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Chairman and Chief Executive Officer
主席及行政總裁

- Disposal of Optical Business for HK\$400 million in cash
以現金 HK\$400 佰萬出售眼鏡業務
- Payment of conditional special distribution of HK\$0.19 dollars per share
支付有條件特別分派每股股份 HK\$0.19
- Group Net Loss reduced by 15.3% to HK\$150.6 million
集團虧損淨額減少 15.3% 至 HK\$150.6 佰萬
- Operating costs of Continuing Operations reduced by around 14%
持續營運業務營運成本減少約 14%

Disposal of the Optical Business

On 26 January 2018, the Group announced the disposal of its entire optical retail and wholesale businesses (the “Optical Business”) to its controlling shareholder (the “Disposal”). Following the satisfaction of certain conditions of sale, including approval of the Disposal by the Company’s independent shareholders, the Disposal was completed on 1 June 2018 (the “Completion”). The Disposal has generated sale proceeds of HK\$400 million in cash, of which HK\$198.8 million has been distributed as a special distribution to shareholders of the Group.

In accordance with Hong Kong Financial Reporting Standard 5, the Optical Business is now classified as Discontinued Operations. This management discussion and analysis together with the financial results will focus on the remaining businesses within the Group after the Disposal, classified here as Continuing Operations.

出售眼鏡業務

於2018年1月26日，本集團宣佈向其控股股東出售其整個眼鏡零售及批發業務（「眼鏡業務」）（「出售事項」）。於達成若干出售條件（包括本公司獨立股東批准出售事項）後，出售事項已於2018年6月1日完成（「完成」）。出售事項已產生出售所得款項現金HK\$400佰萬，其中HK\$198.8佰萬已作為特別分派向本集團股東派付。

根據香港財務報告準則第5號，眼鏡業務現時獲歸類為終止營運業務。本管理層討論及分析連同財務業績將集中於出售事項後之餘下營運業務，在此歸類為持續營運業務。

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The Continuing Operations comprise of watch retailing under the “CITY CHAIN” brand; the wholesale trading of watches, including the “SEIKO” brand, watch supply chain management and watch movement manufacture related to its house brands, including “CYMA” and “Solvil et Titus”.

The Discontinued Operations will be presented separately as a single line item in the Group consolidated profit and loss account.

Summary of Results

For the year under review, turnover from the Continuing Operations fell by 7.7% to HK\$1,509.1 million (2017: HK\$1,634.9 million). A loss attributable to Group equity holders of HK\$150.6 million (2017: loss of HK\$177.9 million) for the Continuing Operations and the Discontinued Operations was reported, representing a y-o-y reduction of around 15.3%. This loss included a loss of HK\$4.5 million (2017: loss of HK\$45.2 million) for the Discontinued Operations.

After excluding the following non-cash items:–

- (i) an impairment of intangible assets of HK\$30.3 million (2017: HK\$3.7 million) given softened demand in the watch industry and a gain on re-measurement of deferred consideration payable of HK\$10 million (2017: nil) related to the Group’s Swiss movement assembly facilities;
- (ii) a provision for stocks of HK\$23.2 million (2017: HK\$23.4 million);
- (iii) an impairment for property plant and equipment of HK\$10.9 million (2017: HK\$9.5 million) mainly for certain non-performing shops;
- (iv) an income from utilisation of provision of onerous contracts of HK\$25.0 million (2017: a provision charge HK\$23.9 million); and
- (v) nil gain on redemption of convertible bonds (2017: net gain of HK\$25.4 million),

本集團的持續營運業務主要包括「時間廊」的手錶零售，「精工」及其他品牌的手錶批發業務，以及自家品牌包括「CYMA」和「鐵達時」的手錶供應鏈管理和手錶機芯製造。

終止營運業務將作為單項項目於本集團的綜合收益表中獨立呈列。

業績摘要

回顧本年度，來自持續營運業務的營業額下跌7.7%至HK\$1,509.1百萬(2017年：HK\$1,634.9百萬)。本集團權益持有人應佔來自持續營運業務及終止營運業務的虧損為HK\$150.6百萬(2017年：虧損HK\$177.9百萬)，按年減少約15.3%。此虧損包括終止營運業務虧損HK\$4.5百萬(2017年：虧損HK\$45.2百萬)。

於減去以下非現金項目後：—

- (i) 與集團瑞士機芯裝配設施有關的無形資產減值HK\$30.3百萬(2017年：HK\$3.7百萬)(鑒於鐘錶需求放緩)及重計遞延應付代價收入HK\$10百萬(2017年：無)；
- (ii) 存貨撥備HK\$23.2百萬(2017年：HK\$23.4百萬)；
- (iii) 物業、機器及設備減值HK\$10.9百萬(2017年：HK\$9.5百萬)(主要為個別表現欠佳的店舖)；
- (iv) 有法律義務合約的撥備撥回收入HK\$25.0百萬(2017年：撥備費用為HK\$23.9百萬)；及
- (v) 並無於贖回可換股債券取得的收益(2017年：收益淨額為HK\$25.4百萬)，

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the Group reported a loss attributable to its shareholders of HK\$121.2 million (which included the impact from the increase in income tax expense of HK\$18.6 million mainly due to non-cash movement in deferred tax assets and liabilities), for the Continuing Operations and the Discontinued Operations (2017: loss of HK\$142.8 million).

Gross profit margin of the Continuing Operations was 50.9% compared to 53.5% in the previous financial year.

Operating costs for the Continuing Operations (other than impairment of intangible assets related to our Swiss movement production facility and the accounting impact of the convertible bonds) decreased by around 14% due mainly to a reduction in shop operating expenses and other office overheads.

Inventory of the Continuing Operations remained comparably stable at HK\$670.9 million (2017: HK\$693.3 million), with inventory turnover days of 331 days (2017: 333 days).

FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the year ended 31 March 2018 (2017: nil per ordinary share).

CITY CHAIN GROUP

- City Chain Group turnover down 7.4%
- City Chain Group Loss before interest and tax (LBIT) of HK\$48.7 million

The City Chain Group operates around 240 stores in Hong Kong, Macau, Mainland China (the “Greater China”), Singapore, Thailand and Malaysia together with on-line stores at <https://citychain-hk.tmall.hk/>, <https://titus.world.tmall.com/>, <http://mall.jd.com/index-54221.html>, <https://www.solvil-et-titus.hk/>, <https://www.solvil-et-titus.sg/> and <https://www.solvil-et-titus.co.th>.

本集團錄得其股東應佔虧損為HK\$121.2百萬，其中包括因持續營運業務及終止營運業務的遞延稅項資產及負債之非現金變動而導致的所得稅支出增加HK\$18.6百萬的影響(2017年：虧損為HK\$142.8百萬)。

持續營運業務的毛利率為50.9%，而上一個財政年度為53.5%。

持續營運業務的營運成本(撇除與集團瑞士機芯生產設施有關的無形資產減值及可換股債券的會計影響)減少約14%，主因為來自店舖營運支出及其他辦公室費用減少所致。

持續營運業務的存貨相對維持穩定於HK\$670.9百萬(2017年：HK\$693.3百萬)，存貨周轉日數為331日(2017年：333日)。

末期股息

董事會不建議宣派截至2018年3月31日止年度的末期股息(2017年：無)。

「時間廊」集團

- 「時間廊」集團營業額下跌7.4%
- 「時間廊」集團除利息及稅項前虧損為HK\$48.7百萬

「時間廊」集團於香港、澳門及中國大陸(「大中華」)、新加坡、泰國及馬來西亞營運約240間店舖，並於 <https://citychain-hk.tmall.hk/>、<https://titus.world.tmall.com/>、<http://mall.jd.com/index-54221.html>、<https://www.solvil-et-titus.hk/>、<https://www.solvil-et-titus.sg/>及<https://www.solvil-et-titus.co.th>經營電商業務。

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With returning positive sentiment, performance at the City Chain Group gradually improved during the review period. A smaller 7.4% fall in turnover (1H 17/18: 11.1%) to HK\$1,227.8 million was reported (2017: HK\$1,325.3 million) despite number of shops declining by around 15.4%. LBIT narrowed by 58.9% to HK\$48.7 million (2017: LBIT of HK\$118.6 million) as closure of non-performing shops and containment of rental and other operating expenses also contributed.

The City Chain Group reported moderate recovery as same store sales growth resumed in Greater China and Thailand, with sustainable momentum further seen in the second half of the financial year. Therefore, LBIT in 2H 17/18 was further reduced to HK\$11.0 million (1H 17/18: HK\$37.7 million). After a series of store revamps, a refreshed store image projecting an open lifestyle vibe contributed to increased customer traffic. Up to May 2018, around one-third of stores have been revamped or fitted out with our new lifestyle concept. Further store revamp will continue in FY 18/19. Moreover, enhancements to brand and product mix also converted into higher sell-through.

Greater China

Turnover performance for Greater China reported improvement, falling 8.3% to HK\$884.1 million (2017: HK\$964.5 million) given a reduction in number of shops by 13.5%. LBIT was significantly reduced by 50.5% to HK\$53.0 million (2017: HK\$107.1 million) due to an uplift in shop productivity and cost efficiencies.

Our operations in Hong Kong and Macau recorded a y-o-y uptrend in same store sales growth, and a stronger performance by leveraging operating efficiencies, rental reductions and an income from utilisation of onerous lease provision. With retail confidence gradually returning, same store sales in Hong Kong and Macau recorded satisfactory growth of around 8% in 2H 17/18, and the momentum has picked up further with same store sales nearing 16% in April and May 2018. A refreshed “CITY CHAIN” image, marketing campaigns focused on social media for “Solvil et Titus” and “CITY CHAIN”, an enriched brand portfolio together with increased local and tourist spending resulted in higher sales per shop.

由於經濟回暖，於回顧期內「時間廊」集團的表現逐步改善。營業額減少7.4% (2017/18年上半年：11.1%) 至HK\$1,227.8百萬 (2017年：HK\$1,325.3百萬)，儘管店舖數目減少約15.4%。由於「時間廊」已陸續關閉表現欠佳的店舖，嚴控租金及其他營運支出，除利息及稅項前虧損減少58.9%至HK\$48.7百萬 (2017年：除利息及稅項前虧損為HK\$118.6百萬)。

「時間廊」集團的表現呈現溫和復甦，大中華及泰國的同店銷售已回復增長，於本財政年度下半年更見持續增長勢頭。因此，2017/18年下半年的除利息及稅項前虧損進一步減少至HK\$11.0百萬 (2017/18年上半年：HK\$37.7百萬)。經過一連串的店舖翻新工程後，煥然一新的店舖形象有助增加顧客流量。截至2018年5月，約三份一店舖已經完成翻新或重裝工程以迎合新零售體驗概念。其他店舖的翻新工程將在2018/19財政年度陸續進行。此外，集團正強化品牌及產品組合使其零售表現得以進一步提昇。

大中華

大中華的表現漸見改善，鑒於店舖數目減少13.5%，營業額只下跌8.3%至HK\$884.1百萬 (2017年：HK\$964.5百萬)。除利息及稅項前虧損大幅減少50.5%至HK\$53.0百萬 (2017年：HK\$107.1百萬)，主因為店舖生產力及成本效率提昇所致。

香港及澳門因同店銷售錄得同比增長趨勢，並通過提高其他營運效率、租金支出減少及有法律義務合約的撥備撥回收入而錄得好轉的盈利表現。因零售信心逐漸恢復，於2017/18年下半年，香港及澳門的同店銷售錄得令人滿意約8%的增長，其增長並進一步延續至2018年4月及5月期內同店銷售按年更加快上升至約16%。憑藉「時間廊」嶄新的店舖形象、於社交媒體上加強對「鐵達時」及「時間廊」於革新後的品牌組合的市場推廣，連同本地顧客及旅客的消費增加，從而提昇每間店舖的營業額。

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During the reporting period, the closure of non-performing shops, the positive impact from the expiry of leases with high rentals, rental reductions upon lease renewals and other stringent cost control measures contributed to about a 21.4% fall in operating costs. Further positive financial impact from rental savings in Hong Kong and Macau will also be realised in FY18/19.

LBIT in Mainland China narrowed by around 17.9% due to encouraging growth in shop sell-through in Southern China and the closure of non-productive shops. Single-digit growth in same store sales continued into April and May 2018.

The turnover of our watch e-commerce business at <https://citychain-hk.tmall.hk/>, <https://titus.world.tmall.com/>, and <http://mall.jd.com/index-54221.html>, increased by about 43% compared to last year. New online shopping platforms for “Solvil et Titus” in Hong Kong, Singapore and Thailand have commenced operations with further rollout for Malaysia expected in the next few months.

Southeast Asia

Performance at our Southeast Asia operations improved with a rebound in sales revenue per shop. Despite reporting a 17.6% reduction in number of operating shops, turnover fell 4.7% to HK\$343.7 million (2017: HK\$360.8 million). Together with stringent cost containment, an EBIT of HK\$4.2 million (2017: LBIT of HK\$11.5 million) was reported for the full year under review.

EBIT at our Malaysian operations improved by 32% while our Singapore operations also achieved a strong turnaround posting an EBIT of around HK\$1.41 million after several successive years of losses (2017: LBIT HK\$9.35 million). Turnover at our Thai operations was sustained and near break-even results were posted by this subsidiary in 2H 17/18. This positive momentum in Thailand has continued with same store sales growth of around 30% recorded in April and May 2018.

回顧期內，「時間廊」陸續關閉表現欠佳的店舖、部分高昂租金店舖約滿帶來的支出減省、個別店舖於續約時租金下調以及其他嚴謹的成本控制措施，營運成本因而下降約21.4%。隨著香港及澳門的店舖租金下滑，其對財務表現的積極效應將充分反映於2018/19財政年度。

中國內地的除利息及稅項前虧損減少約17.9%，主因為華南地區店舖的零售表現持續改善以及關閉生產力欠佳的店舖。同店銷售於2018年4月及5月持續錄得個位數的增長。

於<https://citychain-hk.tmall.hk/>、<https://titus.world.tmall.com/>及<http://mall.jd.com/index-54221.html>經營的鐘錶電子商貿業務營業額較去年上升約43%。「鐵達時」新網上購物平台於香港、新加坡及泰國已投入營運，並預期於未來數月進一步開拓馬來西亞市場。

東南亞

東南亞業務表現有所復甦，店舖銷售已回復增長。儘管經營店舖數目減少17.6%，營業額僅下跌4.7%至HK\$343.7百萬（2017年：HK\$360.8百萬）。憑藉各項成本控制措施，本年度全年的除利息及稅項前溢利為HK\$4.2百萬（2017年：除利息及稅項前虧損為HK\$11.5百萬）。

馬來西亞業務的除利息及稅項前溢利增長32%，而新加坡業務亦扭虧為盈，在持續多年虧損後錄得除利息及稅項前溢利約為HK\$1.41百萬（2017年：除利息及稅項前虧損為HK\$9.35百萬）。泰國營業額保持穩定，於2017/18年下半年已達至接近收支平衡。泰國業務表現改善持續，於2018年4月及5月的同店銷售錄得強勁增長約30%。

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SUPPLY CHAIN MANAGEMENT AND WHOLESALE TRADING

This business division is made up of the Group's watch supply chain and wholesale trading units.

Turnover fell by 9.1% to HK\$281.3 million (2017: HK\$309.6 million) and a LBIT of HK\$4.6 million was recorded (2017: EBIT of HK\$21.5 million). The loss was mainly due to a non-cash impairment for intangible assets of our Swiss movement facility of HK\$30.3 million (2017: HK\$3.7 million), gain on re-measurement of deferred consideration payable of HK\$10 million (2017: nil) and a stock provision of HK\$17.9 million which was mainly related to watch movements (2017: HK\$9.4 million).

During the year, various marketing campaigns were implemented by our wholesale trading business to drive performance. These campaigns were positively received and focussed on promoting "GRAND SEIKO" as an independent luxury brand and also a "SEIKO" watch sports collection.

Discontinued Operations – Optical Retail and Wholesale

The turnover for the Discontinued Operations increased by 4.6% to HK\$1,271.0 million (2017: HK\$1,215.5 million) and the loss was reduced to HK\$4.5 million (2017: loss of HK\$45.2 million).

GROUP OUTLOOK

Over the last decade or so, like many retailers in Hong Kong, the Group's customer base was composed of mainly Mainland Chinese tourists. However, the consumer landscape has changed significantly over the last few years, and since then, we have worked to adapt to a new generation of consumers delighting in lifestyle and travel. We have adopted measures to refresh the "CITY CHAIN" image and our house brand portfolio to attract a younger clientele.

The measures adopted have so far yielded positive results, not only drawing higher store footfall but also younger customers. Average revenue per shop has improved, despite a lower average selling price (compared to 2014), and same store sales growth has also seen healthy increase. In the last three months, we have seen the uptrend in turnover gaining momentum, and as we expect this to continue, we will, where appropriate commence to grow store numbers in the coming year.

供應鏈管理及批發貿易

此業務分部由鐘錶供應鏈以及批發貿易業務組成。

營業額下跌9.1%至HK\$281.3百萬(2017年: HK\$309.6百萬), 而除利息及稅項前虧損為HK\$4.6百萬(2017年: 除利息及稅項前溢利為HK\$21.5百萬)。虧損主因為集團瑞士機芯設施的無形資產之非現金減值HK\$30.3百萬(2017年: HK\$3.7百萬)、重計遞延應付代價收入HK\$10百萬(2017年: 無)及與鐘錶零件有關(主要為手錶機芯)的存貨撥備HK\$17.9百萬(2017年: HK\$9.4百萬)所致。

於年內, 集團籌辦多項有關高端品牌「GRAND SEIKO」的市場推廣活動, 以及一系列「精工」錶運動系列產品推廣, 深受市場及顧客歡迎, 成功鞏固此分部的營運表現。

終止營運業務 – 眼鏡零售及批發

終止營運業務的營業額上升4.6%至HK\$1,271.0百萬(2017年: HK\$1,215.5百萬), 虧損減少至HK\$4.5百萬(2017年: 虧損為HK\$45.2百萬)。

集團前景

在過去十多年, 跟香港大部分零售商類同, 集團的顧客群主要由中國內地旅客組成。然而, 消費模式在過去數年出現重大轉變。自此集團積極迎合追求生活品味及遊歷體驗的新世代客群, 並重新塑造及激活「時間廊」的形象及更新集團自家品牌貨品配置, 從而吸引年輕顧客。

集團採取的措施至今已帶來積極成效, 不僅達至增長理想的顧客進店流量, 更成功帶動年輕顧客對「時間廊」的聚焦。儘管平均銷售單價(與2014年相比)略為下調, 但每間店舖的平均銷售額均有所增長, 而同店銷售亦見穩健上昇。在過去三個月, 集團營業額的增幅穩步上揚, 並預期有關增長趨勢持續, 集團將於來年在適當時機重新拓展店舖數目。

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This change process has been slow but necessary to bring us back to a position of growth. Therefore, the various operational and financial strategies and initiatives already in place since FY 16/17 and FY 17/18 will continue and are expected to further improve the Group's competitiveness and to drive performance in the next year.

FINANCE

The Group's capital management, currency and interest rate movement are constantly monitored and reviewed by the management of the Group to address and manage relevant financial risks relating to the Group's operations. The Group maintains prudent treasury management policies to address liquidity to finance both short term and long term working capital needs for business operations. Funds are generated from business operating activities and banking facilities in the form of term loans and short term trading facilities. Forecast and actual cash flow analyses are continuously monitored. Maturity of assets and liabilities and requirement of financial resources for business operations are prudently managed. The Group did not enter into any derivative financial instruments for speculative purposes.

The gearing ratio of the Continuing Operations was 67.4% (61.3% of the Group as at 31 March 2017) with shareholders' funds standing at HK\$1,020.6 million (31 March 2017: HK\$919.1 million) and net debts of the Continuing Operations at HK\$688.1 million (HK\$563.6 million of the Group as at 31 March 2017). The net debts are based on the bank borrowings of the Continuing Operations of HK\$934.4 million (HK\$1,097.4 million of the Group as at 31 March 2017) less the cash and cash equivalents of the Continuing Operations of HK\$246.3 million (HK\$533.8 million of the Group as at 31 March 2017). The cash position of the Discontinued Operations as at 31 March 2018 was HK\$ 143.1 million. At Completion, cash held by the Discontinued Operations in excess of HK\$56.0 million was transferred to the Continuing Operations as part of the purchase consideration adjustments on a debt free basis.

Following the Completion of the Disposal of the Discontinued Operations, the Group received proceeds of HK\$400 million, of which a special distribution of HK\$198.8 million was paid to its shareholders and the remaining balance will be deployed to settle bank borrowings to strengthen the balance sheet of the Group.

集團變革過程雖然謹慎，但對集團回復穩健增長基礎而言實屬必須。因此，自2016/17財政年度及2017/18財政年度起實施的多項營運及財務策略以及其落實措施將持續推行，並預期進一步在未來提昇集團的競爭力。

財務

本集團管理層密切監察及管理集團的資本管理、貨幣及利率變動，以處理及管理與本集團營運相關的財務風險。本集團實行嚴謹的財務管理政策，以控制用於業務營運的短期及長期資金需求的流動性。有關資金來自業務營運以及有期貸款及短期貿易融資等銀行融資。本集團亦持續監察現有及預估現金流，審慎管理資產及負債的到期日以及業務營運的財務資本需要。本集團並無訂立任何衍生金融工具作投機用途。

持續營運業務的借貸比率為67.4%（本集團的借貸比率於2017年3月31日為61.3%），股東資金為HK\$1,020.6百萬（2017年3月31日：HK\$919.1百萬），而持續營運業務的淨債務為HK\$688.1百萬（本集團的淨債務於2017年3月31日為HK\$563.6百萬）。淨債務乃根據持續營運業務的銀行貸款HK\$934.4百萬（本集團的銀行貸款於2017年3月31日為HK\$1,097.4百萬）減去持續營運業務的現金及現金等價物HK\$246.3百萬（本集團的現金及現金等價物於2017年3月31日為HK\$533.8百萬）計算。終止營運業務於2018年3月31日的現金狀況為HK\$143.1百萬。於完成日期終止營運業務保留現金約HK\$56百萬，超出上述部分的金額作為按無負債基準而定的購買代價調整的一部分，轉移至持續營運業務。

於完成終止營運業務的出售事項後，本集團獲得所得款項HK\$400百萬，並已向本集團股東派付特別股息HK\$198.8百萬，而餘額將用作償還部份銀行貸款，加強本集團資產負債表。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The Group's major borrowings are in Hong Kong dollars and mostly based on a floating rate at HIBOR or bank prime lending rates. As major revenues of the Group are in Hong Kong dollars and Macanese Pataca, the natural hedge mechanism was applied.

As at 31 March 2018, the Group's total equity funds amounted to HK\$1,028.8 million. The Group's cash inflow from operations amounted to HK\$45.1 million and coupled with its existing cash and unutilized banking facilities will fund its future needs.

As at 31 March 2018, the current assets and current liabilities were approximately HK\$1,883.7 million (HK\$1,885.3 million as at 31 March 2017) and HK\$1,600.6 million (31 March 2017: HK\$1,699.9 million), respectively. The current ratio was approximately 1.18 (1.11 as at 31 March 2017).

The Group does not use any financial instruments for hedging purposes.

The Group does not engage in speculative derivative trading.

As at 31 March 2018, the Group does not have any significant contingent liabilities except as disclosed in Note 34 to the Consolidated Financial Statements.

Other than the Disposal, the Group does not have plans for material investments or change of capital assets.

Other than the Disposal, there was no change in the capital structure of the Group and no change in the composition of the Group during the period under review.

At at 31 March 2018, certain property, plant and equipment and an investment property of the Continuing Operations amounting to HK\$452.7 million (HK\$272.8 million of the Group's property, plant and equipment at 31 March 2017) were pledged to secure banking facilities granted to the Group.

本集團的主要貸款以港幣結算，主要按香港銀行同業拆息率或銀行最優惠利率基準，以浮動息率計算。由於本集團的主要收益以港幣及澳門幣計算，故本集團應用自然對沖機制。

於2018年3月31日，本集團的股權總額為HK\$1,028.8百萬。本集團營運的現金流入為HK\$45.1百萬，連同現有的現金及未動用的銀行信貸額，足以應付未來日常業務的資金需要。

於2018年3月31日，流動資產及流動負債分別約為HK\$1,883.7百萬（於2017年3月31日為HK\$1,885.3百萬）及HK\$1,600.6百萬（於2017年3月31日為HK\$1,699.9百萬）。流動比率約為1.18（於2017年3月31日為1.11）。

集團並無使用任何財務工具作對沖用途。

集團並無參與純投機的衍生工具交易。

於2018年3月31日，除綜合財務報表附註34所披露外，集團並沒有任何重大或然負債。

除出售事項外，集團並無任何重大投資或轉變資本資產之計劃。

除出售事項外，期內集團資本結構及集團架構並無轉變。

於2018年3月31日，持續營運業務部分物業、機器及設備以及投資物業總值HK\$452.7百萬（本集團於2017年3月31日的物業、機器及設備為HK\$272.8百萬）已抵押予銀行以獲取銀行信貸。

**NUMBER AND REMUNERATION OF EMPLOYEES,
REMUNERATION POLICIES, BONUS AND TRAINING
SCHEMES**

The Group's remuneration policies are reviewed on a regular basis and remuneration packages are in line with market practices in the relevant countries where the Group operates. As at 31 March 2018, the Group had 2,863 (2017: 3,102) employees. Excluding the Discontinued Operations, the Group had 1,656 employees as of 31 March 2018 (2017: 1,835). The Group offers KPI related bonuses to eligible employees based on the performance of the Group and the individual employee. The Group also provides related training programmes to improve the quality, competence and skills of its employees.

Joseph C. C. Wong

Chairman and Chief Executive Officer

Hong Kong, 21 June 2018

僱員數目、酬金、獎金及僱員培訓計劃

集團以其運營國家的人力資源市場為準則，釐定給予當地僱員的報酬，並定期進行檢討。本集團於2018年3月31日共有2,863位(2017年：3,102位)僱員。撇除終止營運業務，本集團於2018年3月31日共有1,656位(2017年：1,835位)僱員。集團就業績及個別僱員表現提供按「關鍵績效指標」釐定之獎金予合資格的僱員。集團亦提供相關的培訓計劃改善僱員質素、能力及技能。

黃創增

主席及行政總裁

香港，2018年6月21日