現金及現金等值物 (附註21)	(234,869)	(246,278)
Pledged bank deposit (Note 21)	抵押銀行存款(附註21)	(56,649)	-
Net debt	淨債務	396,783	688,131
Shareholders' funds	股東資金	984,971	1,020,590
Gearing ratio	借貸比率	40%	67%

3.3 公平值估計

(a) 財務資產及負債

(i) 公平值架構

本節闡述釐定於財務報表內按公平值確認及計量的金融工具之公平值時所作判斷及估計。為得出釐定公平值所用輸入數據的可信程度指標，本集團根據會計準則將其金融工具分為三層。各層級之說明如下表所示。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

(i) Fair value hierarchy (Continued)

The carrying amounts of the Group's financial assets and liabilities at amortised cost approximate their fair value as at 31 March 2019 and 2018.

Management has assessed that the fair values of cash and cash equivalents, pledged bank deposit, trade and other receivables and deposits, trade and other payables and interest-bearing bank borrowings approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's finance department headed by the chief financial officer is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance controllers report directly to the chief financial officer. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer.

The fair values of the non-current portion of deposits, and interest-bearing bank borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The Group's own non-performance risk for interest-bearing bank borrowings as at 31 March 2019 was assessed to be insignificant.

3 財務風險管理 (續)

3.3 公平值估計 (續)

(a) 財務資產及負債 (續)

(i) 公平值架構 (續)

於2019年3月31日及2018年3月31日，本集團按攤銷成本計量的財務資產及財務負債之賬面值與其公平價值相若。

管理層已評定現金及現金等值物、抵押銀行存款、貿易及其他應收賬款、按金、貿易及其他應付賬款以及計息銀行貸款之公平價值與其賬面值相若，主要由於該等工具將於短期內到期。

本集團由財務總監帶領的財務部門負責確定金融工具公平價值計量之政策及程序。財務總監直接向首席財務總裁報告。在每個報告日期，財務部門分析金融工具價值之變動，並確定估值應用數據。其估值由首席財務總裁審核及批准。

其他非流動部份之按金及計息銀行貸款之公平價值，有關賬面值乃採用具有類似條款、信貸風險及餘下到期日之工具之現時適用利率折現計算預期未來現金流量。本集團於2019年3月31日就計息銀行貸款面對之不履約風險被評估為並不重大。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

(i) Fair value hierarchy (Continued)

		Level 1 第1層 HK\$'000 港幣仟元	Level 2 第2層 HK\$'000 港幣仟元	Level 3 第3層 HK\$'000 港幣仟元	Total 總計 HK\$'000 港幣仟元
Recurring fair value measurements	經常性公平值計量				
At 31 March 2019	於2019年3月31日				
Financial assets	財務資產				
Equity investments at fair value through other comprehensive income	按公平值透過其他全面收益列賬的股份投資			14,970	14,970
– unlisted equity securities	– 非上市股本證券	–	–		

		Level 1 第1層 HK\$'000 港幣仟元	Level 2 第2層 HK\$'000 港幣仟元	Level 3 第3層 HK\$'000 港幣仟元	Total 總計 HK\$'000 港幣仟元
Recurring fair value measurements	經常性公平值計量				
At 31 March 2018	於2018年3月31日				
Financial assets	財務資產				
Available-for-sale financial assets	可供出售財務資產			12,374	12,374
– unlisted equity securities	– 非上市股本證券	–	–		

There were no transfers between levels 1, 2 and 3 for recurring fair value measurements during the year.

Level 1 The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period.

3 財務風險管理 (續)

3.3 公平值估計 (續)

(a) 財務資產及負債 (續)

(i) 公平值架構 (續)

年內，經常性公平值計量之第1、2及3層之間概無轉撥。

第1層 在活躍市場(如公開買賣衍生工具、貿易及可供出售證券)買賣的金融工具的公平值按報告期末的市場報價列賬。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

(i) Fair value hierarchy (Continued)

Level 2 The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

3 財務風險管理 (續)

3.3 公平值估計 (續)

(a) 財務資產及負債 (續)

(i) 公平值架構 (續)

第2層 並非於活躍市場(如場外衍生工具)買賣的金融工具的公平值採用估值技術釐定，該等估值技術盡量利用可觀察市場數據而極少依賴實體的特定估計。倘計算工具公平值所需全部重大輸入數據均為可觀察數據，則該工具會被列入為第2層。

第3層 如一項或多項重大輸入數據並非根據可觀察市場數據得出，則該工具會被列入為第3層。非上市股本證券即屬此情況。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

- (ii) Valuation techniques used to determine fair values

The valuation of equity investments at fair value through other comprehensive income, which were previously classified as available-for-sale financial assets under HKAS 39, was determined using a market-based valuation technique. The valuation requires the directors to determine comparable public companies based on industry, size, leverage and strategy, and calculates an appropriate price to earnings multiple, for each comparable company identified. The multiple is calculated by dividing the market capitalization by the profits of the comparable companies. The multiple is discounted for non-marketability. The discounted multiple is applied to the profit of the unlisted equity investments to measure the fair value as at 31 March 2019. The valuation of available-for-sale financial assets was determined using dividend growth model as at 31 March 2018.

3 財務風險管理 (續)

3.3 公平值估計 (續)

(a) 財務資產及負債 (續)

- (ii) 釐定公平值所用的估值技術

按公平值透過其他全面收益列賬的財務資產的估值 (先前根據香港會計報告準則第39號分類為可供出售的財務資產) 通過使用基於市場的估技術釐定。估值要求董事根據行業、規模、槓桿及戰略釐定可資比較公眾公司，並就各間識別可資比較公眾公司計算合適市盈率倍數。倍數乃以可資比較公司的市值除以盈利計算得出。倍數以非流動性予以貼現。於2019年3月31日，貼現倍數用於非上市股份投資的盈利以計量公平值。於2018年3月31日，可供出售財務資產以股息增長模式計量其公平值。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

- (iii) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 item for the years ended 31 March 2018 and 31 March 2019 for recurring fair value measurements:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Equity investments at fair value through other comprehensive income/available-for-sale financial assets	按公平值透過其他全面收益列賬的股份投資／可供出售財務資產		
At 1 April	於4月1日	12,374	11,233
Revaluation surplus transfer to equity	重估盈餘轉撥入權益	2,596	1,141
At 31 March	於3月31日	14,970	12,374

- (iv) Valuation inputs and relationships to fair value

The most significant unobservable input is price to earnings multiple of 7 and non-marketability discount rate of 20% (2018: rate of return on the investment of 25%). The lower the price to earnings multiple, the lower the fair value of the equity investments at fair value through other comprehensive income. The lower of the non-marketability discount rate or non-controlling interest discount, the higher the fair value of the equity investments at fair value through other comprehensive income.

If the non-marketability discount rate increase/(decrease) by 1%, it would result in increase/(decrease) in fair value by HKD187,000 as at 31 March 2019.

3 財務風險管理 (續)

3.3 公平值估計 (續)

(a) 財務資產及負債 (續)

- (iii) 按重大不可觀察輸入數據 (第三層級) 的公平值計量

下表呈列截至2018年3月31日及2019年3月31日止年度經常性公平值計量之第3層項目的變動：

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Equity investments at fair value through other comprehensive income/available-for-sale financial assets		
At 1 April	12,374	11,233
Revaluation surplus transfer to equity	2,596	1,141
At 31 March	14,970	12,374

- (iv) 估值輸入數據及與公平值的關係

最重大不可觀察輸入數據為7的市盈率倍數及20%的非流動性貼現率(2018年：25%的投資回報率)。市盈率倍數越低，按公平值透過其他全面收益列賬的股份投資的公平值越低。非流動性貼現率或非控股權益貼現率越低，按公平值透過其他全面收益列賬的股份投資的公平值越高。

於2019年3月31日，如果非流動性貼現率上升/(降低)1%，將導致公平值上升/(降低)港幣187,000元。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

(v) Valuation processes

The finance department of the Group includes a team that performs the valuations of non-property items required for financial reporting purposes, including level 3 fair values. This team reports directly to the chief financial officer (“CFO”) and the audit committee (“AC”). Discussions of valuation processes and results are held between the CFO and AC at least once every six months, in line with the Group’s half-yearly reporting periods.

The main level 3 inputs used by the Group are derived and evaluated as follows as at 31 March 2019:

- price to earnings multiple
- non-marketability discount rate

The main level 3 inputs used by the Group are derived and evaluated as follows as at 31 March 2018:

- Earning growth factor for unlisted equity securities are estimated based on historical dividend payout ratio.

(b) Non-financial assets and liabilities

(i) Fair value hierarchy

This note explains the judgements and estimates made in determining the fair values of the non-financial assets that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its non-financial assets and liabilities into the three levels prescribed under the accounting standards. An explanation of each level is provided in Note 3.3(a).

3 財務風險管理 (續)

3.3 公平值估計 (續)

(a) 財務資產及負債 (續)

(v) 估值程序

本集團財務部設有一個小組，專責就財務報告目的對非財產性項目估值，包括第3層公平值。此小組直接向首席財務官(CFO)和審核委員會(AC)匯報。為配合本集團的半年報告期，CFO、AC、估值小組與估值師最少每六個月開會一次，討論估值流程和相關結果。

於2019年3月31日，本集團使用的主要第3層輸入數據從下列資訊中取得和評估：

- 市盈率倍數
- 非流動性貼現率

於2018年3月31日，本集團使用的主要第3層輸入數據從下列資訊中取得和評估：

- 非上市股份證券之盈利增長因素乃根據歷史股息派發比率

(b) 非財務資產及負債

(i) 公平值架構

本附註闡述釐定於財務報表內按公平值確認及計量的非財務資產之公平值時所作判斷及估計。為得出釐定公平值所用輸入數據的可信程度指標，本集團根據會計準則將其非財務資產及負債分為三層。各層之說明列載於附註3.3(a)。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(b) Non-financial assets and liabilities (Continued)

(i) Fair value hierarchy (Continued)

		Level 1 第1層 HK\$'000 港幣仟元	Level 2 第2層 HK\$'000 港幣仟元	Level 3 第3層 HK\$'000 港幣仟元	Total 總計 HK\$'000 港幣仟元
At 31 March 2019 and on the date of transfer	於2019年3月31日及轉讓日期				
Investment properties – Commercial building	投資物業 – 商業建築	-	-	586,100	586,100
Total non-financial assets	非財務資產總額	-	-	586,100	586,100

		Level 1 第1層 HK\$'000 港幣仟元	Level 2 第2層 HK\$'000 港幣仟元	Level 3 第3層 HK\$'000 港幣仟元	Total 總計 HK\$'000 港幣仟元
At 31 March 2018 and on the date of transfer	於2018年3月31日及轉讓日期				
Investment properties – Commercial building	投資物業 – 商業建築	-	-	230,000	230,000
Total non-financial assets	非財務資產總額	-	-	230,000	230,000

There were no transfers between levels 1, 2 and 3 for recurring fair value measurements during the year.

年內，經常性公平值計量之第1、2及3層之間概無轉撥。

3 財務風險管理 (續)

3.3 公平值估計 (續)

(b) 非財務資產及負債 (續)

(i) 公平值架構 (續)

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(b) Non-financial assets and liabilities (Continued)

- (ii) Valuation techniques used to determine level 3 fair values and valuation processes

The fair value of the investment properties is arrived at on the basis of valuation carried out by CS Surveyors Limited ("CS") and Savills (Macau) Limited ("Savills") independent valuers which are not related to the Group. The Group's finance department reviews the valuations performed by CS and Savills for financial reporting purpose. These valuation results are then reported to the Group's management for discussions and review in relation to the valuation processes and the reasonableness of valuation results.

The fair value of the investment properties were arrived by using direct comparison method based on market observable transactions of similar properties in the similar conditions and locations of the subject properties and adjusted to reflect the conditions of the subject properties including property size and property floor level. In estimating the fair value of the properties, the highest and best use of the properties is their current use.

3 財務風險管理 (續)

3.3 公平值估計 (續)

(b) 非財務資產及負債 (續)

- (ii) 釐定第3層公平值及估值程序所用的估值技術

投資物業的公平值乃按由與本集團並無關聯的獨立估值師忠誠測量行有限公司(「忠誠」)及第一太平戴維斯(澳門)有限公司「第一太平戴維斯」進行的估值而達成。為編製財務報表,本集團財務部審閱忠誠及第一太平戴維斯所進行的估值。有關估值結果會向本集團管理層報告,以就估值程序及估值結果的合理性作出討論及審閱。

投資物業的公平值乃根據與目標物業的狀況及位置相若的類似物業的(經對物業面積及物業樓層等作出調整以反映目標物業之狀況)可觀察市場交易使用直接比較法達致。於估計物業的公平值時,物業的最高及最佳用途為目前用途。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(b) Non-financial assets and liabilities (Continued)

- (iii) Fair value measurements using significant unobservable inputs (Level 3)

The following table presents the changes in level 3 items for the year ended 31 March 2019 for recurring fair value measurements:

		Investment properties 投資物業 HK\$'000 港幣仟元
At 1 April 2017	於2017年4月1日	–
Transfer from property, plant and equipment	轉自物業、機器及設備	230,000
At 31 March 2018 and 1 April 2018	於2018年3月31日 及2018年4月1日	230,000
Transfer from property, plant and equipment	轉自物業、機器及設備	356,100
At 31 March 2019	於2019年3月31日	<u>586,100</u>

3 財務風險管理 (續)

3.3 公平值估計 (續)

(b) 非財務資產及負債 (續)

- (iii) 在公平值計量中使用的重大不可觀察輸入數據 (第3層)

下表呈列截至2019年3月31日止年度經常性公平值計量之第3層項目的變動：

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(b) Non-financial assets and liabilities (Continued)

(iv) Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in recurring level 3 fair value measurements. See (ii) above for the valuation techniques adopted.

HK\$'000	Valuation technique(s) and key input(s)	Significant unobservable input(s) 重大不可觀察輸入數據	Range of unobservable inputs 不可觀察輸入數據之範圍	Relationship of unobservable inputs to fair value 不可觀察輸入數據與公平值的關係
港幣仟元	估值技術及關鍵輸入數據			
At 31 March 2019 and on the date of transfer 於2019年3月31日及轉讓日期				
586,100	Direct comparison method based on market observable transactions of similar properties and adjust to reflect the conditions of the subject property. The key inputs are: 1) Property size 2) Unit rate 根據類似物業的可觀察市場交易使用直接比較法，並經調整以反映目標物業的狀況。關鍵輸入數據為： 1) 物業面積 2) 單位價格	1) Unit rate 2) Frontage 1) 單位價格 2) 朝向	From HK\$180,000 to HK\$823,000 per square feet 每平方呎由180,000港元至823,000港元	1) The higher the unit rate, the higher the fair value 2) The larger the shop frontage, the higher the fair value 1) 單位價格越高，公平值越高 2) 舖面越大，公平值越高

3 財務風險管理 (續)

3.3 公平值估計 (續)

(b) 非財務資產及負債 (續)

(iv) 估值輸入數據及與公平值的關係

下表概述經常性第3層公平值計量所用重大不可觀察輸入數據的量化資料。請參閱上文(ii)了解所採用估值技術。

3 FINANCIAL RISK MANAGEMENT (Continued)

3.3 Fair value estimation (Continued)

(b) Non-financial assets and liabilities (Continued)

(iv) Valuation inputs and relationships to fair value (Continued)

HK\$'000	Valuation technique(s) and key input(s)	Significant unobservable input(s) 重大不可觀察輸入數據	Range of unobservable inputs 不可觀察輸入數據之範圍	Relationship of unobservable inputs to fair value 不可觀察輸入數據與公平值的關係
港幣仟元	估值技術及關鍵輸入數據			
At 31 March 2018 and on the date of transfer 於2018年3月31日及轉讓日期				
230,000	Direct comparison method based on market observable transactions of similar properties and adjust to reflect the conditions of the subject property. The key inputs are: 1) Property size 2) Unit rate 根據類似物業的可觀察市場交易使用直接比較法，並經調整以反映目標物業的狀況。關鍵輸入數據為： 1) 物業面積 2) 單位價格	1) Unit rate 2) Frontage 1) 單位價格 2) 朝向	From HK\$295,000 to HK\$312,000 per square feet 每平方呎由295,000港元至312,000港元	1) The higher the unit rate, the higher the fair value 2) The larger the shop frontage, the higher the fair value 1) 單位價格越高，公平值越高 2) 舖面越大，公平值越高

3 財務風險管理 (續)

3.3 公平值估計 (續)

(b) 非財務資產及負債 (續)

(iv) 估值輸入數據及與公平值的關係 (續)

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

(a) Net realisable value of inventories

Net realisable value of inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. These estimates are based on the current market condition and the historical experience of manufacturing and selling products of similar nature. It could change significantly as a result of changes in customer taste and competitor actions in response to severe industry cycles. Management will reassess the estimations at the balance sheet date.

(b) Impairment of property, plant and equipment

The Group assesses at least annually whether property, plant and equipment exhibit any indications of impairment. The recoverable amounts are determined based on value-in-use calculation. The value-in-use calculation involves estimating the future cash inflows and outflows to be derived from continuing use of the asset and applying the appropriate discount rate to those future cash flows. The estimation of future cash flows and selection of discount rate require the use of judgements and estimates. Management believes that any reasonably foreseeable change in any of the above key elements in the value-in-use calculation would not result in material additional impairment charges.

4 關鍵會計估計及判斷

編製財務報表需要使用會計估計，而會計估計按定義極少與有關實際結果相同。管理層亦需要在應用本集團會計政策過程中行使判斷。

估計和判斷會作持續評估，並以過往經驗和其他因素作為基礎，包括在有關情況下相信屬合理而對實體可能造成財務影響之未來事件預期。

(a) 存貨的可變現淨值

存貨之可變現淨值乃在日常業務進行中之估計售價，減去估計完成成本及銷售開支。該等估計乃以現有市況及製造與銷售同類產品之歷來經驗為基準進行。由於客戶品味和競爭對手行動的變化而導致嚴重的行業周期變化，其可能會發生顯著變化。管理層將於各報告期間期末重新評估有關估計。

(b) 物業、機器及設備的減值

本集團會至少每年評估物業、機器及設備是否存在任何減值跡象。可收回金額按照使用價值計算而釐定。使用價值計算包括對持續使用該資產於未來所得之現金流入及流出，以及按適當貼現率折現現金流量。對將產生之現金流量、及選擇適用市場該等計算需要應用判斷及估計。管理層認為，上述任何主要假設的任何合理可預見變動，將不會導致重大額外的減值。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

(c) Impairment of goodwill and technical know-how

The Group tests at least annually whether goodwill has suffered any impairment. The Group reviews technical know-how for impairment whenever events or changes in circumstances indicate that the related carrying amounts may not be recoverable. The recoverable amount has been determined based on higher of value-in-use calculation and fair value less cost of disposal. The calculation requires the use of judgments and estimates.

(d) Deferred income tax

The Group's management determines the amount of deferred tax asset to be recognised by estimating the amount of future profit available to utilise the tax losses or certain temporary differences in the relevant tax jurisdiction and entity. The estimate is based on the projected profit in respective jurisdiction and entity and the Group uses its judgement to make assumptions that are mainly based on market conditions existing on balance sheet date. It could change as a result of the uncertainties in the market conditions.

4 關鍵會計估計及判斷 (續)

(c) 商譽及專業技術的減值

本集團每年測試商譽是否出現減值。本集團審閱專業技術的減值，當事件發生或情況變動顯示相關賬面值或不能被收回時。釐定是否減值須作出各種判斷和估計，可收回金額按照使用價值計算及按公平值減出售成本的較高者而釐定。

(d) 遞延所得稅

本集團管理層決定將遞延稅項資產數額，按估計日後可動用有關稅務司法權區及公司稅務虧損的溢利確認。該估計乃根據各司法權區及實體的預測溢利作出，而本集團則以該判斷及主要根據結算日當時市況作出假設。該估計或會因市況不明朗而更改。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

(e) Valuation of equity investments at fair value through other comprehensive income

The Group's unlisted equity investment was classified as equity investments at fair value through other comprehensive income and measure at fair value using market approach with reference to the price to earnings multiple of comparable companies listed in the market. This valuation requires the Group to make estimates about price to earnings multiple, non-marketability discount, and hence they are subject to uncertainty. The fair value of the equity investments at fair value through other comprehensive income was HK\$14,970,000 as at 31 March 2019. Further details are included in note 17.

(f) Impairment of trademarks

As at 31 March 2019, trademarks recognised by the Group amounted to approximately HK\$54,034,000. Trademarks with an indefinite useful life are carried at costs and are not amortised.

Management tests annually whether the trademarks suffered any impairment by considering the economic benefit to be generated from trademarks. The recoverable amount is determined based on value-in-use calculation. This calculation used pre-tax cashflows projections based on financial budgets prepared by management. Management determined the financial budget based on past performance and its expectations for the future market development, which involved significant judgment and estimates. Information about the valuation assumptions used in determining recoverable amount is disclosed in note 16.

4 關鍵會計估計及判斷 (續)

(e) 指定為按公平值透過其他全面收益列賬的股份投資的估值

本集團的非上市股份投資分類為指定為按公平值透過其他全面收益列賬的股份投資，並參考於市場上市的可資比較公司的市盈率倍數並採用市場法計量。此估值要求本集團對市盈率倍數、非市場性貼現進行估計，因此存在不確定性。於2019年3月31日，指定為按公平值透過其他全面收益列賬的股份投資的公平值為14,970,000港元。進一步詳情載於附註17。

(f) 商標減值

於2019年3月31日，本集團確認商標約為港幣54,034,000元。具有無限使用壽命的商標按成本列賬，且並無攤銷。

管理層每年通過考慮商標產生的經濟利益以測試商標是否遭受任何減值。可收回金額基於使用價值釐定。此計算使用基於管理層所編製的財務預算的稅前現金流量預測而作出。管理層根據過往表現及其對未來市場發展的預期釐定財務預算，其中涉及重大判斷及估計。有關釐定可收回金額所用估值假設的資料於附註16披露。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

(g) Valuation of investment properties

The Group considers information from a variety of sources, including (1) current prices in an active market for properties of a different nature, condition and location, adjusted to reflect those differences; (2) recent prices of similar properties on less active markets, with adjustments to reflect any changes in economic conditions since the date of the transactions that occurred at those prices; and (3) independent valuations.

The carrying amount of investment properties as at 31 March 2019 was HK\$586,100,000. Further details including the key assumptions used for fair value measurement are included in note 3.3.

4 關鍵會計估計及判斷 (續)

(g) 投資物業估值

本集團考慮來自各種途徑之資料，包括：(1)於活躍市場上不同性質、狀況或地點的物業的現價，並作出調整以反映該等差別；(2)於次要市場上類似物業近期的價格，並作出調整以反映自按該等價格進行交易日期起出現的任何經濟狀況變化；及(3)獨立估值。

於2019年3月31日，投資物業的賬面值為港幣586,100,000元。有關進一步詳情(包括公平值計量所用的主要假設)載於附註3.3。

5 SEGMENT INFORMATION AND REVENUE

The chief operating decision-makers have been identified as the executive directors of the Company. The executive directors review the Group's financial information mainly from product and geographical perspectives. From a product perspective, the Group has four reportable segments namely watch retail and watch wholesale trading, optical retail and optical wholesale trading segments. From a geographical perspective, management mainly assesses the performance of watch and optical retail operations in (i) Hong Kong, Macau and Mainland China and (ii) rest of Asia.

Revenue represents sales of goods. Sales between operating segments are carried out on terms equivalent to those prevailing in arm's length transactions. The executive directors assess the performance of the operating segments based on a measure of adjusted earnings before interest and tax ("EBIT"). This measurement basis excludes unallocated income and net corporate expenses.

The optical retail segment and certain subsidiaries under optical wholesale trading segment (the "Disposal group" or "discontinued operations") were discontinued and disposed during the year. Information about this discontinued segment as at 31 March 2018 was provided in notes 28. The operating result information about this disposal group for the current year only represented the results of its operations up to the date of disposal on 31 May 2018.

The watch retail segment and watch wholesale trading segment together formed the continuing operations.

Unallocated income represents dividend income from investment and gain on disposal of discontinued operations. Net corporate expenses mainly represent corporate staff costs and provision for senior management bonus. Unallocated assets represent property, plant and equipment and investment properties at corporate level, unlisted equity investments, deferred tax assets, pledged bank deposit and cash and cash equivalents. Unallocated liabilities represent other payables and accruals at corporate level, interest-bearing bank and other borrowings, deferred tax liabilities and income tax payable.

5 分部資料及收入

本集團之首席運營決策者為本公司行政董事。行政董事主要從產品及地區角度審閱本集團之財務資料。從產品角度來看，本集團有四個分部報告，即鐘錶零售及鐘錶批發業務，眼鏡零售及眼鏡批發業務分部。管理層主要從地區角度評核(i)香港、澳門及中國大陸和(ii)亞洲其餘地區之鐘錶及眼鏡業績。

收入為貨品銷售。營運分部間之銷售按相等於現行按公平原則進行的交易之條款進行。行政董事按除利息及稅項前經調整盈利(「EBIT」)評核營運分部之業績，計算該盈利時不包括未分配收入及集團行政淨支出。

年內，眼鏡零售業務分部及眼鏡批發業務分部(「出售集團」或「已終止營運」)已終止營運及出售。有關此已終止分部截止2018年3月31日的資料載於附註28。本年度出售集團的經營業績僅呈報截至2018年5月31日出售日期前的經營業績。

鐘錶零售分部及鐘錶批發業務分部共同組成持續經營業務。

未分配收入為投資的股息收入及出售終止營運業務的收益。集團行政淨支出主要為集團層面的員工成本及高級管理層花紅撥備。未分配資產為集團層面的物業、機器及設備及投資物業、非上市股份投資、遞延稅項資產、抵押銀行存款以及現金及現金等值物。未分配負債為集團層面的其他應付賬款及應計費用、計息銀行及其他貸款、遞延稅項負債及應付所得稅。

NOTES TO THE FINANCIAL STATEMENTS
財務報表附註

5 SEGMENT INFORMATION AND REVENUE (Continued)

5 分部資料及收入(續)

For the year ended 31 March 2019

截至2019年3月31日止年度

	Continuing operations 持續營運業務				Discontinued operations 終止營運業務				Group Total
	Watch retail 鐘錶零售		Watch wholesale trading 鐘錶批發業務		Optical retail 眼鏡零售		Optical wholesale trading 眼鏡批發業務		
	Hong Kong, Macau and Mainland China 香港、 澳門及 中國大陸	Rest of Asia 其餘地區		Sub-total 小計	Hong Kong, Macau and Mainland China 香港、 澳門及 中國大陸	Rest of Asia 其餘地區		Sub-total 小計	
	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
Revenues from contracts with customers 來自客戶合約之收入									
Gross segment 分部總額	826,338	340,200	593,991	1,760,529	186,012	30,161	4,029	220,202	1,980,731
Inter-segment 分部間	-	-	(302,750)	(302,750)	-	-	(1,244)	(1,244)	(303,994)
Sales to external customers 出售予外來客戶	826,338	340,200	291,241	1,457,779	186,012	30,161	2,785	218,958	1,676,737
Timing of revenue recognition 收益確認時間									
Goods transferred at a point in time 在貨品轉讓時	826,338	340,200	291,241	1,457,779	186,012	30,161	2,785	218,958	1,676,737
Segment results 分部業績	(98,853)	844	40,119	(57,890)	9,626	(3,443)	313	6,496	(51,394)
Unallocated income 未分配收入				2,798				124,043	126,841
Net corporate expenses 集團行政淨支出				(35,463)				(5,481)	(40,944)
Finance costs 財務成本				(24,920)				(440)	(25,360)
(Loss)/profit before income tax 除所得稅前(虧損)/ 溢利				(115,475)				124,618	9,143
Income tax expense 所得稅支出				(28,967)				(14,558)	(43,525)
(Loss)/profit for the year 年度(虧損)/溢利				(144,442)				110,060	(34,382)

NOTES TO THE FINANCIAL STATEMENTS
財務報表附註

5 SEGMENT INFORMATION AND REVENUE (Continued)

5 分部資料及收入 (續)

For the year ended 31 March 2019

截至2019年3月31日止年度

		Continuing operations 持續營運業務					Discontinued operations 終止營運業務					Group Total
		Watch retail 鐘錶零售		Watch wholesale trading 鐘錶 批發業務	Unallocated 未分配	Sub-total	Optical retail 眼鏡零售		Optical wholesale trading 眼鏡 批發業務	Sub-total		
		Hong Kong, Macau and Mainland China 香港、 澳門及 中國大陸	Rest of Asia 其餘地區					Hong Kong, Macau and Mainland China 香港、 澳門及 中國大陸	Rest of Asia 其餘地區			
		HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	
Capital expenditures	資本性開支	(20,781)	(8,187)	(567)	(612)	(30,147)	(1,301)	(271)	(4)	(1,576)	(31,723)	
Depreciation	折舊	(19,735)	(9,484)	(2,399)	(10,915)	(42,533)	-	-	-	-	(42,533)	
Impairment of property, plant and equipment	物業、機器及設備減值	(4,251)	-	-	-	(4,251)	-	-	-	-	(4,251)	
Amortisation of prepaid lease premium	攤銷預付租賃地價	-	(2,796)	-	-	(2,796)	-	-	-	-	(2,796)	
Amortisation of intangible assets	攤銷無形資產	-	-	(2,322)	-	(2,322)	-	-	-	-	(2,322)	
(Provision)/write back of provision for inventories	存貨(撥備)/撥回	(30,162)	1,248	31,510	-	2,596	-	-	-	-	2,596	
Write back of provision/(provision) for onerous contracts	有法律義務合約的 撥回/(撥備)	4,916	(761)	-	-	4,155	-	-	-	-	4,155	

NOTES TO THE FINANCIAL STATEMENTS
財務報表附註

5 SEGMENT INFORMATION AND REVENUE (Continued)

5 分部資料及收入(續)

As at 31 March 2019

於2019年3月31日

		Continuing operations 持續營運業務			
		Watch retail 鐘錶零售		Watch wholesale trading 鐘錶批發業務	
		Hong Kong, Macau and Mainland China 香港、 澳門及 中國大陸 HK\$'000 港幣仟元	Rest of Asia 亞洲 其餘地區 HK\$'000 港幣仟元		Total 總計 HK\$'000 港幣仟元
Segment assets	分部資產	582,945	150,340	462,157	1,195,442
Unallocated assets	未分配資產				786,275
Total assets	總資產				1,981,717
Segment liabilities	分部負債	96,014	34,963	78,691	209,668
Unallocated liabilities	未分配負債				779,949
Total liabilities	總負債				989,617

NOTES TO THE FINANCIAL STATEMENTS
財務報表附註

5 SEGMENT INFORMATION AND REVENUE (Continued)

For the year ended 31 March 2018

5 分部資料及收入 (續)

截至2018年3月31日止年度

		Continuing operations 持續營運業務				Discontinued operations 終止營運業務				
		Watch retail 鐘錶零售		Watch wholesale trading 鐘錶批發業務		Optical retail 眼鏡零售		Optical wholesale trading 眼鏡批發業務		
		Hong Kong, Macau and Mainland China 香港、澳門及中國大陸	Rest of Asia 其餘地區		Sub-total 小計	Hong Kong, Macau and Mainland China 香港、澳門及中國大陸	Rest of Asia 其餘地區		Sub-total 小計	Group Total 總計
		HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元
Revenues from contracts with customers	來自客戶合約之收入									
Gross segment	分部總額	884,101	343,718	398,410	1,626,229	1,063,450	190,575	21,659	1,275,684	2,901,913
Inter-segment	分部間	-	-	(117,107)	(117,107)	-	-	(4,707)	(4,707)	(121,814)
Sales to external customers	出售予外來客戶	884,101	343,718	281,303	1,509,122	1,063,450	190,575	16,952	1,270,977	2,780,099
Segment results	分部業績	(52,955)	4,231	(4,573)	(53,297)	49,464	(13,140)	2,244	38,568	(14,729)
Unallocated income	未分配收入				3,599				-	3,599
Net corporate expenses	集團行政淨支出				(50,387)				(33,006)	(83,393)
Finance costs	財務成本				(23,309)				(2,219)	(25,528)
(Loss)/profit before income tax	除所得稅前(虧損)/溢利				(123,394)				3,343	(120,051)
Income tax expense	所得稅支出				(22,454)				(7,807)	(30,261)
Loss for the year	年度虧損				(145,848)				(4,464)	(150,312)

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5 SEGMENT INFORMATION AND REVENUE (Continued)

5 分部資料及收入(續)

For the year ended 31 March 2018

截至2018年3月31日止年度

	Continuing operations 持續營運業務					Discontinued operations 終止營運業務					Group Total
	Watch retail 鐘錶零售		Watch wholesale trading 鐘錶批發業務	Unallocated 未分配	Sub-total 小計	Optical retail 眼鏡零售		Optical wholesale trading 眼鏡批發業務	Sub-total 小計	Group Total	
	Hong Kong, Macau and Mainland China 香港、澳門及中國大陸	Rest of Asia 其餘地區					Hong Kong, Macau and Mainland China 香港、澳門及中國大陸	Rest of Asia 其餘地區			
	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	HK\$'000 港幣仟元	
Capital expenditures 資本性開支	(35,422)	(12,764)	(1,273)	(8,942)	(58,401)	(42,201)	(7,960)	(2)	(50,163)	(108,564)	
Depreciation 折舊	(18,052)	(10,426)	(2,536)	(13,438)	(44,452)	(31,113)	(10,897)	(73)	(42,083)	(86,535)	
Amortisation of prepaid lease premium 攤銷預付租賃地價	-	(2,822)	-	-	(2,822)	-	(3,085)	-	(3,085)	(5,907)	
Amortisation of intangible assets 攤銷無形資產	-	-	(2,376)	-	(2,376)	-	-	-	-	(2,376)	
Write back of provision(provision) for inventories 存貨撥回/(撥備)	6,499	6,684	(32,108)	-	(18,925)	(5,204)	10	963	(4,231)	(23,156)	
Impairment of property, plant and equipment 物業、機器及設備減值	(3,195)	(351)	-	-	(3,546)	(5,120)	(2,271)	-	(7,391)	(10,937)	
Impairment of intangible assets 無形資產減值	-	-	(30,273)	-	(30,273)	-	-	-	-	(30,273)	
Write back of provision(provision) for onerous contracts 有法律義務合約的撥回/(撥備)	23,097	-	-	-	23,097	2,575	(637)	-	1,938	25,035	
Re-measurement of deferred consideration payable in respect of acquisition of a subsidiary in prior years 重計遞延應付代價收入(有關以前年度收購一間子公司)	-	-	10,000	-	10,000	-	-	-	-	10,000	

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5 SEGMENT INFORMATION AND REVENUE (Continued)

As at 31 March 2018

5 分部資料及收入 (續)

於 2018 年 3 月 31 日

		The Groups other than Disposal group				Disposal group (as reclassified to assets classified as held for sale and liabilities associated with assets classified as held for sale)				
		出售集團以外的集團				出售集團 (重新分類為持作可供出售資產與持作可供出售資產相關的負債)				
		Watch retail		Watch wholesale trading	Optical retail		Optical wholesale trading			
		鐘錶零售		鐘錶批發業務	眼鏡零售		眼鏡批發業務			
		Hong Kong, Macau and Mainland China		Rest of Asia	Sub-total	Hong Kong, Macau and Mainland China		Rest of Asia	Sub-total	Group Total
		香港、澳門及中國大陸		亞洲其餘地區	小計	香港、澳門及中國大陸		亞洲其餘地區	小計	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元
Segment assets	分部資產	564,864	175,937	549,535	1,290,336	334,994	105,917	17,223	458,134	1,748,470
Unallocated assets	未分配資產				746,747				156,722	903,469
Total assets	總資產				<u>2,037,083</u>				<u>614,856</u>	<u>2,651,939</u>
Segment liabilities	分部負債	240,357	41,372	50,408	332,137	189,083	24,600	936	214,619	546,756
Unallocated liabilities	未分配負債				994,598				81,802	1,076,400
Total liabilities	總負債				<u>1,326,735</u>				<u>296,421</u>	<u>1,623,156</u>

5 SEGMENT INFORMATION AND REVENUE (Continued)

Geographical information

An analysis of the Group's revenue by geographical area is as follows:

Continuing operations

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong	香港	721,668	751,520
Macau	澳門	115,553	119,501
Mainland China	中國大陸	128,906	146,318
Rest of Asia	亞洲其餘地區	489,154	489,864
Europe	歐洲	2,498	1,919
		1,457,779	1,509,122

Discontinued operations

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong	香港	145,265	824,810
Macau	澳門	9,956	58,452
Mainland China	中國大陸	32,741	191,013
Rest of Asia	亞洲其餘地區	30,996	196,702
		218,958	1,270,977

The revenue information above is based on the locations of the customers.

No revenue transactions with a single external customer which amounted to 10% or more of the Group's revenue during the year (2018: nil).

5 分部資料及收入 (續)

地區資料

按地區分析集團收入如下：

持續營運業務

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong	721,668	751,520
Macau	115,553	119,501
Mainland China	128,906	146,318
Rest of Asia	489,154	489,864
Europe	2,498	1,919
	1,457,779	1,509,122

終止營運業務

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong	145,265	824,810
Macau	9,956	58,452
Mainland China	32,741	191,013
Rest of Asia	30,996	196,702
	218,958	1,270,977

上述收入資料乃根據客戶所在地編製。

年內，並無產生自單一外部客戶的收入超過本集團收入的10%或以上(2018年：無)。

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

5 SEGMENT INFORMATION AND REVENUE (Continued)

The following table shows the amounts of revenue recognised in the current reporting period that were included in the contract liabilities at the beginning of the reporting period:

Revenue recognised that was included in contract liabilities at the beginning of the reporting period:

Sale of watch and optics products

銷售鐘錶及眼鏡產品

2019
HK\$'000
港幣仟元

2,887

Performance obligations

Information about the Group's performance obligations is summarized below:

Sale of watch and optics products

The performance obligation is satisfied upon delivery of the goods and payment is mainly on cash and credit card settlement, except for wholesale customers, where payment is due within credit period from delivery. As the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March 2019 are part of contracts that have an original expected duration of one year or less, the transaction price allocated to which is not presented according to practical expedient in HKFRS 15.

5 分部資料及收入 (續)

下表載列計入報告期初合約負債的履約責任而確認的於本報告期內確認的收入金額：

於報告期初計入合約負債的已確認收入：

履約責任

有關本集團履約責任的資料概述如下：

銷售鐘錶及眼鏡產品

履約責任於交付貨物時達成，付款主要以現金或信用卡結算，惟批發客戶除外，其於交付後的信貸期內付款。由於2019年3月31日的剩餘履約責任（未滿足或部分未滿足）為原初預期持續時間為一年或以下的合約的一部分，根據香港財務報告準則第15號的權宜方法，並無呈列分配的交易價格。

5 SEGMENT INFORMATION AND REVENUE (Continued)

Geographical information (Continued)

An analysis of the Group's segment results by geographical area is as follows:

Continuing operations

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong	香港	(37,872)	7,501
Macau	澳門	18,843	22,524
Mainland China	中國大陸	(43,520)	(59,444)
Rest of Asia	亞洲其餘地區	15,659	22,967
Europe	歐洲	(11,000)	(46,845)
		(57,890)	(53,297)

Discontinued operations

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong	香港	15,632	70,345
Macau	澳門	2,242	11,536
Mainland China	中國大陸	(7,896)	(29,546)
Rest of Asia	亞洲其餘地區	(3,482)	(13,767)
		6,496	38,568

5 分部資料及收入 (續)

地區資料 (續)

按地區分析集團分部業績如下：

持續營運業務

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
	(37,872)	7,501
	18,843	22,524
	(43,520)	(59,444)
	15,659	22,967
	(11,000)	(46,845)
	(57,890)	(53,297)

終止營運業務

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
	15,632	70,345
	2,242	11,536
	(7,896)	(29,546)
	(3,482)	(13,767)
	6,496	38,568

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

5 SEGMENT INFORMATION AND REVENUE (Continued)

An analysis of the Group's non-current assets (other than equity investments at fair value through other comprehensive income and deferred tax assets) by geographical area is as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong	香港	375,065	365,919
Macau	澳門	360,574	158,675
Mainland China	中國大陸	10,858	18,525
Rest of Asia	亞洲其餘地區	97,264	106,630
Europe	歐洲	39,598	43,646
		883,359	693,395

5 分部資料及收入 (續)

按地區分析集團非流動資產(按公平值透過其他全面收益列賬的股份投資及遞延稅項資產除外)如下:

6. OTHER (LOSSES)/GAINS, NET

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Loss on disposal of property, plant and equipment, net	出售物業、機器及設備的虧損，淨額	(3,841)	(786)
Exchange (losses)/gain, net	匯兌(虧損)/收益，淨額	(16,141)	12,033
Re-measurement of deferred consideration payable in respect of acquisition of a subsidiary in a prior year	重計遞延應付代價收入 (有關以前年度收購一間子公司)	-	10,000
		(19,982)	21,247

6 其他(虧損)/收益，淨額

7. OTHER INCOME

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Building management fee income	樓宇管理費收入	2,340	2,340
Rental income	租金收入	9,148	2,729
Dividend income from unlisted equity investments	非上市股份投資 股息收入	2,798	3,599
Interest income	利息收入	1,096	1,180
Sundries	雜項	3,418	5,271
Shared service income	共享服務收入	22,824	-
		41,624	15,119

7 其他收入

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

8. EXPENSES BY NATURE

The Group's loss before income tax from continuing operations has been derived after debiting or (crediting) the following items in the income statement. Further details of the corresponding income statement for discontinued operations are included in note 5 to the financial statements.

8 按性質列示的費用

本集團的持續營運業務除稅前虧損已扣除／(計入) 損益表中以下項目，有關已終止營運業務的相關損益表的進一步詳情載於財務報表附註5。

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Cost of inventories sold and raw materials consumed	出售存貨成本及原材料消耗	718,595	740,468
Amortisation of intangible assets (note 16)	攤銷無形資產(附註16)	2,322	2,376
Amortisation of prepaid lease premium (note 15)	攤銷預付租賃地價(附註15)	2,796	2,822
Depreciation of property, plant and equipment (note 13)	物業、機器及設備的折舊(附註13)	42,533	44,452
Impairment loss of property, plant and equipment (note 13)	物業、機器及設備減值(附註13)	4,251	3,546
Loss on disposal of property, plant and equipment	出售物業、機器及設備的虧損	3,841	786
Impairment loss of intangible assets (note 16)	無形資產減值(附註16)	-	30,273
Write back of provision for onerous contracts	有法律義務合約的撥回	(4,155)	(23,097)
Auditor's remuneration	核數師酬金		
– Audit services	– 核數服務	3,045	3,148
– Non-audit services	– 非核數服務	1,286	1,585
Operating leases on buildings	樓宇營業租賃	289,582	333,042
(Write back of provision)/provision for inventories	存貨準備(撥回)/撥備	(2,596)	18,925
Reversal of impairment of trade receivables (note 20)	壞賬準備撥回(附註20)	(386)	(64)
Employee benefit expenses (note 9)	僱員福利支出(附註9)	312,844	324,122
Re-measurement of deferred consideration payable in respect of acquisition of a subsidiary in a prior year	重計遞延應付代價收入(有關以前年度收購一間子公司)	-	(10,000)

9 EMPLOYEE BENEFIT EXPENSES

9 僱員福利支出

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Salaries and allowances	薪金及津貼	284,632	298,328
Pension contributions less forfeiture utilised (Note a)	退休金供款(扣除已被動用的 沒收供款)(附註a)	23,465	23,070
Others	其他	4,747	2,724
		312,844	324,122

(a) Pensions-defined contribution plans

The Group operated a retirement scheme under Occupation Retirement Scheme Ordinance (“ORSO scheme”) up to 30 November 2000 for employees in Hong Kong. With effect from 1 December 2000, a mandatory provident fund (“MPF”) scheme is set up which is available to eligible employees of the Group, including executive directors of the Company. No further employees and contributions have been added to the ORSO scheme after the set up of MPF. Contributions to the MPF scheme by the Group and employees are calculated at rates specified in the rules of the MPF scheme. The assets of the MPF scheme and ORSO scheme are held separately from those of the Group in an independently administered fund.

For subsidiaries outside Hong Kong, contributions to the local pension schemes are made by the Group and relevant employees, which are calculated at rates specified in the rules of the local pension schemes. The assets of the pension scheme are held separately from those of the Group in an independently administered fund.

Forfeited contributions totalling HK\$2,337,000 for the year ended 31 March 2019 (2018: HK\$2,583,000) arising from employees leaving the ORSO scheme of the Continuing Operations, were utilised to offset contributions during the year.

(a) 退休金－定額供款計劃

直至2000年11月30日為止，本集團根據職業退休計劃條例為香港區僱員提供退休計劃。自2000年12月1日起，本集團設立強制性公積金計劃（「強積金計劃」），本集團的合資格僱員（包括本公司行政董事）均有權參與。本集團及僱員向強積金計劃作出的供款乃依據強積金計劃規則所規定的水平計算。強積金計劃的資產與本集團的資產分開持有，並由獨立管理基金負責管理。

就香港以外的附屬公司而言，本集團及僱員對當地退休金計劃作出的供款，乃按當地退休金計劃規則所規定的水平計算。退休金計劃之資產與本集團之資產分開持有，並由獨立管理基金負責管理。

截至2019年3月31日止年度內，持續營運業務僱員離職時被沒收之職業退休計劃供款總額港幣2,337,000元（2018年：港幣2,583,000元），已被動用以抵銷年內供款。

9 EMPLOYEE BENEFIT EXPENSES (Continued)

(b) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include two (2018: two) directors whose emoluments are reflected in the analysis shown in note 35.

The emoluments payable to the remaining three (2018: three) highest paid individuals during the year are as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Basic salaries, allowance and benefits in kind	基本薪金，津貼及實物利益	3,950	3,912
Performance bonus	表現花紅	5,205	4,925
Contributions to pension plans	退休金計劃的供款	181	171
		9,336	9,008

The emoluments fell within the following bands:

		Number of individuals 人數	
		2019	2018
Emolument bands (in HK dollars)	薪酬組別 (港幣)		
HK\$2,500,001 to HK\$3,000,000	港幣 2,500,001 元至港幣 3,000,000 元	1	1
HK\$3,000,001 to HK\$3,500,000	港幣 3,000,001 元至港幣 3,500,000 元	1	2
HK\$3,500,001 to HK\$4,000,000	港幣 3,500,001 元至港幣 4,000,000 元	1	-
		3	3

(c) Senior management emoluments

The emoluments fell within the following bands:

		Number of individuals 人數	
		2019	2018
Emolument bands (in HK dollars)	薪酬組別 (港幣)		
HK\$3,000,001 to HK\$3,500,000	港幣 3,000,001 元至港幣 3,500,000 元	-	1
HK\$3,500,001 to HK\$4,000,000	港幣 3,500,001 元至港幣 4,000,000 元	1	-

9 僱員福利支出 (續)

(b) 五位最高薪酬人士

本年度本集團五名最高薪酬人士包括二名(2018年：二名)董事，其薪酬詳情已於附註35分析中反映。

於年內應付予其餘最高薪酬三名(2018年：三名)人士之酬金如下：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Basic salaries, allowance and benefits in kind	基本薪金，津貼及實物利益	3,950	3,912
Performance bonus	表現花紅	5,205	4,925
Contributions to pension plans	退休金計劃的供款	181	171
		9,336	9,008

介於下列酬金組別人士如下：

		Number of individuals 人數	
		2019	2018
Emolument bands (in HK dollars)	薪酬組別 (港幣)		
HK\$2,500,001 to HK\$3,000,000	港幣 2,500,001 元至港幣 3,000,000 元	1	1
HK\$3,000,001 to HK\$3,500,000	港幣 3,000,001 元至港幣 3,500,000 元	1	2
HK\$3,500,001 to HK\$4,000,000	港幣 3,500,001 元至港幣 4,000,000 元	1	-
		3	3

(c) 高級管理人員酬金

介於下列酬金組別人士如下：

		Number of individuals 人數	
		2019	2018
Emolument bands (in HK dollars)	薪酬組別 (港幣)		
HK\$3,000,001 to HK\$3,500,000	港幣 3,000,001 元至港幣 3,500,000 元	-	1
HK\$3,500,001 to HK\$4,000,000	港幣 3,500,001 元至港幣 4,000,000 元	1	-

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

10 FINANCE COSTS

10 財務成本

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Interest on interest bearing bank borrowings and overdrafts	計息銀行貸款及透支利息	24,913	23,302
Interest on finance leases	融資租賃利息	7	7
		24,920	23,309

11 INCOME TAX EXPENSE

11 所得稅支出

Hong Kong and Thailand profit taxes have been provided at the rate of 16.5% (2018: 16.5%) and 20% (2018: 20%) respectively, on the estimated assessable profits for the year ended 31 March 2019 less tax relief, if any. Taxation on the remaining overseas profits has been calculated on the estimated assessable profits for the year at the rates of taxation prevailing in the jurisdictions in which the Group operates.

截至2019年3月31日止年度香港及泰國利得稅乃根據已沖銷可動用稅項損失的估計應課稅溢利分別按稅率16.5% (2018年：16.5%)及20% (2018年：20%)計算。其餘海外利得稅乃根據年內估計應課稅溢利按本集團經營地區的適用稅率計算。

The amount of income tax charged to the consolidated income statement represents:

已計入綜合收益表的所得稅包括：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Current income tax	本期所得稅		
– Hong Kong profits tax	– 香港利得稅	7,500	6,242
– Overseas profits tax	– 海外利得稅	23,041	5,532
– Under/(over) provisions in respect of prior years	– 過往年度撥備過少/(過多)	192	(76)
		30,733	11,698
Deferred income tax	遞延所得稅	12,792	18,563
Income tax expense	所得稅支出	43,525	30,261
Income tax expense is attributable to:	以下應佔所得稅支出		
– Continuing operations	– 持續營運業務	28,967	22,454
– Discontinued operations	– 終止營運業務	2,281	7,807
– Gain on disposal of discontinued operations	– 出售終止營運業務的收益	12,277	–
		43,525	30,261

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

11 INCOME TAX EXPENSE(Continued)

The taxation on the Group's loss before income tax differs from the theoretical amount that would arise using the applicable tax rates, being the weighted average of tax rates prevailing in the jurisdictions in which the Group operates, as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Loss from continuing operations before income tax expense	持續營運業務除所得稅前虧損	(115,475)	(123,394)
Profit from discontinued operations before income tax expense	終止營運業務除所得稅前盈利	124,618	3,343
		9,143	(120,051)
Theoretical tax at weighted average rate of -18.64% (2018: 25.47%)	按加權平均率-18.64%(2018年: 25.47%)而計算的理論稅項	(1,704)	(30,578)
Income not subject to tax	無需課稅的收入	(6,905)	(5,472)
Expenses not deductible for tax purpose	不可扣稅的開支	11,207	18,544
Recognition of temporary differences not previously recognised	確認往年未被確認的暫時性差額	13,031	6,152
Utilisation of previously unrecognised tax losses	使用往年未確認的稅項虧損	(16,124)	(3,233)
Tax losses not recognised	未確認的稅項虧損	31,648	44,852
Adjustment in respect of current tax of prior years	過往年度所得稅調整	192	(76)
Others	其他	65	252
Tax on capital gain of discontinued operations	終止營運業務之資本收益產生的稅項	12,277	-
Tax relief	所得稅減免	(162)	(180)
Income tax expense	所得稅支出	43,525	30,261

The weighted average applicable tax rate was -18.64% (2018: 25.47%). The decrease is caused by a change in the distribution of profitability of the Group's subsidiaries in the respective countries.

11 所得稅支出(續)

本集團按其除所得稅前虧損而計算的稅項，與按其於各營運地區的適用稅率(加權平均率)而計算的理論稅項有差別，詳情如下：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Loss from continuing operations before income tax expense	持續營運業務除所得稅前虧損	(115,475)	(123,394)
Profit from discontinued operations before income tax expense	終止營運業務除所得稅前盈利	124,618	3,343
		9,143	(120,051)
Theoretical tax at weighted average rate of -18.64% (2018: 25.47%)	按加權平均率-18.64%(2018年: 25.47%)而計算的理論稅項	(1,704)	(30,578)
Income not subject to tax	無需課稅的收入	(6,905)	(5,472)
Expenses not deductible for tax purpose	不可扣稅的開支	11,207	18,544
Recognition of temporary differences not previously recognised	確認往年未被確認的暫時性差額	13,031	6,152
Utilisation of previously unrecognised tax losses	使用往年未確認的稅項虧損	(16,124)	(3,233)
Tax losses not recognised	未確認的稅項虧損	31,648	44,852
Adjustment in respect of current tax of prior years	過往年度所得稅調整	192	(76)
Others	其他	65	252
Tax on capital gain of discontinued operations	終止營運業務之資本收益產生的稅項	12,277	-
Tax relief	所得稅減免	(162)	(180)
Income tax expense	所得稅支出	43,525	30,261

加權平均適用稅率為-18.64%(2018年: 25.47%)。減少乃由於本集團於各個國家的附屬公司的溢利分配變動所致。

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

12 LOSS PER SHARE ATTRIBUTABLE TO THE EQUITY HOLDERS OF THE COMPANYY

12 本公司權益持有人應佔每股虧損

Basic

基本

Basic loss per share is calculated by dividing the Group's loss attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year.

每股基本虧損以年內本公司權益持有人應佔虧損除以已發行普通股加權平均數而計算。

		2019	2018
Loss from continuing operations attributable to equity holders of the Company (HK\$'000)	本公司權益持有人應佔持續營運業務的虧損 (港幣仟元)	(144,611)	(146,113)
Profit/(loss) from discontinued operations attributable to equity holders of the Company (HK\$'000)	本公司權益持有人應佔終止營運業務的盈利/(虧損) (港幣仟元)	110,060	(4,464)
Loss attributable to equity holders of the Company (HK\$'000)	本公司權益持有人應佔虧損 (港幣仟元)	(34,551)	(150,577)
Weighted average number of ordinary shares in issue (thousands)	已發行普通股加權平均數 (以仟股計)	1,046,474	1,046,474
Basic loss per share from continuing operations (HK cents)	持續營運業務每股基本虧損 (港仙)	(13.82)	(13.96)
Basic earnings/(loss) per share from discontinued operations (HK cents)	終止營運業務每股基本盈利/(虧損) (港仙)	10.52	(0.43)
Basic loss per share attributable to the equity holders of the Company (HK cents)	本公司權益持有人應佔每股基本虧損 (港仙)	(3.30)	(14.39)

Diluted

攤薄

Diluted (loss)/earnings per share amounts for the years ended 31 March 2019 and 2018 are the same as the basic (loss)/earnings per share amounts as there were no potentially dilutive ordinary shares in issues during two years.

截至2019年3月31日及2018年3月31日止年度，每股攤薄(虧損)/盈利金額與每股基本(虧損)/盈利金額相同，因為於兩個財政年度並無潛在攤薄普通股。

NOTES TO THE FINANCIAL STATEMENTS
財務報表附註

13 PROPERTY, PLANT AND EQUIPMENT

13 物業、機器及設備

		Leasehold land and buildings 租賃 土地及樓宇 HK\$'000 港幣仟元	Equipment, leasehold improvements and others 設備、租賃 權益改良 及其他 HK\$'000 港幣仟元	Total 總額 HK\$'000 港幣仟元
Year ended 31 March 2018	截至2018年3月31日止年度			
Opening net book amount	年初賬面淨額	286,077	117,136	403,213
Additions	添置	–	107,550	107,550
Disposals/write off	出售/撇賬	–	(3,691)	(3,691)
Depreciation	折舊	(7,563)	(78,972)	(86,535)
Impairment loss (note (c))	減值(附註(c))	–	(10,937)	(10,937)
Revaluation upon transfer to investment properties	轉至投資物業重估收益	201,644	–	201,644
Transfer to investment properties (note 14)	轉至投資物業(附註14)	(230,000)	–	(230,000)
Transfer to assets classified as held for sale	轉至分類為持作可供出售資產	(13,055)	(58,461)	(71,516)
Exchange realignment	匯兌差額	4,737	8,307	13,044
Closing net book amount	年終賬面淨額	<u>241,840</u>	<u>80,932</u>	<u>322,772</u>
At 31 March 2018	於2018年3月31日			
Cost	成本	361,690	408,104	769,794
Accumulated depreciation and impairment loss	累計折舊及減值	(119,850)	(327,172)	(447,022)
Net book amount	賬面淨額	<u>241,840</u>	<u>80,932</u>	<u>322,772</u>

NOTES TO THE FINANCIAL STATEMENTS
財務報表附註

13 PROPERTY, PLANT AND EQUIPMENT (Continued)

13 物業、機器及設備 (續)

		Leasehold land and buildings 租賃 土地及樓宇 HK\$'000 港幣仟元	Equipment, leasehold improvements and others 設備、租賃 權益改良 及其他 HK\$'000 港幣仟元	Total 總額 HK\$'000 港幣仟元
Year ended 31 March 2019	截至 2019 年 3 月 31 日止年度			
Opening net book amount	年初賬面淨額	241,840	80,932	322,772
Additions	添置	770	29,377	30,147
Disposals/write off	出售/撤賬	-	(6,578)	(6,578)
Depreciation	折舊	(5,193)	(37,340)	(42,533)
Impairment loss (note (c))	減值 (附註 (c))	-	(4,251)	(4,251)
Revaluation upon transfer to investment properties	轉至投資物業重估收益	225,498	-	225,498
Transfer to investment properties (note 14)	轉至投資物業 (附註 14)	(356,100)	-	(356,100)
Exchange realignment	匯兌差額	(1,768)	(1,776)	(3,544)
Closing net book amount	年終賬面淨額	105,047	60,364	165,411
At 31 March 2019	於 2019 年 3 月 31 日			
Cost	成本	217,104	378,641	595,745
Accumulated depreciation and impairment loss	累計折舊及減值	(112,057)	(318,277)	(430,334)
Net book amount	賬面淨額	105,047	60,364	165,411

Notes:

- (a) Equipment include the following amounts where the Group is a lessee under a finance lease (refer to note 26 for further details)

附註：

- (a) 融資租賃下本集團作為承租人的設備金額如下 (詳情載於附註 26)：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Cost	成本	217	224
Accumulated depreciation	累計折舊	(166)	(115)
Net book amount	賬面淨值	51	109

13 PROPERTY, PLANT AND EQUIPMENT (Continued)

- (b) Depreciation expense of HK\$27,538,000 (2018: HK\$27,956,000) has been charged to selling expenses, HK\$14,995,000 (2018: HK\$16,496,000) has been charged to general and administrative expenses and Nil (2018: HK\$42,083,000) has been charged to loss for the prior year from Discontinued Operations.
- (c) The Group regards its individual retail stores as separately identifiable CGUs. It assessed the recoverable amounts of the CGUs with reference to their value-in-use. During the year ended 31 March 2019, an impairment provision of HK\$4,251,000 (2018: HK\$3,546,000) from continuing operations and Nil from Discontinued Operations (2018: HK\$7,391,000) were made as their carrying values are not expected to be fully recoverable. Impairment loss was included in other operating expenses in the consolidated income statement for continuing operations.
- (d) Certain of the Group's property, plant and equipment amounting to HK\$69,556,000 (2018: HK\$222,711,000) have been pledged to secure for the Group's interest-bearing borrowings (note 30).

14 INVESTMENT PROPERTIES

At beginning of the year	於年初
Transfer from property, plant and equipment (Note 13)	自物業、機器及設備轉入 (附註13)
At end of the year	於年終

During the year, the Group transferred three (2018: one) owner occupied properties to investment properties.

The investment properties were revalued by independent professionally qualified valuer as at the date of transfer when they were transferred from property, plant and equipment, and as at balance sheet dates.

13 物業、機器及設備 (續)

- (b) 折舊費用港幣27,538,000元(2018年：港幣27,956,000元)已計入銷售支出、港幣14,995,000元(2018年：港幣16,496,000元)已計入一般及行政支出及港幣0元(2018年：港幣42,083,000元)已計入年內終止營運業務的虧損。
- (c) 本集團視其個別零售店舖為獨立可識別現金產生單位。而評估可收回之現金產生單位是經參考若干物業及設備的使用價值，截至2019年3月31日，因預期無法悉數收回其賬面值，故就其作出減值撥備，持續營運業務港幣4,251,000元(2018年：港幣3,546,000元)及終止營運業務港幣0元(2018年：港幣7,391,000元)。持續營運業務的減值虧損計入綜合收益表的其他營運支出。
- (d) 本集團的部分物業、機器及設備港幣69,556,000元(2018年：港幣222,711,000元)已抵押給銀行以獲取計息銀行貸款(附註30)。

14 投資物業

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
At beginning of the year	230,000	–
Transfer from property, plant and equipment (Note 13)	356,100	230,000
At end of the year	586,100	230,000

本集團於年內將三個(2018年：一個)自用物業轉至投資物業。

該投資物業於自物業、機器及設備轉入時及於資產負債表日由獨立專業合資格估值師重新估值。

14 INVESTMENT PROPERTIES (Continued)

(i) Amount recognised in income statement for investment properties

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Rental income	租金收入	7,359	2,032
Direct operating expenses from properties which generated rental income	產生租金收入的物業之直接營運支出	(335)	(443)
		<u>7,024</u>	<u>1,589</u>

(ii) Leasing arrangements

Commitments for minimum lease payments receivable on leases of the investment properties are set out in note 31(b).

(iii) Pledge

The Group's investment properties have been pledged to secure for the Group's interest-bearing bank borrowings (note 30).

14 投資物業 (續)

(i) 投資物業於損益表中確認的金額

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
	7,359	2,032
	(335)	(443)
	<u>7,024</u>	<u>1,589</u>

(ii) 租賃安排

投資物業應收最低租賃款項載於附註31(b)。

(iii) 抵押

本集團的投資物業已抵押給銀行以獲取計息銀行貸款(附註30)。

15 PREPAID LEASE PREMIUM

At beginning of the year	於年初	14,266	31,282
Additions	添置	-	1,015
Amortisation	攤銷	(2,796)	(5,907)
Transfer to assets classified as held for sale	轉至分類為持作可供出售資產	-	(14,343)
Exchange realignment	匯兌差額	(335)	3,278
Disposal	出售	-	(1,059)
At end of the year	於年終	<u>11,135</u>	<u>14,266</u>

Amortisation for prepaid lease premium for premises was included in selling expenses in the consolidated income statement.

15 預付租賃地價

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
	14,266	31,282
	-	1,015
	(2,796)	(5,907)
	-	(14,343)
	(335)	3,278
	-	(1,059)
	<u>11,135</u>	<u>14,266</u>

物業預付租賃地價的攤銷於綜合收益表內計入銷售支出中。

16 INTANGIBLE ASSETS

16 無形資產

		Goodwill 商譽 HK\$'000 港幣仟元	Trademarks 商標 HK\$'000 港幣仟元	Technical know-how 專業技術 HK\$'000 港幣仟元	Total 總額 HK\$'000 港幣仟元
Year ended 31 March 2018	截至2018年3月31日止年度				
Opening net book amount	年初賬面淨值	9,891	53,786	36,022	99,699
Amortisation (Note 8)	攤銷(附註8)	–	–	(2,376)	(2,376)
Impairment loss (Note 8)	減值(附註8)	–	–	(30,273)	(30,273)
Exchange differences	匯兌差額	882	892	612	2,386
Closing net book amount	年終賬面淨額	10,773	54,678	3,985	69,436
At 31 March 2018	於2018年3月31日				
Cost	成本	10,773	84,584	75,195	170,552
Accumulated amortisation and impairment loss	累計攤銷及減值	–	(29,906)	(71,210)	(101,116)
Net book amount	賬面淨額	10,773	54,678	3,985	69,436
Year ended 31 March 2019	截至2019年3月31日止年度				
Opening net book amount	年初賬面淨值	10,773	54,678	3,985	69,436
Amortisation (Note 8)	攤銷(附註8)	–	–	(2,322)	(2,322)
Exchange differences	匯兌差額	(445)	(644)	(392)	(1,481)
Closing net book amount	年終賬面淨額	10,328	54,034	1,271	65,633
At 31 March 2019	於2019年3月31日				
Cost	成本	10,328	83,940	74,420	168,688
Accumulated amortisation and impairment loss	累計攤銷及減值	–	(29,906)	(73,149)	(103,055)
Net book amount	賬面淨額	10,328	54,034	1,271	65,633

16 INTANGIBLE ASSETS (Continued)

Impairment test for technical know-how

In order to secure the supply of mechanical movements in the future, the Group acquired CATENA SA, a Swiss watch movement manufacturer, and recognised an identified technical know-how of HK\$70,816,000 in 2015. In light of the overall downward trend in market prices of the Swiss-made mechanical watch movements, management has performed an impairment assessment for the technical know-how as at 31 March 2019 and 2018, taking into account the current market condition and production plan of CATENA SA.

For the purpose of the impairment test, management prepared its cash flow projections to determine the recoverable amount.

The recoverable amount of the technical know-how is determined at the higher of value-in-use and fair value less costs of disposal. Management engaged an independent external valuer in determining the recoverable amount of the technical know-how using the value-in-use calculations based on discount cash flow approach and various key assumptions and estimate including:

1. Growth rate used to extrapolate cash flows beyond the seven-year budget period of 1% (2018: 1%).
2. Growth rate used within the seven-year budget period of 8.6% (2018: 8.6%).
3. Pre-tax discount rate applied to cash flow projections of 13.7% (2018: 13.7%). The discount rate used reflects specific risk related to the Group's watch movement manufacturing business.

Based on the result of the impairment assessment, the Group has not made any impairment loss (2018: HK\$30,273,000) for the year ended 31 March 2019.

Should there be any 2% decrease in growth rate and within the seven-year budget period, it would cause the carrying value of the technical know-how of HK\$3,985,000 to be fully impaired for the year ended 31 March 2018.

16 無形資產 (續)

專業技術的減值測試

為確保日後的鐘錶零件供應，本集團於2015年收購瑞士鐘錶生產商CATENA SA，並確認可識別專業技術為港幣70,816,000元。鑑於總體瑞士製造的手錶機芯的市場價格下滑趨勢，管理層已於2019年3月31日及2018年3月31日就專業技術進行減值評估，並已計及現行市況及CATENA SA的生產計劃。

就減值評估目的而言，管理層編制現金流量預測以確定可收回金額。

專業技術的可收回金額乃根據使用價值及公平價值減去出售成本兩者中的較高者計算釐定。管理層委聘獨立外部估值師根據折現現金流量及各種關鍵假設及估計，釐定專業技術使用價值計算的可收回金額，包括：

1. 用作推斷超過七年預算期的現金流增長率為1% (2018年：1%)。
2. 用於七年預算期內使用價值之計算增長率為8.6% (2018年：8.6%)。
3. 應用於現金流預測的除稅前折讓率為13.7% (2018年：13.7%)。所用折讓率反映有關本集團鐘錶零件生產業務的特定風險。

根據減值測試的結果，本集團於截至2019年3月31日止年度並無作出任何減值撥備 (2018年：港幣30,273,000元)。

截至2018年3月31日止年度若用於七年預算期內使用價值之計算增長率下降2%，將導致賬面值港幣3,985,000元的專業技術全部減值。

16 INTANGIBLE ASSETS (Continued)

Impairment test for trademarks

Management tests annually whether the trademarks suffered any impairment by considering the economic benefit generated from the trademarks. The recoverable amount is determined based on a value-in-use calculation. This calculation uses pre-tax cash flow projections based on financial budgets performed by management covering a five-year period. Management determined the financial budget based on past performance and its expectations for the market development.

The key assumptions used for value-in-use calculation are as follows:

1. Growth rate used to extrapolate cash flows beyond the five-year budget period of 0% (2018: 1%).
2. Growth rate used within the five-year budget period of 0% (2018: 2% to 4%) which was considered reasonable with reference to subsequent sales growth rate.
3. Pre-tax discount rate applied to cash flow projections of 10% (2018: 14%). The discount rate used reflects specific risks related to the Group.

Management believes that any reasonably foreseeable change in any of the above key assumptions would not cause the carrying amount of trademarks to exceed the recoverable amount significantly.

No impairment provision on trademarks was made during the year ended 31 March 2019 (2018: nil).

16 無形資產 (續)

商標減值測試

管理層考慮到商標產生的經濟利益，每年測試商標是否受到任何減值。可回收金額根據使用價值之計算而釐定。該等計算採用根據管理層就涵蓋五年期間之財政預算作出之稅前現金流量預測。本集團管理層根據過往表現及其對市場發展之預期而釐定財政預算。

用於使用價值之計算的主要假設包括：

1. 用作推斷超過五年預算期的現金流增長率為0% (2018年：1%)。
2. 根據後續銷售增長率的合理考慮，用作推斷五年預算期內的增長率為0% (2018年：介於2%至4%)。
3. 用於現金流預測的除稅前貼現率為10% (2018年：14%)。該貼現率反映了與本集團有關的特定風險。

管理層認為，上述任何主要假設的任何合理可預見變動，將不會導致商標的賬面值大幅超過可收回金額。

截至2019年3月31日止年度，並無就商標作出減值撥備 (2018年：無)。

16 INTANGIBLE ASSETS (Continued)

Impairment test for goodwill

Goodwill is allocated to the Group's CGUs identified according to business segment. The goodwill is attributable to the watch wholesale trading operations.

The recoverable amount of a CGU is determined based on value-in-use calculation. This calculation uses pre-tax cash flow projections based on financial budgets performed by management covering a five-year period. Management determined the financial budgets based on past performance and its expectations for the market development. Cash flows beyond the five year period are extrapolated using the estimated growth rate stated below.

The key assumptions used for value-in-use calculation are as follows:

1. Growth rate used to extrapolate cash flows beyond the five-year budget period of 0% (2018: 0%).
2. Growth rate used within the five-year budget period of 0% (2018: 0%) which does not exceed historical growth rate.
3. Pre-tax discount rate applied to cash flow projections of 10% (2018: 14%). The discount rate used reflects specific risks related to the Group.

Management believes that any reasonably foreseeable change in any of the above key assumptions would not cause the carrying amount of goodwill to exceed the recoverable amount significantly.

During the year ended 31 March 2019, there was no impairment on the CGUs containing goodwill (2018: nil).

16 無形資產 (續)

商譽減值測試

商譽根據業務分部分配至本集團可識別的現金產生單位。商譽來自鐘錶批發貿易業務。

現金產生單位的可收回金額根據使用價值計算。計算方式利用稅前現金流量預測，依據管理層批核的五年期財政預算。管理層依據過往表現及其對市場發展的預期制定財政預算。超越該五年期的現金流量採用以下所述的估計增長率作出推算。

計算使用價值的主要假設如下：

1. 用以推算超過五年預算期的現金流量所使用的增長率為0% (2018年：0%)。
2. 用作推斷五年預算期內的增長率為0% (2018年：0%)，並不超出過往的增長率。
3. 用於現金流量預測的稅前貼現率為10% (2018年：14%)。該貼現率反映了與本集團有關的特定風險。

管理層認為，上述任何主要假設的任何合理可預見變動，將不會導致商譽的賬面值大幅超過可收回金額。

截至2019年3月31日止年度內，現金產生單位所含具無限使用壽命的商譽並無減值 (2018年：無)。

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17 EQUITY INVESTMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME/AVAILABLE-FOR-SALE FINANCIAL ASSETS

17 按公平值透過其他全面收益列賬的股份投資／可供出售的財務資產

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Equity investments at fair value through other comprehensive income	按公平值透過其他全面收益列賬的股份投資		
Unlisted equity investments, at fair value	非上市公司(公平值)	14,970	-
		14,970	-
Available-for-sale financial assets	可供出售的財務資產		
Unlisted equity investments, at fair value	非上市公司(公平值)	-	12,374
		-	12,374

As at 1 April 2019, the above equity investments were irrevocably designated at fair value through other comprehensive income as the Group considers these investments to be strategic in nature.

During the year ended 31 March 2019, the fair value gain in respect of the Group's equity investments at fair value through other comprehensive income recognised in other comprehensive income amounted to HK\$2,596,000.

During the year ended 31 March 2018, fair value gain in respect of the Group's available-for-sale financial assets recognised in other comprehensive income amounted to HK\$1,141,000.

截至2019年4月1日，上述股份投資已不可撤回地指定為按公平值透過其他全面收益列賬，乃由於本集團認為該等投資屬策略性質。

截至2019年3月31日止年度，於其他全面收益確認的本集團按公平值透過其他全面收益列賬的股份投資收益為港幣2,596,000元。

截至2018年3月31日止年度，於其他全面收益確認的本集團可供出售的財務資產收益為港幣1,141,000元。

18 FINANCIAL INSTRUMENTS BY CATEGORY

18 金融工具分類

		Financial assets at amortised costs	Loans and receivables	Available-for- sale financial assets	Equity investments at fair value through other comprehensive income 按公平值透過 其他全面 收益列帳的 股份投資	Total
		按攤銷成本 計量的 財務資產 HK\$'000 港幣仟元	貸款及 應收賬款 HK\$'000 港幣仟元	可供出售的 財務資產 HK\$'000 港幣仟元	按公平值透過 其他全面 收益列帳的 股份投資 HK\$'000 港幣仟元	總額 HK\$'000 港幣仟元
Assets as per consolidated balance sheet	綜合資產 負債表內資產					
At 31 March 2019	於2019年3月31日					
Equity investments at fair value through other comprehensive income	按公平值透過其他全面 收益列帳的股份投資	-	-	-	14,970	14,970
Trade and other receivables and deposits	貿易、其他應收賬款 及按金	218,806	-	-	-	218,806
Cash and cash equivalents and pledge bank deposit	現金及現金等值物及抵押 銀行存款	291,518	-	-	-	291,518
Total	總計	510,324	-	-	14,970	525,294
At 31 March 2018	於2018年3月31日					
Available-for-sale financial assets	可供出售的財務資產	-	-	12,374	-	12,374
Trade and other receivables and deposits	貿易、其他應收賬款 及按金	-	387,545	-	-	387,545
Cash and cash equivalents	現金及現金等值物	-	246,278	-	-	246,278
Total	總計	-	633,823	12,374	-	646,197

18 FINANCIAL INSTRUMENTS BY CATEGORY (Continued)

18 金融工具分類 (續)

		Financial liabilities at amortised cost 以攤銷成本計量的財務負債 HK\$'000 港幣仟元
Liabilities as per consolidated balance sheet		
At 31 March 2019		
Interest-bearing bank and other borrowings	於2019年3月31日 計息銀行及其他貸款	688,301
Trade and other payables	貿易及其他應付賬款	227,106
Total	總計	915,407
At 31 March 2018		
Interest-bearing bank and other borrowings	於2018年3月31日 計息銀行及其他貸款	934,409
Trade and other payables	貿易及其他應付賬款	342,650
Total	總計	1,277,059

19 INVENTORIES

19 存貨

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Raw materials	原材料	130,073	141,611
Work-in-progress	在製品	5,561	14,237
Finished goods	製成品	630,103	723,152
		765,737	879,000
Less: Provision for inventories	減：存貨撥備	(205,908)	(208,137)
		559,829	670,863

The cost of inventories sold recognised as expense and included in cost of sales for continuing operations amounted to HK\$718,595,000 during the year ended 31 March 2019 (2018: HK\$740,468,000).

於截至2019年3月31日止年度已確認為開支並計入持續營運業務的銷售成本內的存貨成本為港幣718,595,000元(2018年：港幣740,468,000元)。

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財務報表附註

20 TRADE AND OTHER RECEIVABLES

20 貿易及其他應收賬款

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Trade receivables, gross	應收貿易賬款，總額	86,036	246,450
Less: loss allowance for impairment of trade receivables (Note (b))	減：應收貿易賬款的減值撥備 (附註(b))	(494)	(933)
Trade receivables, net (Note (a))	應收貿易賬款，淨額(附註(a))	85,542	245,517
Deposits	按金	95,148	109,015
Other receivables	其他應收賬款	38,116	33,013
Prepayment	預付款項	18,762	21,078
		237,568	408,623
Less: non-current portion	減：非流動部份	(55,080)	(56,921)
Current portion	流動部份	182,488	351,702

At 31 March 2019 and 2018, the ageing analysis of the trade receivables based on invoice date is as follows:

於2019年3月31日及2018年3月31日，按發票日期分析的應收貿易賬款賬齡如下：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
0-60 days	0-60天	35,027	53,825
Over 60 days	60天以上	51,009	192,625
		86,036	246,450

Notes:

- (a) The Group engages designated import and export agents for the importation of products from the subsidiaries in Hong Kong to the subsidiaries in the Mainland China. The balances due from and due to the import and export agents are settled on a back-to-back basis, and such balances are repayable on demand. The Group's trade receivables and trade payables include balances due from and due to the import and export agents of HK\$33,096,000 as at 31 March 2019 (2018: HK\$174,961,000).

Other than the balances due from the import and export agents, the Group allows an average credit period of 60 days from the invoice date to its trade receivables.

附註：

- (a) 本集團透過指定的進出口代理，將香港附屬公司的產品運往內地的附屬公司。應收及應付進出口代理的結餘乃按同等的對應金額結算及該等結餘按要求結算。截至2019年3月31日，本集團應收賬款及應付賬款包括應收及應付進出口代理的結餘為港幣33,096,000元(2018年：港幣174,961,000元)。

除應收及應付進出口代理的結餘外，本集團給予其應收貿易賬款由發票日起計平均60天的信貸期。

20 TRADE AND OTHER RECEIVABLES (Continued)

Notes: (Continued)

(a) (Continued)

Balances that are neither past due nor impaired relate to a number of independent customers whom there was no relevant history of default.

As at 31 March 2018, included in the Group's trade receivables were debtors with a carrying amount of HK\$20,898,000 which were past due but not impaired. The ageing analysis of these trade receivables based on due dates is as follows:

		2018 HK\$'000 港幣仟元
Overdue:	逾期：	
Within 1 year	1 年內	20,091
1-2 years	1-2 年	642
2-3 years	2-3 年	165
		20,898

Trade receivables as at 31 March 2018 that were past due but not impaired related to a number of independent customers for whom there was no recent history of default. Based on past experience, management believed that no impairment allowance was necessary in respect of these balances as there had not been a significant change in credit quality and the balances were still considered fully receivable. The Group did not hold any collateral over these balances.

(b) As at 31 March 2019, trade receivables with carrying amount of HK\$494,000 (2018: HK\$933,000) was past due and impaired. Movements on the loss allowance for impairment of trade receivables are as follows:

20 貿易及其他應收賬款 (續)

附註：(續)

(a) (續)

並無逾期或減值的結餘乃關於多名並無相關違約記錄之獨立客戶。

於2018年3月31日，本集團的應收貿易賬款包括賬面值為港幣20,898,000元的應收款項，有關款項已逾期但尚未減值。該等應收貿易賬款按到期日之賬齡分析如下：

截至2018年3月31日已逾期但未減值的應收貿易賬款與多名獨立客戶有關，彼等近期並無拖欠還款記錄。根據過往經驗，鑒於有關應收賬項的信貸質素並沒有重大改變，欠款仍視為可以全數收回，因此管理層相信無需作出減值撥備。本集團並無就該等欠款持有任何抵押。

(b) 於2019年3月31日，賬面值為港幣494,000元(2018年：港幣933,000元)的應收貿易賬款已逾期並作出減值撥備。應收貿易賬款的減值撥備變動如下：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
At 1 April	於4月1日	933	1,253
Reversal of impairment lossess	壞賬減值撥回	(386)	(209)
Transferred to assets classified as held for sale	轉至分類為持作可供出售的資產	-	(226)
Exchange realignment	匯兌差額	(53)	115
At 31 March	於3月31日	494	933

20 TRADE AND OTHER RECEIVABLES (Continued)

Notes: (Continued)

(b) (Continued)

Impairment under HKFRS 9 for the year ended 31 March 2019

An impairment analysis is performed at 31 March 2019 using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, and customer type). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are written off when the counterparty is in severe financial difficulty and there is no realistic prospect of recovering e.g. under liquidation or entered into bankruptcy.

Impairment under HKAS 39 for the year ended 31 March 2018

Included in the above provision for impairment of trade receivables, which was measured based on incurred credit losses under HKAS 39, as at 31 March 2018 was a provision for individually impaired trade receivables of HK\$933,000 with a carrying amount before provision of HK\$246,450,000.

The individually impaired trade receivables as at 31 March 2018 related to customers that were in financial difficulties or were in default in interest and/or principal payments and only a portion of the receivables is expected to be recovered.

20 貿易及其他應收賬款 (續)

附註：(續)

(b) (續)

截至2019年3月31日止年度根據香港財務報告準則第9號之減值

本集團於2019年3月31日使用撥備矩陣進行減值分析，以計量預期信貸虧損。撥備率乃基於具有類似損失情況（例如按地區以及客戶類型及評級）之各個客戶分類組別之逾期天數釐定。相關計算反映可能性加權結果、貨幣之時間價值以及於報告日期可獲得有關過往事件之合理及可支持資料、當前狀況以及未來經濟狀況預測。一般而言，當交易對手處於嚴重的財務困境時且應收賬款顯示不能被收回時（交易對手進入清盤或破產時），該應收賬款會予以撇銷。

截至2018年3月31日止年度根據香港財務報告準則第39號之減值

上述應收貿易賬款減值撥備乃基於香港會計準則第39號項下已產生的信貸虧損而計量。於2018年3月31日，個別應收貿易賬款減值撥備港幣933,000元，於撥備前，其賬面值為港幣246,450,000元。

於2018年3月31日，個別已減值的應收貿易賬款乃基於有關客戶具有財務困難或不履約紀錄的情況下，本集團預計只收回部分應收賬款而作出減值撥備。

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20 TRADE AND OTHER RECEIVABLES (Continued)

Notes: (Continued)

(b) (Continued)

The creation and release of loss allowance for impaired receivables have been included in other operating expenses in the consolidated income statement. Amounts charged to the allowance account are generally written off when there is no expectation of recovering additional cash.

(c) Trade and other receivables included amount due from related companies of HK\$8,451,000 (2018: HK\$5,479,000). Details of amounts due from related companies are disclosed in note 32.

(d) An analysis of trade and other receivables and deposits and prepayments by currency is as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong dollars	港幣	89,738	271,868
Renminbi	人民幣	52,930	48,781
Singapore dollars	新加坡元	24,170	23,104
Malaysian ringgit	馬來西亞令吉	28,910	37,604
Thai bahts	泰銖	10,391	4,741
Swiss francs	瑞士法郎	8,735	4,434
Others	其他	22,694	18,091
		237,568	408,623

(e) Since 1 April 2018, the Group has applied the general approach to provide for expected credit losses for financial assets included in deposits and other receivables under HKFRS9. The Group considers the historical loss rate and adjusts for forward looking macroeconomic data in calculating the expected credit loss rate. As at 31 March 2019, the Group estimated the expected loss rate for financial assets included in deposits and other receivables is insignificant.

21 CASH AND CASH EQUIVALENTS AND PLEDGED BANK DEPOSIT

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Cash at banks	銀行現金	207,093	238,440
Cash on hand	手頭現金	7,218	7,838
Time deposit	定期存款	20,558	-
Total cash and cash equivalents	現金及現金等值物總額	234,869	246,278
Pledged bank deposit	抵押銀行存款	56,649	-
Total cash at banks and on hand	銀行及手頭現金總額	291,518	246,278

20 貿易及其他應收賬款(續)

附註：(續)

(b) (續)

新增及撥回之應收款項的減值撥備已計入綜合收益表的「其他營運支出」內。計入撥備賬的金額一般於預期不可再收回額外現金時撇銷。

(c) 貿易及其他應收賬款包括應收關聯公司的款項港幣8,451,000元(2018年：港幣5,479,000元)。應收關聯公司款項詳情於附註32披露。

(d) 貿易及其他應收賬款、按金及預付款項按貨幣分析如下：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong dollars	港幣	89,738	271,868
Renminbi	人民幣	52,930	48,781
Singapore dollars	新加坡元	24,170	23,104
Malaysian ringgit	馬來西亞令吉	28,910	37,604
Thai bahts	泰銖	10,391	4,741
Swiss francs	瑞士法郎	8,735	4,434
Others	其他	22,694	18,091
		237,568	408,623

(e) 自2018年4月1日，本集團已應用一般方法香港財務報告準則第9號項下就包括按金及其他應收賬款的財務資產計提預期信貸虧損。本集團於計算預期信貸虧損率時計及歷史虧損率，並就前瞻性宏觀經濟數據作出調整。於2019年3月31日，本集團估計按金及其他應收賬項所包括的金融資產的預期虧損率並不重大。

21 現金及現金等值物及抵押銀行存款

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Cash at banks	銀行現金	207,093	238,440
Cash on hand	手頭現金	7,218	7,838
Time deposit	定期存款	20,558	-
Total cash and cash equivalents	現金及現金等值物總額	234,869	246,278
Pledged bank deposit	抵押銀行存款	56,649	-
Total cash at banks and on hand	銀行及手頭現金總額	291,518	246,278

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21 CASH AND CASH EQUIVALENTS AND PLEDGED BANK DEPOSIT (Continued)

An analysis of cash and cash equivalents and pledged bank deposits by currency is as follows:

Hong Kong dollars	港幣
Renminbi	人民幣
Singapore dollars	新加坡元
Malaysian ringgit	馬來西亞令吉
Thai bahts	泰銖
Swiss francs	瑞士法郎
Others	其他

The above balances mainly represent cash at banks. Bank balances are deposited in banks with sound credit ratings to mitigate the credit risk.

Deposits of HK\$56,649,000 were pledged to secure the bank borrowings in note 26.

The conversion of Renminbi into foreign currencies and remittance of Renminbi out of the PRC is subject to the rules and regulations of exchange controls promulgated by the PRC government.

22 SHARE CAPITAL

21 現金及現金等值物及抵押銀行存款(續)

現金及現金等值物及抵押銀行存款按貨幣分析如下：

2019	2018
HK\$'000	HK\$'000
港幣仟元	港幣仟元
103,245	30,957
18,318	30,318
47,377	51,354
43,532	46,995
68,564	75,564
1,073	5,669
9,409	5,421
291,518	246,278

上述餘額主要為銀行現金。銀行存款餘額為存放於信用評級良好的銀行存款，以減低信貸風險。

銀行存款港幣56,649,000元已抵押給銀行以獲取附註26內的銀行貸款。

將人民幣兌換為外幣及將人民幣匯出中國須受中國政府頒佈的外匯管控規則及條例規限。

22 股本

	Number of shares of HK\$0.1 each 每股面值港幣 0.1元的股份數目	HK\$'000 港幣仟元
Authorised:	法定股本：	
At 1 April 2018 and 31 March 2019	於2018年4月1日及 2019年3月31日	1,600,000,000 160,000
Issued and fully paid:	已發行及繳足股本：	
At 1 April 2017, 2018 and 31 March 2019	於2017年4月1日、2018年 3月31日及2019年3月31日	1,046,474,025 104,647

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23 RESERVES

23 儲備

		Share premium	Revaluation reserve	Exchange reserve	Property, plant and equipment revaluation reserve	Retained earnings	Total
		股份溢價	重估儲備	匯兌儲備	重估儲備	保留盈利	總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元
At 1 April 2017	於2017年4月1日	1,977	8,982	(96,543)	-	900,016	814,432
Loss for the year	年內虧損	-	-	-	-	(150,577)	(150,577)
Other comprehensive income for the year	年內其他全面收益						
Change in fair value of available-for-sale financial assets (note 17)	可供出售的財務資產公平值變動 (附註17)	-	1,141	-	-	-	1,141
Exchange differences of translation of discontinued operations	終止營運業務產生的匯兌差額	-	-	17,196	-	-	17,196
Revaluation gain on transfer of property, plant and equipment to investment properties (note 13)	將物業、機器及設備轉至投資物業的重估收益 (附註13)	-	-	-	201,644	-	201,644
Exchange differences related to foreign operations	海外業務的匯兌差額	-	-	32,107	-	-	32,107
Total comprehensive income for the year	年內其他全面收益總額	-	1,141	49,303	201,644	(150,577)	101,511
At 31 March 2018	於2018年3月31日	1,977	10,123	(47,240)	201,644	749,439	915,943
At 1 April 2018	於2018年4月1日	1,977	10,123	(47,240)	201,644	749,439	915,943
Loss for the year	年內虧損	-	-	-	-	(34,551)	(34,551)
Other comprehensive income for the year	年內其他全面收益						
Change in fair value of equity investments at fair value through other comprehensive income (note 17)	按公平值透過其他全面收益列賬的股份投資的公平值變動 (附註17)	-	2,596	-	-	-	2,596
Release of exchange reserve upon disposal of discontinued operations	出售終止營運業務後的匯兌儲備轉出	-	-	(14,978)	-	-	(14,978)
Revaluation gain on transfer of property, plant and equipment, to investment properties, net of tax (notes 13 and 27)	將物業、機器及設備轉至投資物業的除稅後重估收益 (附註13及27)	-	-	-	202,040	-	202,040
Exchange differences related to foreign operations	海外業務的匯兌差額	-	-	8,104	-	-	8,104
Total comprehensive income for the year	年內其他全面收益總額	-	2,596	(6,874)	202,040	(34,551)	163,211
Dividend paid (note 24)	支付股息 (附註24)	-	-	-	-	(198,830)	(198,830)
At 31 March 2019	於2019年3月31日	1,977	12,719	(54,114)	403,684	516,058	880,324

24 DIVIDEND

24 股息

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Special, paid of HK\$0.19 (2018: nil) per ordinary share	已派發每股普通股HK\$0.19元 的特別股息(2018年：無)	198,830	—

The directors did not recommend any interim or final dividends in respect of the years ended 31 March 2019 and 2018.

董事會不建議宣派截至2019年3月31日及2018年3月31日止年度的中期或末期股息。

A conditional special distribution in cash of HK\$0.19 dollar per share was proposed by the Board on 23 January 2018 relating to the disposal of the Disposal group and was approved by the shareholders in the special general meeting on 19 April 2018. The special distribution, amounting to HK\$198,830,000, had been paid on 14 June 2018.

董事會於2018年1月23日就出售眼鏡業務建議作出有條件特別分派每股股份現金19港仙，並已於2018年4月19日的股東特別大會上獲股東批准。建議特別分派總額為港幣198,830,000元在2018年6月14日已派付。

25 TRADE AND OTHER PAYABLES

25 貿易及其他應付賬款

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Trade payables	應付貿易賬款	87,451	221,776
Receipt in advance	預收款項	–	2,887
Contract liabilities	合約負債	1,058	–
Other payables	其他應付賬款	20,838	9,131
Accruals	應計費用	118,971	122,550
Provision for onerous contracts	有法律義務合約撥備款項	9,154	13,309
Total trade and other payables	貿易及其他應付賬款總額	237,472	369,653

Trade payables are unsecured and usually paid within 30 days of recognition.

應付貿易賬款為無抵押，通常於確認後30日內支付。

Details of contract liabilities as at 31 March 2019 and 1 April 2018 are as follows:

於2019年3月31日及2018年4月1日之合約負債詳情如下：

		31 March 2019 於2019年 3月31日 HK\$'000 港幣仟元	1 April 2018 於2018年 4月1日 HK\$'000 港幣仟元
Short-term advances received from customers for sale of goods	產生自銷售貨品客戶的短期預收款項	1,058	2,887
Total contract liabilities	合約負債總額	1,058	2,887

Contract liabilities include short-term advances received to deliver watch products. The decrease in balance of contract liabilities is due to a change in the time frame for a performance obligation to be satisfied.

合約負債包括就交付鐘錶產品收取的短期預收款項。合約負債餘額減少仍由於履行合約的時間變化所致。

The carrying amounts of trade and other payables are considered to be the same as their fair values, due to their short-term nature.

由於其短期性質，應付貿易賬款及其他應付賬款的賬面值與其公平值相同。

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25 TRADE AND OTHER PAYABLES (Continued)

At 31 March 2019 and 2018, the ageing analysis of the trade payables based on invoice date is as follows:

0-60 days	0-60天
Over 60 days	60天以上

Notes:

- (a) Trade and other payables include amounts due to related companies of HK\$1,943,000 (2018: HK\$2,968,000). Details of amounts due to related companies are disclosed in note 32.
- (b) An analysis of trade and other payables by currency is as follows:

Hong Kong dollars	港幣
Renminbi	人民幣
Singapore dollars	新加坡元
Malaysian ringgit	馬來西亞令吉
Thai bahts	泰銖
Swiss francs	瑞士法郎
United states dollars	美元
Others	其他

25 貿易及其他應付賬款 (續)

於2019年3月31日及2018年3月31日，按發票日期分析的應付貿易賬款賬齡如下：

2019	2018
HK\$'000	HK\$'000
港幣仟元	港幣仟元
45,722	44,007
41,729	177,769
87,451	221,776

附註：

- (a) 貿易及其他應付賬款包括應付關聯公司款項港幣1,943,000元(2018年：港幣2,968,000元)。應付關聯公司款項詳情於附註32披露。
- (b) 貿易及其他應付賬款按貨幣分析如下：

2019	2018
HK\$'000	HK\$'000
港幣仟元	港幣仟元
128,819	271,448
21,316	22,010
9,331	8,280
15,558	19,752
21,149	23,150
9,040	8,712
25,463	12,111
6,796	4,190
237,472	369,653

26 INTEREST-BEARING BANK AND OTHER BORROWINGS

26 計息銀行及其他貸款

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Bank overdrafts	銀行透支	–	6,365
Bank borrowings, secured (Note (a))	銀行貸款，抵押(附註(a))	688,250	927,935
Obligations under finance leases (Note (b))	融資租賃承擔(附註(b))	51	109
		688,301	934,409
Current portion	流動部份	(688,301)	(918,926)
Non-current portion	非流動部份	–	15,483

(a) Bank borrowings, secured

The Group's bank borrowings are repayable as follows:

(a) 銀行貸款，抵押

本集團銀行貸款的須償還情況如下：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Repayable on demand and within 1 year	應要求償還及一年之內	688,250	912,504
Between 1 and 2 years	1至2年	–	1,485
Between 2 and 5 years	2至5年	–	4,855
Over 5 years	5年以上	–	9,091
		688,250	927,935

The carrying amounts of assets pledged as security for these borrowings are disclosed in Note 30.

已抵押給銀行以獲取銀行信貸的資產賬面值於附註30披露。

An analysis of the carrying amounts of the Group's bank borrowings by currency is as follows:

本集團銀行貸款賬面值按貨幣分析如下：

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Hong Kong dollars	港幣	688,250	911,082
Malaysian ringgit	馬來西亞令吉	–	16,853
		688,250	927,935

26 INTEREST-BEARING BANK AND OTHER BORROWINGS
(Continued)

(a) Bank borrowings, secured (Continued)

The bank borrowings bear interests at 1.5% to 3% plus HIBOR. As at 31 March 2019, weighted average effective interest rate per annum for bank borrowings was 2.9% (2018: 2.42%).

As at 31 March 2019 and 31 March 2018, the carrying amounts of current bank borrowings approximate their fair values.

(b) Obligations under finance leases

The obligations under finance leases are payable as follows:

		2019 HK\$'000 港幣千元	2018 HK\$'000 港幣千元
Within 1 year	1年之內	57	65
Between 1 and 2 years	1至2年	–	59
		57	124
Future finance charges on finance leases	融資租賃的未來財務支出	(6)	(15)
Present value of finance lease liabilities	融資租賃負債的現值	51	109

The present value of finance lease liabilities is analysed as follows:

		2019 HK\$'000 港幣千元	2018 HK\$'000 港幣千元
Within 1 year	1年之內	51	57
Between 1 and 2 years	1至2年	–	52
		51	109

The carrying amount of obligations under finance leases is denominated in Singapore dollars.

26 計息銀行及其他貸款 (續)

(a) 銀行貸款，抵押 (續)

銀行貸款利率介於1.5厘至3厘加銀行同業拆息。於2019年3月31日，銀行貸款的加權平均實際年利率為2.9厘（2018年：2.42厘）。

於2019年3月31日及2018年3月31日，銀行貸款的賬面值與公平值相若。

(b) 融資租賃承擔

融資租賃承擔的須償還情況如下：

		2019 HK\$'000 港幣千元	2018 HK\$'000 港幣千元
Within 1 year	1年之內	57	65
Between 1 and 2 years	1至2年	–	59
		57	124
Future finance charges on finance leases	融資租賃的未來財務支出	(6)	(15)
Present value of finance lease liabilities	融資租賃負債的現值	51	109

融資租賃負債的現值分析如下：

		2019 HK\$'000 港幣千元	2018 HK\$'000 港幣千元
Within 1 year	1年之內	51	57
Between 1 and 2 years	1至2年	–	52
		51	109

融資租賃承擔的賬面淨值以新加坡元計價。

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27 DEFERRED INCOME TAX

The analysis of deferred tax assets and deferred tax liabilities is as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Deferred tax assets	遞延稅項資產	49,553	62,471
Deferred tax liabilities	遞延稅項負債	(31,004)	(7,064)
Net deferred tax assets	遞延稅項資產淨額	18,549	55,407

The gross movement on the deferred tax accounts is as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
At beginning of the year	於年初	55,407	80,470
Charged to income statement (note 11)	扣除自收益表(附註11)	(12,792)	(18,563)
Charged to property, plant and equipment revaluation reserve	扣除自物業、機器及設備重估儲備	(23,458)	-
Transfer to assets classified as held for sale and liabilities directly associated with assets classified as held for sale	轉至分類為持作可供出售資產及與分類為持作可供出售資產直接相關的負債	-	(8,507)
Exchange realignment	匯兌差額	(608)	2,007
At end of the year	於年終	18,549	55,407

The movements in deferred tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction, are as follows:

27 遞延所得稅

遞延稅項資產及遞延稅項負債分析如下：

遞延稅項賬目的變動如下：

年內遞延稅項資產及負債的變動(不考慮於相同稅務司法權區內餘額抵銷)如下：

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27 DEFERRED INCOME TAX (Continued)

27 遞延所得稅 (續)

Deferred tax assets

遞延稅項資產

		Depreciation allowances	Provision for unrealised profit in inventories	Tax losses	Other provisions	Other temporary differences	Total
		折舊準備	的準備	稅項虧損	其他撥備	暫時性差額	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元
At 1 April 2017	於 2017 年 4 月 1 日	9,718	15,226	37,742	19,678	11,437	93,801
Charged to income statement	扣除自收益表	(1,016)	(2,655)	(5,648)	(6,204)	(5,024)	(20,547)
Transfer to assets classified as held for sale	轉至分類為持作可供出售的資產	(4,583)	(1,639)	(452)	(1,322)	(1,431)	(9,427)
Exchange differences	匯兌差額	49	1,014	-	256	1,059	2,378
At 31 March 2018	於 2018 年 3 月 31 日	4,168	11,946	31,642	12,408	6,041	66,205
At 1 April 2018	於 2018 年 4 月 1 日	4,168	11,946	31,642	12,408	6,041	66,205
Charged to income statement	扣除自收益表	2,121	(780)	(12,552)	(1,018)	(1,663)	(13,892)
Exchange differences	匯兌差額	2	(512)	-	(7)	(136)	(653)
At 31 March 2019	於 2019 年 3 月 31 日	6,291	10,654	19,090	11,383	4,242	51,660

27 DEFERRED INCOME TAX (Continued)

Deferred tax liabilities

		Depreciation allowances	Other temporary differences	Identified intangible assets	Revaluation of property, plant and equipment	Total
		折舊準備	其他暫時性差額	已識別無形資產	物業、機器及設備重估	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元
At 1 April 2017	於2017年4月1日	7,975	942	4,414	-	13,331
Charged/(credited) to income statement	扣除自/(計入)收益表	3,542	(942)	(4,584)	-	(1,984)
Transfer to liabilities directly associated with assets classified as held for sale	轉至與分類為持作可供出售資產直接相關的負債	(920)	-	-	-	(920)
Exchange differences	匯兌差額	201	-	170	-	371
At 31 March 2018	於2018年3月31日	10,798	-	-	-	10,798
At 1 April 2018	於2018年4月1日	10,798	-	-	-	10,798
Credited to income statement	計入收益表	(1,100)	-	-	-	(1,100)
Charged to property, plant and equipment revaluation reserve	扣除自物業、機器及設備重估儲備	-	-	-	23,458	23,458
Exchange differences	匯兌差額	(45)	-	-	-	(45)
At 31 March 2019	於2019年3月31日	9,653	-	-	23,458	33,111

Out of the total unrecognised tax losses of HK\$964,103,000 (2018: HK\$897,255,000) carried forward, an amount of HK\$655,830,000 (2018: HK\$463,545,000) can be carried forward indefinitely. The remaining HK\$308,273,000 (2018: HK\$433,710,000) will expire in the following years:

		2019	2018
		HK\$'000	HK\$'000
		港幣仟元	港幣仟元
In the first year	第1年	43,075	80,196
In the second year	第2年	55,523	80,097
In the third year	第3年	93,619	96,611
In the fourth year	第4年	72,422	98,382
In the fifth to tenth years inclusive	第5年至第10年(包括首尾兩年)	43,634	78,424
		308,273	433,710

Deferred tax assets have not been recognised in respect of these losses as they have arisen in subsidiaries that have been loss-making for some time and it is not considered probable that taxable profits will be available against which the tax losses can be utilised.

27 遞延所得稅(續)

遞延稅項負債

	Depreciation allowances	Other temporary differences	Identified intangible assets	Revaluation of property, plant and equipment	Total
	折舊準備	其他暫時性差額	已識別無形資產	物業、機器及設備重估	總計
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	港幣仟元	港幣仟元	港幣仟元	港幣仟元	港幣仟元
At 1 April 2017	7,975	942	4,414	-	13,331
Charged/(credited) to income statement	3,542	(942)	(4,584)	-	(1,984)
Transfer to liabilities directly associated with assets classified as held for sale	(920)	-	-	-	(920)
Exchange differences	201	-	170	-	371
At 31 March 2018	10,798	-	-	-	10,798
At 1 April 2018	10,798	-	-	-	10,798
Credited to income statement	(1,100)	-	-	-	(1,100)
Charged to property, plant and equipment revaluation reserve	-	-	-	23,458	23,458
Exchange differences	(45)	-	-	-	(45)
At 31 March 2019	9,653	-	-	23,458	33,111

所結轉以抵銷未來應課稅之未確認稅項虧損總額為港幣964,103,000元(2018年:港幣897,255,000元),其中港幣655,830,000元(2018年:港幣463,545,000元)可無限期結轉,其餘港幣308,273,000元(2018年:港幣433,710,000元)將在下列期限屆滿:

若干在一段時間內產生虧損的附屬公司,並且很可能無法獲得應課稅利潤以抵銷其稅項虧損,故此本集團並未就該等虧損確認遞延稅項資產。

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28 DISCONTINUED OPERATIONS/DISPOSAL OF BUSINESS

On 26 January 2018, the Group entered into a share purchase agreement with a related party for disposal of shares in the subsidiaries of the Group engaged in the optical retail and wholesale business (the "Disposal") at a consideration of HK\$400,000,000 subject to adjustments. The Disposal was communicated to shareholders on 22 March 2018 through a circular. The Disposal was subsequently approved by the shareholders in the special general meeting on 19 April 2018. The completion of the Disposal took place on 1 June 2018. Accordingly, the following assets and liabilities of the Disposal group were classified as held for sale as at 31 March 2018.

28 終止營運業務／出售業務

於2018年1月26日，本集團與一位關聯方訂立購股協議，出售其全部眼鏡零售及批發業務的附屬公司（「出售事項」）。總購買價為港幣4億元（可作若干調整）。就出售事項已於2018年3月22日向股東寄發通函。出售事項隨後於2018年4月19日舉行之股東特別大會上獲股東批准。出售事項已於2018年6月1日完成。出售集團的資產及負債於2018年3月31日乃分類為持作可供出售。

		2018 HK\$'000 港幣仟元
Assets classified as held for sale	分類為持作可供出售的資產	
Property, plant and equipment	物業、機器及設備	71,516
Prepaid lease premium	預付租賃地價	14,343
Non-current deposits and prepayments	非流動按金及預付款項	55,369
Deferred tax assets	遞延稅項資產	9,427
Inventories	存貨	215,622
Trade and other receivables (note (i))	貿易及其他應收賬款 (附註 (i))	101,284
Cash and cash equivalents	現金及現金等價物	143,084
Income tax recoverable	可收回所得稅	4,211
Total assets of the Disposal group held for sale	出售集團持作可供出售的資產總額	<u>614,856</u>
Liabilities directly associated with assets classified as held for sale	與分類為持作可供出售的資產直接相關的負債	
Deferred tax liabilities	遞延稅項負債	920
Trade and other payables (note (ii))	貿易及其他應付賬款 (附註 (ii))	214,619
Interest-bearing bank borrowings	計息銀行貸款	80,882
Total liabilities of the Disposal group held for sale	出售集團持作可供出售的負債總額	<u>296,421</u>

28 DISCONTINUED OPERATIONS/DISPOSAL OF BUSINESS
(Continued)

Notes:

- (i) At 31 March 2018, the ageing analysis of the trade receivables based on invoice date was as follows:

0-60 days	0-60天
Over 60 days	60天以上

The Group allows an average credit period of 60 days from the invoice date to its trade receivables.

Balances that are neither past due nor impaired relate to a number of independent customers whom there was no relevant history of default.

Included in the Group's trade receivables were debtors with a carrying amount of HK\$9,160,000 which were past due but not impaired. The ageing analysis of these trade receivables based on due dates was as follows:

Overdue:	逾期：
Within 1 year	1年內
1-2 years	1-2年內
2-3 years	2-3年內
Over 3 years	3年以上

28 終止營運業務／出售業務 (續)

附註：

- (i) 於2018年3月31日，按發票日期分析的應收貿易賬款賬齡如下：

2018 HK\$'000 港幣仟元
18,596
9,218
<u>27,814</u>

本集團給予其應收貿易賬款由發票日起計平均60天的信貸期。

並無逾期或減值的結餘乃關於多名並無相關違約記錄之獨立客戶。

本集團的應收貿易賬款包括賬面值為港幣9,160,000元的應收款項，有關款項已逾期但尚未減值。該等應收貿易賬款按到期日之賬齡分析如下：

2018 HK\$'000 港幣仟元
9,038
84
31
7
<u>9,160</u>

28 DISCONTINUED OPERATIONS/DISPOSAL OF BUSINESS
(Continued)

Notes: (Continued)

(i) (Continued)

Trade receivables that were past due but not impaired related to a number of independent customers for whom there was no recent history of default. Based on past experience, management believed that no impairment allowance was necessary in respect of these balances as there had not been a significant change in credit quality and the balances were still considered fully receivable. The Group did not hold any collateral over these balances.

(ii) At 31 March 2018, the ageing analysis of the trade payables based on invoice date was as follows:

0-60 days	0-60 天
Over 60 days	60 天以上

28 終止營運業務／出售業務 (續)

附註：(續)

(i) (續)

逾期但未減值的應收貿易賬款與多名獨立客戶有關，彼等近期並無拖欠還款記錄。根據過往經驗，鑒於有關應收賬項的信貸質素並沒有重大改變，欠款仍視為可以全數收回，因此管理層相信無需作出減值撥備。本集團並無就該等欠款持有任何抵押。

(ii) 於2018年3月31日，按發票日期分析的應付貿易賬款賬齡如下：

		2018 HK\$'000 港幣仟元
0-60 days	0-60 天	73,656
Over 60 days	60 天以上	4,363
		<u>78,019</u>

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28 DISCONTINUED OPERATION/DISPOSAL OF BUSINESS

(Continued)

The completion of the Disposal took place on 1 June 2018, the details about the net assets disposed of and the resulting in a gain on disposal of HK\$111,766,000 as below.

28 終止營運業務／出售業務 (續)

出售事項已於2018年6月1日完成。有關出售資產淨值及出售業務收益港幣111,766,000元，詳情如下

		2019 HK\$'000 港幣仟元
Net assets disposed of:	出售資產淨值如下	
Property, plant and equipment	物業、機器及設備	70,728
Prepaid lease premium	預付租賃地價	13,220
Othe non-current assets	其他非流動資產	11,590
Inventories	存貨	216,403
Trade and other receivables	貿易及其他應收賬款	165,370
Cash and cash equivalents	現金及現金等值物	59,987
Trade and other payables	貿易及其他應付賬款	(211,538)
Amount due to the Group	應付本集團的款項	(403,827)
Other non-current liabilities	其他非流動負債	(50,832)
		(128,899)
Release of cumulative exchange reserve on disposal	出售後累計匯兌儲備轉出	(14,978)
Professional fees and taxes on disposal	專業服務費用及所得稅	28,284
Gain on disposal	出售業務收益	111,766
Consideration	代價	<u>(3,827)</u>
Satisfied by	支付	
Cash	現金	400,000
Waiver of intercompany debts	公司間債務豁免	(403,827)
		<u>(3,827)</u>

An analysis of net inflow of bank balances and cash in respect of the Disposal is as follows:

有關出售事項的銀行結餘及現金淨流入分析如下：

		2019 HK\$'000 港幣仟元
Cash consideration	現金代價	400,000
Cash and bank disposed of	出售時現金及銀行存款	(59,987)
Net inflow of bank balances and cash in respect of the Disposal	出售事項的銀行結餘及現金淨流入	<u>340,013</u>

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

28 DISCONTINUED OPERATION/DISPOSAL OF BUSINESS

(Continued)

The financial performance and cash flow information presented are for the two months ended 31 May 2018 and for the year ended 31 March 2018.

28 終止營運業務／出售業務(續)

截至2018年5月31日止兩個月及2018年3月31日止年度，已終止營運業務的財務表現及現金流量信息呈列如下：

		Two months ended 31 May 2018 截至2018年 5月31日 止兩個月 HK\$'000 港幣仟元	For the year ended 31 March 2018 截至2018年 3月31日 止年度 HK\$'000 港幣仟元
Revenue	收入	218,958	1,270,977
Other (losses)/gain, net	其他(虧損)／收益，淨額	(2,004)	4,803
Other income	其他收入	5,738	14,324
Expenses	支出	(222,117)	(1,286,761)
Profit before income tax	除稅前溢利	575	3,343
Income tax expense	所得稅支出	(2,281)	(7,807)
Loss from discontinued operations	終止營運業務的虧損	(1,706)	(4,464)
Gain on disposal of discontinued operations, net of tax	出售終止營運業務的除稅後收益	111,766	–
Profit/(loss) for the period/year	期內／年度溢利／(虧損)	110,060	(4,464)
Exchange differences on translation of foreign operations	海外業務的匯兌差額	–	17,262
Release of exchange reserve relating to discontinued operations	終止營運業務匯兌儲備轉出	(14,978)	–
Total comprehensive income from discontinued operations	終止營運業務的全面收益總額	95,082	12,798
		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Net cash (outflow)/ inflow from operating activities	營運活動(所用)／所得現金淨額	(51,380)	100,227
Net cash outflow from investing activities	投資活動所用現金淨額	(1,576)	(48,791)
Net cash outflow from financing activities	融資活動所用現金淨額	(31,410)	(28,782)
Net (decrease)/ increase in cash and cash equivalents	現金及現金等值物之 (減少)／增加淨額	(84,366)	22,654

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

29 CONSOLIDATED CASH FLOW INFORMATION

29 綜合現金流量表附註

(a) Reconciliation of loss before income tax to cash generated from operations:

(a) 除所得稅前虧損與營運活動所得現金兩者的對賬：

			2019	2018
		Notes	HK\$'000	HK\$'000
		附註	港幣仟元	港幣仟元
(Loss)/profit before income tax from	除所得稅前(虧損)/溢利			
– Continuing operations	– 持續營運業務		(115,475)	(123,394)
– Discontinued operations	– 終止營運業務	28	575	3,343
Gain on disposal of discontinued operations before income tax	出售終止營運業務除稅前收益		124,043	–
Profit/(loss) before income tax including discontinued operations	包括終止營運業務的除稅前溢利/(虧損)		9,143	(120,051)
Adjustments for	調整			
Depreciation	折舊		42,533	86,535
Amortisation of intangible assets	攤銷無形資產	8	2,322	2,376
Amortisation of prepaid lease premium	攤銷預付租賃地價		2,796	5,907
Loss on disposal of property, plant and equipment	出售物業、機器及設備的虧損		3,841	2,966
(Write back of provision)/provision for inventories	存貨撥備(撥回)/撥備		(2,596)	23,156
Reversal of impairment of trade receivables	壞賬準備撥回		(386)	(209)
Impairment loss of property, plant and equipment	物業、機器及設備減值		4,251	10,937
Impairment loss of intangible assets	無形資產減值		–	30,273
Utilisation of onerous contracts	有法律義務合約的撥回		(4,155)	(25,035)
Interest income	利息收入		(1,096)	(1,441)
Finance costs	財務成本		25,360	25,528
Dividend income	股息收入	7	(2,798)	(3,599)
Gain on disposal of discontinued operations	出售終止營運業務收益		(124,043)	–
Re-measurement of deferred consideration payable in respect of acquisition of a subsidiary in a prior year	重計遞延應付代價(有關以前年度收購一間子公司)	6	–	(10,000)
Operating (loss)/profit before working capital changes	除營運資金轉變前的經營(虧損)/溢利		(44,828)	27,343
Decrease in inventories	存貨減少		98,429	53,287
Decrease/(increase) in trade and other receivables	貿易及其他應收賬款減少/(增加)		156,224	(2,657)
Decrease in trade and other payables	貿易及其他應付賬款減少		(82,012)	(2,404)
Cash generated from operations	營運活動所得現金		127,813	75,569

29 CONSOLIDATED CASH FLOW INFORMATION (Continued)

(b) Changes in liabilities arising from financing activities

This section sets out an analysis of liabilities arising from financing activities and the movements in liabilities arising from financing activities for each of the years presented.

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Interest-bearing bank borrowings (excluding bank overdrafts) (note 26)	計息銀行貸款 (不包括銀行透支)(附註26)	688,301	928,044
			Interest-bearing bank borrowings (excluding bank overdrafts) 貸款 HK\$'000 港幣仟元
1 April 2017	於2017年4月1日		1,097,355
Cash flows	現金流量		(90,758)
Exchange differences	匯兌差額		2,329
Transfer to liabilities directly associated with assets classified as held for sales	轉至與分類為持作可供出售 資產直接相關的負債		(80,882)
31 March 2018	於2018年3月31日		928,044
Cash flows from continuing operations	持續營運業務現金流量		(238,830)
Exchange differences	匯兌差額		(913)
31 March 2019	於2019年3月31日	688,301	

30 ASSETS-PLEGDED AS SECURITY

The carrying amounts of assets pledged as security for the Group's bank borrowings are:

29 綜合現金流量表附註(續)

(b) 融資活動產生的債務變動

本節載列各所示年度融資活動產生的債務及融資活動所產生債務變動的分析：

30 資產抵押

本集團抵押予銀行以獲取銀行信貸的資產賬面值如下：

			2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Property, plant and equipment	物業、機器及設備	13	69,556	222,711
Investment properties	投資物業	14	586,100	230,000
Pledged bank deposit	抵押銀行存款	21	56,649	-
Property, plant and equipment included in assets classified as held for sale	分類為持作可供出售的 資產內的物業、 機器及設備		-	4,526
			712,305	457,237

31 COMMITMENTS

(a) Non-cancellable operating leases (where the Group is the lessee)

The Group leases certain stores under non-cancellable operating leases expiring within 2 to 5 years. The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated. Lease payments are based on the higher of a minimum guaranteed rent and a sales level based rent. The commitments disclosed below do not include variable rentals determined based on sales level.

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:	本集團在不可撤銷營業租賃下的未來最低應付租金總額如下：		
Not later than one year	1年內	224,862	611,562
Later than one year but not later than five years	1年後但5年內	213,022	443,790
Later than five years	5年以上	1,823	4,062
		439,707	1,059,414

(b) Non-cancellable operating leases (where the Group is the lessor)

Minimum lease payments receivable on leases of certain land and buildings are as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Investment properties	投資物業		
Commitments for minimum lease payments receivable in relation to non-cancellable operating leases are payable as follows:	本集團在不可撤銷營業租賃下的未來最低應收租金總額如下：		
Not later than one year	1年內	10,422	4,720
Later than one year but not later than five years	1年後但5年內	10,074	8,024
		20,496	12,744

31 承擔

(a) 不可撤銷的營業租賃(本集團作為承租人)

本集團若干店舖根據2至5年內到期不可撤銷的營業租賃進行租賃。該等租賃有不同租期、調整租金條款及續租權利。若干店舖的營業租賃租金乃按最低保證租金或銷售額租金(以較高者為準)計算。本節載列的租賃承擔不包括根據銷售水平確定的可變租金。

(b) 不可撤銷的營業租賃(本集團作為出租人)

若干土地及樓宇租賃下的未來最低應收租金總額如下：

31 COMMITMENTS (Continued)

(b) Non-cancellable operating leases (where the Group is the lessor) (Continued)

Properties

Commitments for minimum lease payments receivable in relation to non-cancellable subleases of operating leases are payable as follows:

Not later than one year

Later than one year but not later than five years

物業

本集團在不可撤銷營業租賃下的未來最低應收分租租金總額如下：

1年內

1年後但5年內

31 承擔 (續)

(a) 不可撤銷的營業租賃(本集團作為承租人)(續)

	2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
	2,012	1,201
	722	214
	2,734	1,415

32 RELATED PARTY TRANSACTIONS

As at 31 March 2019 and 31 March 2018, Yee Hing Company Limited held 855,200 shares of the Company through its subsidiary Active Lights Company Limited. 55% of the total issued ordinary shares of Yee Hing Company Limited is held by Klayze Holdings Limited, which is the trustee of a discretionary trust (the "Trust"). Mr. Joseph C. C. Wong is a beneficiary of the Trust and was therefore deemed to be interested in 855,200 shares of the Company through the Trust's interest in Yee Hing Company Limited.

32 有關聯人士交易

於2019年3月31日及2018年3月31日，義興有限公司通過其附屬公司Active Lights Company Limited持有本公司855,200股股份。Klayze Holdings Limited以作為一項酌情信託(「信託」)之受託人身份持有義興有限公司全部已發行普通股之55%權益。黃創增先生為信託之受益人，故被視為通過信託於義興有限公司之權益而擁有本公司855,200股股份權益。

32 RELATED PARTY TRANSACTIONS

(a) Significant transactions with related parties

Apart from disclosed in notes 20, 25 and 35, the following is a summary of the significant related party transactions carried out in the normal course of the Group's business. The related parties are entities which have directors in common with the Company.

(i) Provision of services to related companies

Rental and services income from related companies (note)	向有關聯公司收取租金及服務收入(附註)
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Note:

The provision of services to related companies is analysed as follows:

Building management service income (note a)	物業管理收入(附註a)
Shared service income (note b)	共享服務收入(附註b)
Rental income (note c)	租金收入(附註c)
Royalty income (note d)	特許權使用費收入(附註d)

32 有關聯人士交易

(a) 與有關聯人士進行之重大交易

除附註20、25及35所披露者外，下列為本集團與有關聯人士之間所進行的重大交易概要，該等交易乃於本集團日常業務中進行。關聯人士是指與本公司擁有共同董事的實體。

(i) 向有關聯公司提供服務

2019	2018
HK\$'000	HK\$'000
港幣仟元	港幣仟元

31,885	2,340
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附註：

向有關聯公司提供服務收入分析如下：

2019	2018
HK\$'000	HK\$'000
港幣仟元	港幣仟元

2,340	2,340
22,824	-
5,633	-
1,088	-
31,885	2,340

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32 RELATED PARTY TRANSACTIONS (Continued)

(a) Significant transactions with related parties (Continued)

(i) Provision of services to related companies (Continued)

Note: (Continued)

(a) A wholly-owned subsidiary of the Group entered into a renewal agreement with Mengiwa Property Investment Limited ("MPIL"), a wholly-owned subsidiary of Yee Hing, for the provision of the following services for the period from 1 April 2016 to 31 March 2019:

- (a) contract administration with respect to contracts entered into between MPIL and third parties from time to time;
- (b) property agency liaison and tenancy management;
- (c) management of the property manager of Stelux House; and
- (d) other miscellaneous administrative services.

The fee for the provision of the above services was agreed at HK\$195,000 per calendar month during the agreement period.

- (b) The Group provided administrative services to a related company which has directors in common with the Group. Shared service income was charged at cost basis allocated based on the counterparties' usage of each type of service, taking into account factors such as headcount and the number of shops.
- (c) The Group provided leasing services to related parties which have directors in common with the Group. Rental income was charged to related parties based on the occupied area ratio times total actual costs incurred.
- (d) The Group provided licensing service to related parties which have directors in common with the Group. Royalty income was charged at 10% of the amount invoiced by suppliers or vendors of the counterparties.

32 有關聯人士交易 (續)

(a) 與有關聯人士進行之重大交易 (續)

(i) 向有關聯公司提供服務 (續)

附註：(續)

(a) 本集團全資附屬公司與義興全資附屬公司明華物業投資有限公司(「明華」)就於2016年4月1日至2019年3月31日期間提供以下服務訂立協議：

- (a) 明華與第三方不時訂立的合約下之合約行政；
- (b) 物業代理洽商及租賃管理；
- (c) 管理寶光商業中心物業管理公司；及
- (d) 其他行政服務。

於服務協議年期內，提供上述服務的有關費用為每個曆月港幣195,000元。

- (b) 本集團向與本集團擁有共同董事的關聯人士提供管理服務。共享服務費收入是根據交易對方對各種服務的應用且經考慮員工人數和店鋪數量等因素按成本收取。
- (c) 本集團向與本集團擁有共同董事的關聯人士提供租賃服務。租金收入根據佔地面積乘以實際產生的實際總成本向關聯人士收取。
- (d) 本集團向與本集團擁有共同董事的關聯人士提供牌照服務。特許權使用費收入按供應商或交易對方之供應商開具的發票價值的10%收取。

32 RELATED PARTY TRANSACTIONS (Continued)

(a) Significant transactions with related parties
(Continued)

(ii) Purchases of services from related parties

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Rental expenses (note a)	租金支出 (附註 a)	18,742	16,304
Lease management expenses (note b)	租賃管理費支出 (附註 b)	600	-
		19,342	16,304

Notes:

- (a) During the year, certain subsidiaries of the Group have entered into tenancy agreements with the following related parties for office premises shops, warehouses, showroom and car-parking spaces:

		Rental expense for the year 年度租金支出	
		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
MPIL	明華	11,259	13,824
Other related parties	其他有關聯人士	7,483	2,480
		18,742	16,304

- (b) A related company provided lease management services to the Group. The fee for the provision of such services was charged at pre-determined amount during the agreement period.

32 有關聯人士交易 (續)

(a) 與有關聯人士進行之重大交易 (續)

(ii) 向有關聯人士購買服務

附註：

- (a) 年內，本集團若干附屬公司與下列有關聯人士訂立租賃協議，以租用辦公物業店舖、倉庫、陳列室及停車位：

- (b) 一家有關聯公司向本集團提供租賃管理服務。提供該等服務的費用已於協議期內按預定收費收取。

32 RELATED PARTY TRANSACTIONS (Continued)

(b) Balances with related parties

Year-end balances arising from service income and rental expenses are as follows:

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Trade and other receivables (Note 20)	貿易及其他應收賬款(附註20)	<u>8,451</u>	5,479
Trade and other payables (Note 25)	貿易及其他應付賬款(附註25)	<u>(1,943)</u>	(2,968)
Trade and other payables included in liabilities directly associated with assets classified as held for sale	貿易及其他應付賬款(包括與分類為持作可供出售資產相關的負債)	<u>-</u>	(1,258)

The balances due from/to related companies are unsecured, interest-free and repayable on demand.

服務收入及租金支出產生的年終結餘如下：

應收及應付關聯公司間的款項為無抵押、免息及應要求償還。

The related companies are entities which have directors in common with the Group.

關聯公司指與本集團擁有共同董事之實體。

(c) Key management compensation

		2019 HK\$'000 港幣仟元	2018 HK\$'000 港幣仟元
Salaries and other short-term employee benefits	薪金及其他短期僱員福利	8,403	11,780
Other long-term benefits	其他長期福利	146	123
		<u>8,549</u>	11,903

32 有關聯人士交易(續)

(b) 與有關聯人士之間的結餘

(c) 主要管理層報酬

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34 BALANCE SHEET AND RESERVE MOVEMENTS OF THE
COMPANY (Continued)

34 公司資產負債及儲備變動表 (續)

Balance sheet of the Company (Continued)

公司資產負債表 (續)

		As at 31 March	
		於3月31日	
		2019	2018
		HK\$'000	HK\$'000
		港幣仟元	港幣仟元
LIABILITIES	負債		
Current liabilities	流動負債		
Trade and other payables	貿易及其他應付賬款	2,024	1,705
Amounts due to subsidiaries	應付附屬公司款項	b 627,959	5,500
Borrowings	貸款	–	44,444
		629,983	51,649
Total liabilities	負債總額	629,983	51,649
Total equity and liabilities	權益及負債總額	769,344	389,930

Joseph C.C. Wong
黃創增
Chairman and
Chief Executive Officer
主席及行政總裁

Wallace Kwan Chi Kin
關志堅
Executive Director and
Chief Financial Officer
行政董事及
首席財務總裁

The balance sheet of the Company was approved by the board of directors on 20 June 2019 and was signed on its behalf.

董事會在2019年6月20日批准並簽署了本公司資產負債表。

NOTES TO THE FINANCIAL STATEMENTS
財務報表附註

34 BALANCE SHEET AND RESERVE MOVEMENTS OF THE COMPANY (Continued)

Notes:

- (a) Reserve movements of the Company

At 1 April 2017	於2017年4月1日
Profit for the year	年內溢利
At 31 March 2018	於2018年3月31日
At 1 April 2018	於2018年4月1日
Loss for the year	年內虧損
Dividend paid (note 24)	已付股息 (附註24)
At 31 March 2019	於2019年3月31日

- (b) Amounts due from/to subsidiaries

The amounts due from/to subsidiaries are unsecured, interest-free and repayable on demand. The carrying amounts of these balances approximate their fair values.

34 公司資產負債及儲備變動表 (續)

附註：

- (a) 公司儲備變動

Share premium	Retained earnings	Total
股本溢價	保留盈利	總額
HK\$'000	HK\$'000	HK\$'000
港幣仟元	港幣仟元	港幣仟元
1,977	113,357	115,334
-	118,300	118,300
1,977	231,657	233,634
1,977	231,657	233,634
-	(90)	(90)
-	(198,830)	(198,830)
1,977	32,737	34,714

- (b) 應收及應付附屬公司款項

應收及應付附屬公司的款項為無抵押，免息及應要求償還。其餘額的賬面價值接近其公平值。

35 BENEFITS AND INTERESTS OF DIRECTORS

(a) Directors' emoluments

The remuneration of every director of the Company is set out below:

For the year ended 31 March 2019:

35 董事福利及權益

(a) 董事酬金

本公司各董事酬金如下：

截至2019年3月31日：

Name	Emoluments paid or payable in respect of a person's services as a director, whether of the Company or its subsidiary undertaking: 本公司或其附屬公司已付董事或董事應收薪酬：				Emoluments paid or payable in respect of director's other services in connection with the management of the affairs of the Company or its subsidiary undertaking 支付或應收本公司或其附屬公司就董事的其他管理服務的酬金		Total
	Fees	Basic salaries, allowances, and benefits in kind	Contributions to retirement benefit schemes	Discretionary bonus ⁱ	Remunerations paid or payable in respect of office as director	with the management of the affairs of the Company or its subsidiary undertaking	
姓名	袍金	基金薪金、津貼及實物利益	退休金供款計劃	酌情花紅 ⁱ	已支付或就該接受為董事應收酬金	公司就董事的其他管理服務的酬金	總額
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
Joseph C. C. Wong (ii)	黃創增 (ii)	100	1,750	63	2,637	-	4,550
Kwan Chi Kin, Wallace	關志堅	80	1,558	18	2,633	-	4,289
Kwong Yi Hang, Agnes	龔易行	135	-	-	-	-	135
Wu Chun Sang	胡春生	135	-	-	-	-	135
Wu Chi Man, Lawrence	胡志文	135	-	-	-	-	135
		585	3,308	81	5,270	-	9,244

35 BENEFITS AND INTERESTS OF DIRECTORS (Continued)

(a) Directors' emoluments (Continued)

For the year ended 31 March 2018:

Name	Emoluments paid or payable in respect of a person's services as a director, whether of the Company or its subsidiary undertaking: 本公司或其附屬公司已付董事或董事應收薪酬：				Discretionary bonus ⁱ	Remunerations paid or payable in respect of office as director	Emoluments paid or payable in respect of director's other services in connection with the management of the affairs of the Company or its subsidiary undertaking 本公司或其附屬公司就董事的其他管理服務的酬金	Total
	Fees	Basic salaries, allowances, and benefits in kind	Contributions to retirement benefit schemes	Retirement benefit				
姓名	袍金 HK\$'000 港幣仟元	基金薪金、津貼及實物利益 HK\$'000 港幣仟元	退休金 供款計劃 HK\$'000 港幣仟元	退休金 供款計劃 HK\$'000 港幣仟元	酌情花紅 ⁱ HK\$'000 港幣仟元	已支付或就該接受為董事應收酬金 HK\$'000 港幣仟元	本公司或其附屬公司就董事的其他管理服務的酬金 HK\$'000 港幣仟元	總額 HK\$'000 港幣仟元
Joseph C. C. Wong (ii)	黃創增 (ii)	100	2,937	105	5,497	-	-	8,639
Kwan Chi Kin, Wallace	關志堅	80	1,507	18	2,443	-	-	4,048
Sakorn Kanjanapas (iii)	黃創江 (iii)	2	-	-	-	-	-	2
Kwong Yi Hang, Agnes	龔易行	135	-	-	-	-	-	135
Wu Chun Sang	胡春生	135	-	-	-	-	-	135
Wu Chi Man, Lawrence	胡志文	135	-	-	-	-	-	135
		587	4,444	123	7,940	-	-	13,094

- i Discretionary bonus represents the amount paid during the respective year.
- ii Mr. Joseph C. C. Wong is also the Chief Executive Officer of the Group.
- iii Mr. Sakorn Kanjanapas has passed away on 8 April 2017.

35 董事福利及權益 (續)

(a) 董事酬金 (續)

截至2018年3月31日：

Name	Emoluments paid or payable in respect of a person's services as a director, whether of the Company or its subsidiary undertaking: 本公司或其附屬公司已付董事或董事應收薪酬：				Discretionary bonus ⁱ	Remunerations paid or payable in respect of office as director	Emoluments paid or payable in respect of director's other services in connection with the management of the affairs of the Company or its subsidiary undertaking 本公司或其附屬公司就董事的其他管理服務的酬金	Total
	Fees	Basic salaries, allowances, and benefits in kind	Contributions to retirement benefit schemes	Retirement benefit				
姓名	袍金 HK\$'000 港幣仟元	基金薪金、津貼及實物利益 HK\$'000 港幣仟元	退休金 供款計劃 HK\$'000 港幣仟元	退休金 供款計劃 HK\$'000 港幣仟元	酌情花紅 ⁱ HK\$'000 港幣仟元	已支付或就該接受為董事應收酬金 HK\$'000 港幣仟元	本公司或其附屬公司就董事的其他管理服務的酬金 HK\$'000 港幣仟元	總額 HK\$'000 港幣仟元
Joseph C. C. Wong (ii)	黃創增 (ii)	100	2,937	105	5,497	-	-	8,639
Kwan Chi Kin, Wallace	關志堅	80	1,507	18	2,443	-	-	4,048
Sakorn Kanjanapas (iii)	黃創江 (iii)	2	-	-	-	-	-	2
Kwong Yi Hang, Agnes	龔易行	135	-	-	-	-	-	135
Wu Chun Sang	胡春生	135	-	-	-	-	-	135
Wu Chi Man, Lawrence	胡志文	135	-	-	-	-	-	135
		587	4,444	123	7,940	-	-	13,094

- i 酌情花紅指年內已付的金額。
- ii 黃創增先生亦是本集團行政總裁。
- iii 黃創江先生於2017年4月8日辭世。

35 BENEFITS AND INTERESTS OF DIRECTORS (Continued)

(a) Directors' emoluments (Continued)

During the year ended 31 March 2019 and 2018, none of the directors waived their emoluments, except Mr. Joseph C.C Wong waived discretionary bonus of HK\$1,450,000 for the year ended 31 March 2019.

(b) Directors' retirement benefits and termination benefits

None of the directors received or will receive any retirement benefits or termination benefits during the year (2018: nil).

(c) Consideration provided to third parties for making available directors' services

During the year ended 31 March 2019, the Company did not pay consideration to any third parties for making available directors' services (2018: nil).

(d) Information about loans, quasi-loans and other dealings in favour of directors, controlled bodies corporate by and connected entities with such directors

During the year ended 31 March 2019, there are no loans, quasi-loans and other dealing arrangements in favour of directors, controlled bodies corporate by and connected entities with such directors (2018: nil).

(e) Directors' material interests in transactions, arrangements or contracts

Except as disclosed in notes 28 and 32, no other significant transactions, arrangements and contracts in relation to the Group's business to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

35 董事福利及權益 (續)

(a) 董事酬金 (續)

截至2018年3月31日及2019年3月31日止年度，概無任何董事放棄酬金，除黃創增先生於截至2019年3月31日止年度放棄酌情花紅港幣1,450,000元。

(b) 董事退休福利及離職福利

年內，概無董事已收取或將收取任何退休福利及離職福利(2018年：無)。

(c) 就獲取董事服務向第三方支付之代價

截至2019年3月31日止年度，本公司並無就獲取董事服務而向任何第三方支付代價(2018年：無)。

(d) 有關以董事、該等董事之受控制法團及關聯實體為受益人之貸款、準貸款及其他交易之資料

截至2019年3月31日止年度，概無以董事、或該等董事之受控制法團及關聯實體為受益人之貸款、準貸款及其他交易安排(2018年：無)。

(e) 董事在交易、協議或合同之重大利益

除附註28及32所披露者外，本年度內或年結時，本公司並無簽訂任何涉及本集團之業務而本公司之董事直接或間接在其中擁有重大利益之重要交易、協議或合同。

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36 PRINCIPAL SUBSIDIARIES

The following is a list of the principal subsidiaries at 31 March 2019 and 2018:

36 主要附屬公司

截至2019年及2018年3月31日，主要附屬公司如下：

	Place of incorporation/ operation 註冊成立/經營地	Principal activities 主要業務	Particulars of share capital issued 已發行股本		Percentage of equity attributable to the Group 集團所佔權益的百分比	
			Number 股數	Value 每股面值	2019	2018
Investment 投資						
Stelux Holdings International Group (BVI) Limited	British Virgin Islands 英屬處女群島	Investment holding 投資控股	1	US\$1 1美元	100	100
Stelux Holdings Limited 寶光實業(集團)有限公司	Hong Kong 香港	Investment holding 投資控股	1,000	HK\$1 港幣1元	100	100
Stelux Investments and Properties (BVI) Limited	British Virgin Islands 英屬處女群島	Investment holding 投資控股	1	US\$1 1美元	100	100
Thong Sia (BVI) Company Limited	British Virgin Islands 英屬處女群島	Investment holding 投資控股	1	US\$1 1美元	100	100
Property 物業						
City Chain Properties Limited 時間廊物業有限公司	Hong Kong 香港	Property investment 物業投資	2	HK\$1 港幣1元	100	100
Fulani Investment Limited	Hong Kong 香港	Property investment 物業投資	2	HK\$1 港幣1元	100	100
STL Properties Limited (formerly known as Optical 88 Properties Limited) 寶光物業有限公司(原名為：眼鏡88物業有限公司)	Hong Kong 香港	Property investment 物業投資	2	HK\$1 港幣1元	100	100
Oswald Property Management Company Limited	Hong Kong 香港	Property investment 物業投資	2	HK\$100 港幣100元	100	100
Stelux Properties Agency Limited 寶光地產代理有限公司	Hong Kong 香港	Property agency and management 物業代理及管理	2	HK\$1 港幣1元	100	100
Stelux Properties Limited 寶光地產有限公司	Hong Kong 香港	Property management 物業管理	500	HK\$100 港幣100元	100	100
Retailing and trading 零售及貿易						
City Chain Company Limited 時間廊鐘錶有限公司	Hong Kong 香港	Watch retailing 鐘錶零售	250,000	HK\$100 港幣100元	100	100

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36 PRINCIPAL SUBSIDIARIES (Continued)

36 主要附屬公司 (續)

	Place of incorporation/ operation 註冊成立/經營地	Principal activities 主要業務	Particulars of share capital issued 已發行股本		Percentage of equity attributable to the Group 集團所佔權益的百分比	
			Number 股數	Value 每股面值	2019	2018
City Chain (M) Sdn Bhd	Malaysia 馬來西亞	Watch retailing 鐘錶零售	3,333,333	RM1 1令吉	100	100
City Chain (Macau) Company Limited 時間廊(澳門)有限公司	Macau 澳門	Watch retailing 鐘錶零售	2	MOP5,000 澳門葡幣 5,000元	100	100
City Chain Stores (S) Pte Limited	Singapore 新加坡	Watch retailing 鐘錶零售	1,800,000	S\$1 新加坡幣1元	100	100
City Chain (Thailand) Company Limited	Thailand 泰國	Watch retailing 鐘錶零售	200,000 210,000 ^a	Baht100 100泰銖 Baht100 100泰銖	100	100
Optical 88 Limited 眼鏡88有限公司	Hong Kong 香港	Optical products 光學產品	33,379,940	HK\$1 港幣1元	-	100
Optical 88 Eyecare (M) Sdn Bhd	Malaysia 馬來西亞	Optical products 光學產品	1,428,572	RM1 1令吉	-	100
Optical 88 (Macau) Limited 眼鏡88(澳門)有限公司	Macau 澳門	Optical products 光學產品	2	MOP5,000 澳門葡幣 5,000元	-	100
Optical 88 (S) Pte Limited	Singapore 新加坡	Optical products 光學產品	500,000	S\$1 新加坡幣1元	-	100
Optical 88 (Thailand) Company Limited	Thailand 泰國	Optical products 光學產品	245,000 255,000 ^a	Baht10 10泰銖 Baht10 10泰銖	-	100
EGG Optical Boutique Limited 一隻隻眼鏡有限公司	Hong Kong 香港	Optical products 光學產品	10,000,000	HK\$1 港幣1元	-	100
Pronto Watch S.A.	Switzerland 瑞士	Watch distribution 鐘錶分銷	100	SFr1,000 1,000瑞士 法郎	100	100

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36 PRINCIPAL SUBSIDIARIES (Continued)

36 主要附屬公司 (續)

	Place of incorporation/ operation 註冊成立/經營地	Principal activities 主要業務	Particulars of share capital issued 已發行股本		Percentage of equity attributable to the Group 集團所佔權益的百分比	
			Number 股數	Value 每股面值	2019	2018
Retailing and trading (Continued) 零售及貿易(續)						
Solvil et Titus S.A.	Switzerland 瑞士	Watch distribution 鐘錶分銷	300	SFr1,000 1,000瑞士法郎	100	100
Stelux International Licensing Limited	Bahamas 巴哈馬	Trademark holding and licensing 商標持有及特許經營	2	US\$1 1美元	100	100
Stelux Watch Limited 寶光鐘錶有限公司	Hong Kong 香港	Watch supply chain management 鐘錶供應鏈管理	1,000,000	HK\$1 港幣1元	100	100
Thong Sia Watch Company Limited 通城鐘錶有限公司	Hong Kong 香港	Watch distribution 鐘錶分銷	80,000	HK\$10 港幣10元	100	100
Thong Tai Watch Company Limited 通泰鐘錶有限公司	Hong Kong 香港	Watch distribution 鐘錶分銷	2,000	HK\$1,000 港幣1,000元	100	100
Thong Sia Company (Singapore) Pte Limited	Singapore 新加坡	Watch distribution 鐘錶分銷	2,000,000	S\$1 新加坡幣1元	100	100
Thong Sia Sdn Bhd	Malaysia 馬來西亞	Watch distribution 鐘錶分銷	1,000,000	RM1 1令吉	97.6	97.6
Thong Sia (Thailand) Limited	Thailand 泰國	Watch retailing and distribution 鐘錶零售及分銷	20,000	Baht100 100泰銖	100	100
Thong Sia Optics (Hong Kong) Company Limited	Hong Kong 香港	Optical distribution 眼鏡分銷	5,000	HK\$1,000 港幣1,000元	-	100
Universal Geneve S.A.	Switzerland 瑞士	Watch supply chain management and distribution 鐘錶供應鏈管理及分銷	5,000	SFr1,000 1,000瑞士法郎	100	100
Catena S.A.	Switzerland 瑞士	Manufacture of watch movements 手錶機芯製造商	1,016,667	SFr1 1瑞士法郎	100 ^a	100 ^b

NOTES TO THE FINANCIAL STATEMENTS

財務報表附註

36 PRINCIPAL SUBSIDIARIES (Continued)

36 主要附屬公司 (續)

	Place of incorporation/ operation 註冊成立/經營地	Principal activities 主要業務	Paid-up capital 繳足資本	Percentage of equity attributable to the Group 集團所佔權益的百分比	
				2019	2018
Retailing and trading (Continued)					
零售及貿易 (續)					
Stelux Thong Sia (Guangdong) Trading Limited 寶光通城(廣東)商貿有限公司	People's Republic of China/ Mainland China (foreign- invested commercial enterprise) 中國/中國大陸(外商投資商 業企業)	Watch retailing, trading and related services 鐘錶零售、貿易及 相關服務	HK\$224,900,000 港幣224,900,000元	100	100
Stelux Thong Sia (Beijing) Trading Limited 寶光通城(北京)商貿有限公司	People's Republic of China/ Mainland China (foreign- invested commercial enterprise) 中國/中國大陸(外商投資商 業企業)	Watch retailing, trading and related services 鐘錶零售、貿易及 相關服務	US\$20,500,000 20,500,000美元	100	100
Stelux Thong Sia (Shanghai) Trading Limited 寶光通城(上海)商貿有限公司	People's Republic of China/ Mainland China (foreign- invested commercial enterprise) 中國/中國大陸(外商投資商 業企業)	Watch retailing, trading and related services 鐘錶零售、貿易及 相關服務	US\$16,180,000 16,180,000美元	100	100
Baoqing (Chongqing) Trading Limited 寶慶(重慶)商貿有限公司	People's Republic of China/ Mainland China (foreign- invested commercial enterprise) 中國/中國大陸(外商投資商 業企業)	Watch retailing, trading and related services 鐘錶零售、貿易及 相關服務	HK\$50,500,000 港幣50,500,000元	100	100
Baoshi (Guangdong) Company Limited 寶視(廣東)視光眼鏡有限公司	People's Republic of China/ Mainland China (foreign- invested commercial enterprise) 中國/中國大陸(外商投資商 業企業)	Retailing, trading and related optical services 眼鏡產品零售、貿易及 相關服務	HK\$238,890,000 港幣238,890,000元	-	100

NOTES TO THE FINANCIAL STATEMENTS
財務報表附註

36 PRINCIPAL SUBSIDIARIES (Continued)

36 主要附屬公司 (續)

	Place of incorporation/ operation 註冊成立/經營地	Principal activities 主要業務	Paid-up capital 繳足資本	Percentage of equity attributable to the Group 集團所佔權益的百分比	
				2019	2018
Retailing and trading (Continued) 零售及貿易 (續)					
Baoshi (Beijing) Company Limited 寶光寶視(北京)眼鏡有限公司	People's Republic of China/ Mainland China (foreign- invested commercial enterprise) 中國/中國大陸(外商投資商 業企業)	Retailing, trading and related optical services 眼鏡產品零售、貿易及 相關服務	HK\$50,000,000 港幣50,000,000元	-	100
Baoshi (Shanghai) Company Limited 寶視(上海)眼鏡有限公司	People's Republic of China/ Mainland China (foreign- invested commercial enterprise) 中國/中國大陸(外商投資商 業企業)	Retailing, trading and related optical services 眼鏡產品零售、貿易及 相關服務	RMB29,038,043 人民幣29,038,043元	-	100
Shibao (Chongqing) Trading Limited 視寶(重慶)商貿有限公司	People's Republic of China/ Mainland China (foreign- invested commercial enterprise) 中國/中國大陸(外商投資商 業企業)	Retailing, trading and related optical services 眼鏡產品零售、貿易及 相關服務	HK\$21,000,000 港幣21,000,000元	-	100
a	Non-redeemable preference shares		a	不可贖回優先股	
b	100% equity interest included 88% of equity interest and a right to purchase 12% of equity interest		b	100%權益包括88%股權及以買入認購權 購買12%股權	