

1. GENERAL INFORMATION

Stelux Holdings International Limited (the “Company”) is a limited liability company incorporated in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton, HM11, Bermuda and the address of its principal place of business is 27/F, Stelux House, 698 Prince Edward Road East, San Po Kong, Kowloon, Hong Kong.

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

The principal activity of the Company is investment holding. The activities of its principal subsidiaries are shown in Note 40 to the consolidated financial statements.

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

2. BASIS OF PREPARATION

These consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”). HKFRSs comprise Hong Kong Financial Reporting Standards (“HKFRSs”); Hong Kong Accounting Standards (“HKAS”); and Interpretations. These consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange and with the disclosure requirements of the Companies Ordinance.

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group. Note 3 provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these consolidated financial statements.

1. 一般資料

寶光實業(國際)有限公司(「本公司」)為於百慕達註冊成立之有限公司，其註冊地址為Clarendon House, 2 Church Street, Hamilton, HM11, Bermuda及其主要辦事處地址為香港九龍新蒲崗太子道東698號寶光商業中心27樓。

本公司的股份於香港聯合交易所有限公司上市。

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40。

除另有註明者外，本綜合財務報表乃以港幣計值。

2. 編製基準

此等綜合財務報表乃按照香港會計師公會(「香港會計師公會」)頒佈的所有適用香港財務報告準則(「香港財務報告準則」)編製。香港財務報告準則包括香港財務報告準則(「香港財務報告準則」)、香港會計準則(「香港會計準則」)及詮釋。此等綜合財務報表亦符合聯交所證券上市規則之適用披露條文及《公司條例》的披露規定。

香港會計師公會已頒佈若干於本集團本會計期間首次生效或可供提早採納的新訂及經修訂香港財務報告準則。附註3提供於本會計期間及過往會計期間因初步應用與本集團相關之此等發展而產生之會計政策變動的資料，有關變動資料反映於此等綜合財務報表。

2. BASIS OF PREPARATION (Continued)

As at 31 March 2024, included in current liabilities of the Group are bank borrowings of approximately HK\$233.984 million which contain a repayment on demand clause, HK\$92.485 million out of HK\$233.984 million are bank borrowings that are contractually repayable within the next twelve months, together with the related bank borrowings interests of HK\$17.448 million. However, as of that date, the available cash and cash equivalents of the Group was only maintained at HK\$67.711 million. These conditions may create doubt about the Group's ability to continue as a going concern.

In preparing these consolidated financial statements, the directors of the Company have given careful consideration to the current and anticipated future liquidity of the Group and the ability of the Group to continue to attain profitable and positive cash flows from operations in the immediate and longer terms.

Based on the Group's credit history and historical relationship with the banks, the directors of the Company do not believe that it is probable that the banks will demand immediate repayment of bank borrowing of approximately HK\$233.984 million but rather such bank borrowings will be repaid in accordance with their scheduled repayment dates as disclosed in Note 6(a)(iv). Accordingly, principal and interest payments due within the next twelve months from the reporting date amounted to HK\$109.933 million.

In addition, in order to strengthen the Group's liquidity in the foreseeable future, the directors of the Company have taken measures such as closing down under-performing retail stores and implementing various cost control measures to reduce the costs of operations. The Group continues with the implementation of the aforementioned measures in order to achieve further improvement of the Group's liquidity in short-term and long-term periods.

2. 編製基準(續)

於2024年3月31日，本集團的流動負債約港幣233.984佰萬(載有按要求償還條款)的銀行貸款，其中港幣92.485佰萬為按合約須於未來十二個月內償還的銀行貸款，連同相關銀行貸款利息約港幣17.448佰萬。然而，於截至報告日，本集團可用現金及現金等值物僅維持在港幣67.711佰萬。此財務狀況可能導致對本集團的持續經營能力產生重大疑慮。

於編製該等綜合財務報表時，本公司董事已審慎考慮本集團之現有及預期未來流動資金，以及本集團即期及較長期業務持續達至盈利及正面現金流量之能力。

根據本集團的信貸歷史及與銀行的長期關係，本公司董事並不認為銀行要求即時償還約港幣233.984佰萬的銀行貸款，而是根據附註6(a)(iv)所披露的銀行之預定的償還日期按計劃償還該等銀行貸款。因此，自報告日期起計未來十二個月內到期應付的本金及利息約為港幣109.933佰萬。

此外，為增強本集團於可預見未來流動資金狀況，本公司董事已採取以下措施：關閉表現不佳的零售店舖；並制定各項成本控制措施，以縮緊經營成本。本集團將繼續實施上述措施，以進一步改善本集團短期及長期的流動性。

2. BASIS OF PREPARATION (Continued)

The directors of the Company have taken into account the cash requirements of the Group for the next twelve months commencing from the end of the reporting period. With unutilised banking facilities of approximately HK\$60.0 million as at 31 March 2024, other potential sources of funding, and continued adoption of the above measures, the directors have therefore concluded that the Group will have sufficient working capital to fully meet its financial obligations when they fall due. Accordingly, the consolidated financial statements have been prepared on a going concern basis.

3. ADOPTION OF REVISED HONG KONG FINANCIAL REPORTING STANDARDS

(a) Application of revised HKFRSs

The Group has applied the following relevant amendments to HKFRSs issued by the HKICPA for the first time, which are mandatorily effective for the annual period beginning on or after 1 April 2023 for the preparation of the consolidated financial statements:

Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies
Amendments to HKAS 8	Definition of Accounting Estimates
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction

Except as described below, the application of the amendments to HKFRSs in the current year has had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

2. 編製基準(續)

本公司董事已考慮本集團於報告期末起未來十二個月之現金需求。於2024年3月31日的未動用銀行融資約為港幣60.0佰萬元，其他潛在融資方式及繼續採取上述措施，董事繼而得出結論，本集團將擁有充足營運資金以履行其到期之財務責任，因此，此綜合財務報表已按持續經營基準編製。

3. 採納經修訂香港財務報告準則

(a) 應用經修訂香港財務報告準則

本集團於編製綜合財務報表時已首次採納以下由香港會計師公會頒佈的相關香港財務報告準則修訂本，有關修訂本自2023年4月1日或之後開始的年度期間強制生效：

香港會計準則第1號及香港財務報告準則實務報告第2號(修訂本)	會計政策披露
香港會計準則第8號(修訂本)	會計估計的定義
香港會計準則第12號(修訂本)	單一交易中產生的資產及負債相關的遞延稅項

除下文所披露者外，於本年度採納香港財務報告準則修訂本對本集團於本年度及過往年度之財務狀況及表現及／或對該等綜合財務報表所載之披露事宜並無重大影響。

3. ADOPTION OF REVISED HONG KONG FINANCIAL REPORTING STANDARDS (Continued)

(a) Application of revised HKFRSs (Continued)

Impact on application of Amendments to HKAS 1 and HKFRS Practice Statement 2 “Disclosure of Accounting Policies”

The Group has adopted Amendments to HKAS 1 and HKFRS Practice Statement 2 “Disclosure of Accounting Policies” for the first time in the current year. HKAS 1 “Presentation of Financial Statements” is amended to replace all instances of the term “significant accounting policies” with “material accounting policy information”. Accounting policy information is material if, when considered together with other information included in an entity’s financial statements, it can 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 also clarify that accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material. If an entity chooses to disclose immaterial accounting policy information, such information must not obscure material accounting policy information.

HKFRS Practice Statement 2 “Making Materiality Judgements” (the “Practice Statement”) is also amended to illustrate how an entity applies the “four-step materiality process” to accounting policy disclosures and to judge whether information about an accounting policy is material to its financial statements. Guidance and examples are added to the Practice Statement.

The application of the amendments has had no material impact on the Group’s financial positions and performance but has affected the disclosure of the Group’s accounting policies set out in Note 4 to the consolidated financial statements.

3. 採納經修訂香港財務報告準則(續)

(a) 應用經修訂香港財務報告準則(續)

應用香港會計準則第1號及香港財務報告準則實務報告第2號(修訂本)「會計政策披露」的影響

本集團於本年度首次採納香港會計準則第1號及香港財務報告準則實務報告第2號(修訂本)「會計政策披露」。香港會計準則第1號「財務報表呈列」予以修訂，以「重大會計政策資料」取代所有「重大會計政策」一詞。倘與實體財務報表所載之其他資料一併考慮時，可合理預期會影響一般用途財務報表之主要使用者基於該等財務報表作出之決定，則會計政策資料屬重大。

該等修訂本亦釐清，由於相關交易之性質、其他事件或情況，即使金額並不重大，會計政策資料亦可能屬重大。然而，並非所有有關重大交易、其他事件或情況之會計政策資料本身均屬重大。倘實體選擇披露不重大之會計政策資料，則有關資料不得隱瞞重大會計政策資料。

香港財務報告準則實務報告第2號作出重大判斷(「實務報告」)亦予以修訂，以說明實體如何將「四個步驟之重大程序」應用於會計政策披露及判斷有關會計政策之資料是否對其財務報表屬重大。指引及例子已加入實務報告。

應用該等修訂本對本集團財務狀況及表現並無重大影響，但影響綜合財務報表附註4所載列本集團會計政策的披露。

3. ADOPTION OF REVISED HONG KONG FINANCIAL REPORTING STANDARDS (Continued)

(a) Application of revised HKFRSs (Continued)

Impact on application of Amendments to HKAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction”

The Group has adopted Amendments to HKAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction” for the first time in the current year. The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences – e.g. leases.

Prior to the adoption of Amendments to HKAS 12, the Group applied the initial recognition exemption under paragraphs 15 and 24 of HKAS 12 for leasing transactions that give rise to equal and offsetting temporary differences, and therefore no deferred tax has been recognised for temporary differences relating to right-of-use assets and lease liabilities at initial recognition, and also over the lease terms under paragraph 22(c) of HKAS 12.

The Group has applied the transitional provisions under paragraphs 98K and 98L of Amendments to HKAS 12 to leasing transactions that occur on or after the beginning of the earliest comparative period presented and also, at the beginning of the earliest comparative period presented by:

- (i) Recognising a deferred tax asset to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised, and a deferred tax liability for all deductible and taxable temporary differences associated with right-of-use assets and lease liabilities; and
- (ii) Recognising the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained earnings (or other component of equity, as appropriate) at that date.

3. 採納經修訂香港財務報告準則(續)

(a) 應用經修訂香港財務報告準則(續)

應用香港會計準則第12號(修訂本)「單一交易中產生的資產及負債相關的遞延稅項」的影響

本集團於本年度首次採納香港會計準則第12號(修訂本)「單一交易中產生的資產及負債相關的遞延稅項」。該等修訂收窄初始確認豁免的範圍，以排除產生相等及可扣稅暫時差額的交易(如租賃)。

於採納香港會計準則第12號(修訂本)前，本集團已根據香港會計準則第12號第15及24段就會產生等值且可抵銷暫時性差異之租賃交易應用初始確認豁免，因此，於初始確認時及根據香港會計準則第12號第22(c)段於租賃期內並無就有關使用權資產及租賃負債之暫時性差額確認遞延稅項。

本集團已透過以下方式將香港會計準則第12號(修訂本)第98K及98L段項下之過渡條文應用於在所呈列最早比較期間開始時或之後以及在所呈列最早比較期間開始時發生之租賃交易：

- (i) 在可能獲得可扣減暫時性差異可用於應課稅溢利的情況下確認遞延稅項資產，並就所有與使用權資產及租賃有關之可扣減及應課稅暫時性差異確認遞延稅項負債；及
- (ii) 確認初始應用該等修訂本作為對該日保留盈利(或權益其他組成部分，如適用)期初餘額作出調整之累計影響。

3. ADOPTION OF REVISED HONG KONG FINANCIAL REPORTING STANDARDS (Continued)

(a) Application of revised HKFRSs (Continued)

Impact on application of Amendments to HKAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction” (Continued)

Based on the management’s assessment, there was immaterial impact on the consolidated balance sheet as at 1 April 2022, 31 March 2023 and 31 March 2024. There was also immaterial impact on the opening retained profits as at 1 April 2022 as a results of the change.

Change in accounting policy as a result of application of the HKICPA guidance on the accounting implications of the abolition of the Mandatory Provident Fund (“MPF”) – Long Service Payment (“LSP”) offsetting mechanism in Hong Kong

The Group has several subsidiaries operating in Hong Kong which are obliged to pay LSP to employees under certain circumstances. Meanwhile, the Group makes mandatory and voluntary MPF contributions to the trustee who administers the assets held in a trust solely for the retirement benefits of each individual employee. Offsetting of LSP against an employee’s accrued retirement benefits derived from employers’ MPF contributions was allowed under the Employment Ordinance (Cap.57).

In June 2022, the Government of the HKSAR gazetted the Employment and Retirement Schemes Legislation (Offsetting Arrangement) (Amendment) Ordinance 2022 (the “Amendment Ordinance”) which abolishes the use of the accrued benefits derived from employers’ mandatory MPF contributions to offset severance payment and LSP (the “Abolition”). The Abolition will officially take effect on 1 May 2025 (the “Transition Date”). In addition, under the Amendment Ordinance, the last month’s salary immediately preceding the Transition Date (instead of the date of termination of employment) is used to calculate the portion of LSP in respect of the employment period before the Transition Date.

3. 採納經修訂香港財務報告準則(續)

(a) 應用經修訂香港財務報告準則(續)

應用香港會計準則第12號(修訂本)「單一交易中產生的資產及負債相關的遞延稅項」的影響(續)

根據管理層的評估，對2022年4月1日、2023年3月31日及2024年3月31日之綜合資產負債表並無重大影響。該變動對2022年4月1日之期初保留溢利並無產生重大影響。

因應香港會計師公會就香港取消強制性公積金(「強積金」)與長期服務金(「長期服務金」)對沖機制的會計影響所發出的指引而作出的會計政策變動

本集團於香港擁有若干附屬公司，於某些情況下必須向僱員支付長期服務金。同時，本集團亦向負責管理以信託形式持有資產的受託人作出強制性及自願性強積金供款，該等資產僅用於支付各僱員的退休福利。《僱傭條例》(第57章)允許僱員以僱主的強積金供款累算退休權益抵銷長期服務金。

於2022年6月，香港特別行政區政府於憲報刊登《2022年僱傭及退休計劃法例(抵銷安排)(修訂)條例》(「修訂條例」)，取消使用強制性公積金制度下僱主的強制性供款累算權益抵銷遣散費及長期服務金(「廢除機制」)。廢除機制將於2025年5月1日(「過渡日期」)正式生效。此外，根據修訂條例，計算長期服務金的金額時，會以緊接過渡日期(而非僱傭終止日期)前最後一個月的薪金計算過渡日期前的僱傭期。

3. ADOPTION OF REVISED HONG KONG FINANCIAL REPORTING STANDARDS (Continued)

(a) Application of revised HKFRSs (Continued)

Change in accounting policy as a result of application of the HKICPA guidance on the accounting implications of the abolition of the Mandatory Provident Fund (“MPF”) – Long Service Payment (“LSP”) offsetting mechanism in Hong Kong (Continued)

In July 2023, the HKICPA published “Accounting implications of the abolition of the MPF-LSP offsetting mechanism in Hong Kong” which provides guidance for the accounting for the offsetting mechanism and the impact arising from abolition of the MPF-LSP offsetting mechanism in Hong Kong. In light of this, the Group has implemented the guidance published by the HKICPA in connection with the LSP obligation retrospectively so as to provide more reliable and more relevant information about the effects of the offsetting mechanism and the Abolition.

The Group considered the accrued benefits arising from employer MPF contributions that have been vested with the employee and which could be used to offset the employee’s LSP benefits as a deemed contribution by the employee towards the LSP. Historically, the Group has been applying the practical expedient in paragraph 93(b) of HKAS 19 to account for the deemed employee contributions as a reduction of the service cost in the period in which the related service is rendered.

3. 採納經修訂香港財務報告準則(續)

(a) 應用經修訂香港財務報告準則(續)

因應香港會計師公會就香港取消強制性公積金(「強積金」)與長期服務金(「長期服務金」)對沖機制的會計影響所發出的指引而作出的會計政策變動(續)

香港會計師公會於2023年7月刊發「取消香港強積金抵銷長期服務金機制的會計影響」，就對沖機制的會計方法及取消香港強積金抵銷長期服務金機制的影響提供指引。有見及此，本集團已追溯實施香港會計師公會就長期服務金責任發佈的指引，以便就對沖機制及廢除機制的影響提供更可靠及更恰當的資料。

本集團將已歸屬於僱員並可用於抵銷僱員長期服務金權益的僱主強積金供款所產生的累算權益視為僱員對長期服務金的視作供款。一直以來，本集團採用香港會計準則第19號第93(b)段中的可行權宜方法，將視作僱員供款作為提供相關服務期間服務成本的扣減入賬。

3. ADOPTION OF REVISED HONG KONG FINANCIAL REPORTING STANDARDS (Continued)

(a) Application of revised HKFRSs (Continued)

Change in accounting policy as a result of application of the HKICPA guidance on the accounting implications of the abolition of the Mandatory Provident Fund (“MPF”) – Long Service Payment (“LSP”) offsetting mechanism in Hong Kong (Continued)

Based on the HKICPA’s guidance, as a result of the Abolition, these contributions are no longer considered “linked solely to the employee’s service in that period” since the mandatory employer MPF contributions after the Transition Date can still be used to offset the pre-transition LSP obligation. Therefore, it would not be appropriate to view the contributions as “independent of the number of years of service” and the practical expedient in paragraph 93(b) of HKAS 19 is no longer applicable. Instead, these deemed contributions should be attributed to periods of service in the same manner as the gross LSP benefit applying paragraph 93(a) of HKAS 19.

Since the amount of the cumulative catch-up profit or loss adjustment for the year ended 31 March 2023 was immaterial, the Group did not restate the comparative figures for the financial statements. Accordingly, the Group has recognised the cumulative catch-up adjustment in the profit or loss for the year ended 31 March 2024, with corresponding adjustment to the LSP obligation.

3. 採納經修訂香港財務報告準則 (續)

(a) 應用經修訂香港財務報告準則 (續)

因應香港會計師公會就香港取消強制性公積金 (「強積金」) 與長期服務金 (「長期服務金」) 對沖機制的會計影響所發出的指引而作出的會計政策變動 (續)

根據香港會計師公會的指引，由於廢除機制，該等供款不再被視為「僅與僱員在該段期間的服務掛鉤」，乃由於過渡日期後的強制性僱主強積金供款仍可用作抵銷過渡前的長期服務金責任。因此，將該等供款視為「與服務年數無關」屬不恰當，而香港會計準則第19號第93(b)段中的可行權宜方法亦不再適用。相反，該等視作供款應與應用香港會計準則第19號第93(a)段的長期服務金權益總額一樣歸入服務期。

由於截至2023年3月31日止年度的累積追補損益調整並不重大，故本集團並未重列財務報表的比較數字。因此，本集團已確認截至2024年3月31日止年度的累積追補損益調整，並相應對長期服務金義務作出調整。

3. ADOPTION OF REVISED HONG KONG FINANCIAL REPORTING STANDARDS (Continued)

(b) Revised HKFRSs in issue but not yet effective

The Group has not early applied the following relevant amendments to standards and interpretation that have been issued but are not yet.

Amendments to HKAS 1 – Classification of Liabilities as Current or Non-current 香港會計準則第1號(修訂本) – 流動或非流動負債分類	1 April 2024 2024年4月1日
Amendments to HKAS 1 – Non-current Liabilities with Covenants 香港會計準則第1號(修訂本) – 附帶契諾的非流動負債	1 April 2024 2024年4月1日
Amendments to HKFRS 16 – Lease Liability in a Sales and Leaseback 香港財務報告準則第16號(修訂本) – 售後回租的租賃負債	1 April 2024 2024年4月1日
Hong Kong Interpretation 5 (Revised) Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause (“HK Int 5 (Revised)”) 香港詮釋第5號(經修訂)財務報表的呈報 – 分類為包含按要求償還條款的定期貸款之借款人(「香港詮釋第5號(經修訂)」)	1 April 2024 2024年4月1日
Amendments to HKAS 21 – Lack of Exchangeability 香港會計準則第21號(修訂本) – 缺乏可交換性	1 April 2025 2025年4月1日

The directors of the Company anticipate that the application of all other amendments to HKFRSs will not have material impact on the consolidated financial statements in the foreseeable future.

3. 採納經修訂香港財務報告準則(續)

(b) 已頒佈但尚未生效的經修訂香港財務報告準則

本集團並無提早應用以下已頒佈但尚未生效的準則及詮釋的相關修訂。

Effective for
accounting periods
of the Group
beginning on or after
本集團於以下日期
或之後開始的
會計期間生效

本公司董事預期，應用所有其他香港財務報告準則的修訂本將不會對於可見未來的綜合財務報表有重大影響。

4. MATERIAL ACCOUNTING POLICY INFORMATION

These consolidated financial statements have been prepared under the historical cost convention, unless mentioned otherwise in the accounting policies below (e.g. investment properties and certain financial instruments that are measured at fair value).

The preparation of financial statements in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 5.

The material accounting policies applied in the preparation of these consolidated financial statements are set out below:

(a) Consolidation

The consolidated financial statements include the financial statements of the company and its subsidiaries made up to 31 March. 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. When assessing control, the Group considers its potential voting rights as well as potential voting rights held by other parties. A potential voting right is considered only if the holder has the practical ability to exercise that right.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

4. 重要會計政策資料

本綜合財務報表乃按歷史成本常規法編製，除以下會計政策中另有說明之外(投資物業及部分金融工具按公平值計量)。

編製符合香港財務報告準則之綜合財務報表須採用若干重要會計估計，管理層亦須於應用本集團會計政策時作出判斷。附註5披露對涉及對本綜合財務報表重要的較高判斷力或複雜性的領域或假設和估計。

編制此綜合財務報表所採用的重要會計政策如下：

(a) 合併

綜合財務報表包括本公司及其附屬公司截至3月31日止的財務報表。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。在評估控制權時，本集團會考慮其潛在投票權以及其他各方持有的潛在投票權。僅於持有人能實際行使潛在投票權的情況下，方會考慮其權利。

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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(a) Consolidation (Continued)

The gain or loss on the disposal of a subsidiary that results in a loss of control represents the difference between (i) the fair value of the consideration of the sale plus the fair value of any investment retained in that subsidiary and (ii) the Company's share of the net assets of that subsidiary plus any remaining goodwill and any accumulated foreign currency translation reserve relating to that subsidiary.

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.

Non-controlling interests represent the equity in subsidiaries not attributable, directly or indirectly, to the Company. Non-controlling interests are presented in the consolidated statement of financial position and consolidated statement of changes in equity within equity. Non-controlling interests are presented in the consolidated statement of profit or loss and consolidated statement of profit or loss and other comprehensive income as an allocation of profit or loss and total comprehensive income for the year between the non-controlling shareholders and owners of the Company.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling shareholders even if this results in the non-controlling interests having a deficit balance.

4. 重要會計政策資料(續)

(a) 合併(續)

因出售附屬公司而導致喪失控制權的損益代表以下兩者之間的差額：(i)出售代價的公允價值加上該附屬公司保留的任何投資的公允價值；(ii)本公司所佔該附屬公司淨資產的份額加上與該附屬公司有關的任何剩餘商譽及任何累計外幣折算儲備。

集團內交易、結餘及未變現溢利均會予以對銷。除非該交易有證據顯示所轉讓資產出現減值，否則未變現虧損亦予以對銷。

非控股權益是指不是直接或間接歸屬於本公司的附屬公司股權。非控制權益在綜合財務狀況表及綜合權益變動表中的股東權益中呈列。非控股權益在綜合收益表及綜合收益及其他全面收益表中作為非控制股東與本公司權益持所有人之間本年度損益及綜合收益總額的分配呈列。

損益及其他全面收益的各組成部分歸屬於本公司權益持所有人及非控股權益，即使這會導致非控制權益出現赤字結餘。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(a) Consolidation (Continued)

Changes in the Company's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions (i.e. transactions with owners in their capacity as owners). The carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the noncontrolling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

(b) 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.

(c) 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.

4. 重要會計政策資料 (續)

(a) 合併 (續)

本公司對附屬公司所有者權益的變動，若不導致喪失控制權，則作為權益交易（即與權益持有人以權益持有人身分進行的交易）進行會計處理。控股和非控制權益的帳面價值會進行調整，以反映其在附屬公司中相關權益的變化。非控制權益調整金額與支付或收到代價的公允價值之間的任何差額直接在權益中確認並歸屬於公司權益持有人。

(b) 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。

(c) 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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(d) Foreign currency translation

(i) 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.

(ii) Transactions and balances

Transactions in foreign currencies are translated into the functional currency on initial recognition using the exchange rates prevailing on the transaction dates. Monetary assets and liabilities in foreign currencies are translated at the exchange rates at the end of each reporting period. Gains and losses resulting from this translation policy are recognised in profit or loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. The transaction date is the date on which the company initially recognises such non-monetary assets or liabilities. Non-monetary items that are measured at fair value in foreign currencies are translated using the exchange rates at the dates when the fair values are determined.

When a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. When a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss.

4. 重要會計政策資料(續)

(d) 外幣換算

(i) 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本集團之呈報貨幣。

(ii) 交易及結餘

外幣交易於初始確認時採用交易日的現行匯率換算為功能貨幣。外幣貨幣性資產和負債以報告期末的匯率折算。此換算政策產生的收益和損失計入損益。

按歷史成本以外幣計量的非貨幣性資產及負債，以交易日的匯率換算。交易日是本公司初始確認該非貨幣性資產或負債的日期。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。

當非貨幣性項目的收益和虧損在其他綜合收益表中確認時，該收益或虧損的任何匯兌部分均在其他綜合收益表中確認。當非貨幣項目的收益或虧損計入收益表時，該收益或虧損的任何交換部分也計入收益表。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(d) Foreign currency translation (Continued)

(iii) Translation on consolidation

The results and balance sheet 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:

- 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.

4. 重要會計政策資料(續)

(d) 外幣換算(續)

(iii) 綜合入賬換算

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

- 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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(e) 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.

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.

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	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.

4. 重要會計政策資料(續)

(e) 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。

其他資產之折舊以直線法於其估計可用年內分配其成本至剩餘價值。所採用年率如下：

租賃土地	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)。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(e) Property, plant and equipment (Continued)

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.

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 gains, net".

(f) 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 stated at fair value and their fair value. Gains or losses arising from changes in the fair value of investment properties are recognised in profit or loss for the period in which they arise.

An investment property is derecognised upon disposal or when the investment property is withdrawn from use. Any gain or loss on disposal of an investment property is the difference between the net sales proceeds and the carrying amount of the property and is recognised in profit or loss. Rental income from investment properties is accounted for as described in note 4(r).

4. 重要會計政策資料 (續)

(e) 物業、機器及設備 (續)

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。

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「其他收益，淨額」內。

(f) 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。

投資物業以公允價值及其公平價值計量。投資物業公允價值變動產生的收益或虧損，計入當期收益表。

投資物業在出售或退出使用時終止確認。出售投資物業的任何收益或虧損為出售所得款項淨額與該物業帳面金額之間的差額，並於收益表中確認。投資物業的租金收入依附註4(r)所述進行會計處理。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(g) Intangible assets

(i) Goodwill

Goodwill is subsequently measured as disclosed in Note 4(i). 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.

(ii) Trademarks

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

(iii) 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.

4. 重要會計政策資料(續)

(g) 無形資產

(i) 商譽

商譽其後按附註4(i)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。

(ii) 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。

(iii) 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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(h) Recognition and derecognition of financial instruments

Financial assets and financial liabilities are recognised in the consolidated balance sheet when the Group entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in income statement.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in income statement.

4. 重要會計政策資料(續)

(h) 金融工具之確認及終止確認

金融資產及金融負債於本集團實體成為該工具合約條文之訂約方時，在綜合財務狀況表內確認。

金融資產及金融負債初步按公平值計量。收購或發行金融資產及金融負債直接應佔之交易成本(以公允值計入損益表的金融資產和金融負債除外)於初步確認時加入金融資產公平值或從金融負債公平值扣除(倘適用)。於取得以公允值計入損益表的金融資產和金融負債直接應佔之交易成本立即計入當期損益。

僅當自資產收取現金流量之合約權利屆滿時，或本集團將金融資產及資產擁有權絕大部分風險及回報轉讓予另一實體時，本集團方會終止確認金融資產。倘本集團並未轉讓亦未保留所有權的絕大部分風險及回報，並繼續控制已轉讓資產，本集團確認其於資產的保留權益及可能需支付的相關負債。倘本集團保留已轉讓金融資產所有權的絕大部分風險及回報，則本集團繼續確認該金融資產並確認已收所取款項為有抵押借款。

本集團僅於其責任已獲解除、註銷或屆滿時方會終止確認金融負債。終止確認的金融負債的賬面值與已付及應付代價的差額(包括任何非現金資產轉讓或所承擔的債項)於損益內確認。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(h) Recognition and derecognition of financial instruments (Continued)

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.

(i) Financial assets

The Group classifies its financial assets in two categories:

- financial assets at amortised cost; and
- financial assets designated at fair value through other comprehensive income (“FVTOCI”) with no recycling of cumulative gains and losses upon derecognition (equity instruments)

Financial assets at amortised cost

The Group classifies its financial assets at amortised cost only if both of the following criteria are met:

4. 重要會計政策資料(續)

(h) 金融工具之確認及終止確認(續)

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，金融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。

(i) 金融資產

本集團將其金融資產分為兩類：

- 按攤銷成本計量的金融資產；及
- 指定為按公允值計入其他全面收益表且終止確認時累計損益不可轉回的金融資產(權益工具)。

按攤銷成本計量的金融資產

在同時滿足以下兩個條件時，本集團按攤銷成本對金融資產進行分類：

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(h) Recognition and derecognition of financial instruments (Continued)

(i) Financial assets (Continued)

Financial assets at amortised cost (Continued)

- the financial asset is held within a business model with the objective of collecting the contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

The Group's financial assets at amortised cost includes trade and other receivables, deposit and bank balances.

Financial assets designated at FVTOCI (Equity investment)

The Group makes an election to designate its equity investment at FVTOCI (non-recycling) such that subsequent changes in fair value are recognised in other comprehensive income. Such elections are made on an instrument-by-instrument basis but may only be made if the investment meets the definition of equity from the issuer's perspective. Where such an election is made, the amount accumulated in other comprehensive income remains in the fair value reserve (non-recycling) until the investment is disposed of. At the time of disposal, the amount accumulated in the fair value reserve (non-recycling) is transferred to retained profits. It is not recycled through income statement. Dividends from an investment in equity securities, irrespective of whether classified as at FVTPL or FVTOCI, are recognised in income statement as other income.

4. 重要會計政策資料 (續)

(h) 金融工具之確認及終止確認 (續)

(i) 金融資產 (續)

按攤銷成本計量的金融資產 (續)

- 金融資產是以收取合同現金流量為目標的業務模式而持有的；及
- 合同條款在特定日期產生的現金流量僅包括本金和未償還本金利息的支付。

本集團按攤銷成本計量的金融資產包括貿易及其他應收賬款、按金以銀行存款結餘。

指定為按公允值計入其他綜合全面收益表的金融資產 (權益工具)

本集團於初次確認投資時選擇指定將投資以公允值計入其他全面收益 (不可轉回) 計量，此後公允值之變動則於其他全面收益中確認。該等選擇以個別工具的基礎上作出，但該投資需符合發行人對權益之定義，方可作出該選擇。倘已作出選擇，於其他全面收益中所累計之金額便保留於公允值儲備 (不可轉回) 中，直至出售該投資為止。於出售時，該公允值儲備 (不可轉回) 中之累計金額將轉撥至保留溢利，而不會轉回計入損益。權益證券投資之股息，不論分類為以公允值計入損益，或以公允值計入其他全面收益，均於損益中確認為其他收入。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(h) Recognition and derecognition of financial instruments (Continued)

(i) Financial assets (Continued)

Financial assets designated at FVTOCI (Equity investment) (Continued)

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

(ii) Financial liabilities and equity instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument under HKFRSs. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. The accounting policies adopted for specific financial liabilities and equity instruments are set out below:

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.

4. 重要會計政策資料(續)

(h) 金融工具之確認及終止確認(續)

(i) 金融資產(續)

指定為按公允值計入其他綜合全面收益表的金融資產(權益工具)(續)

所有通過常規方式買賣之金融資產買賣於交易日確認及終止確認。常規買賣指須在市場規則或慣例訂定的時間內交收資產之金融資產買賣。所有已確認金融資產整體以攤銷成本或公平值計量，視乎金融資產的類別而定。

(ii) 金融負債及權益工具

根據香港財務報告準則，金融負債及權益工具乃根據該金融負債及權益工具所訂立合約安排性質及金融負債及權益工具之定義而進行分類。權益工具指證明於扣除本集團之所有負債後其資產中餘下權益之任何合約。具體金融負債及權益工具採用的會計政策載列如下：

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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(i) 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.

(j) Impairment of financial assets

The Group recognises an allowance for expected credit losses ("ECL") 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.

4. 重要會計政策資料(續)

(i) 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。

(j) 金融資產減值

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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(j) Impairment of financial assets (Continued)

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).

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.

4. 重要會計政策資料(續)

(j) 金融資產減值(續)

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)。

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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(j) Impairment of financial assets (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 ECL.

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.

4. 重要會計政策資料(續)

(j) 金融資產減值(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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(j) Impairment of financial assets (Cont'd)

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, if any, the Group chooses as its accounting policy to adopt the simplified approach in calculating ECLs with policies as described above.

(k) Leases

At inception of a contract, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to direct the use of the identified asset and to obtain substantially all of the economic benefits from that use.

4. 重要會計政策資料(續)

(j) 金融資產減值(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。

(k) 租賃

訂立一份合約時，本集團評估合約是否或包含租賃。倘合約轉移一段時期內控制已識別資產的使用以換取代價，則合約屬或包含租賃。如顧客有權控制已識別資產的使用並從該使用中獲得近乎所有的經濟利益時，即有控制權。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(k) Leases (Continued)

(i) The Group as a lessee

Where the contract contains lease component(s) and non-lease component(s), the Group has elected not to separate non-lease components and accounts for each lease component and any associated non-lease components as a single lease component for all leases.

At the lease commencement date, the Group recognises a right-of-use asset and a lease liability, except for short-term leases that have a lease term of 12 months or less and leases of low-value assets which, for the Group are primarily laptops and office furniture. When the Group enters into a lease in respect of a low-value asset, the Group decides whether to capitalise the lease on a lease-by-lease basis. The lease payments associated with those leases which are not capitalised are recognised as an expense on a systematic basis over the lease term.

Where the lease is capitalised, the lease liability is initially recognised at the present value of the lease payments payable over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using a relevant incremental borrowing rate. After initial recognition, the lease liability is measured at amortised cost and interest expense is calculated using the effective interest method. Variable lease payments that do not depend on an index or rate are not included in the measurement of the lease liability and hence are charged to income statement in the accounting period in which they are incurred.

4. 重要會計政策資料(續)

(k) 租賃(續)

(i) 本集團作為承租人

倘合約包含租賃部分及非租賃部分，則本集團選擇不區分非租賃部分，並就所有租賃將各租賃部分及任何相關的非租賃部分入賬列為單一租賃部分。

於租賃開始日期，本集團確認使用權資產及租賃負債，惟租賃期為12個月或以下的短期租賃及低價值資產租賃除外，就本集團而言主要為電腦及辦公傢俱。倘本集團就低價值資產訂立租賃，則本集團決定是否按個別租賃基準將有關租賃資本化。與該等並無資本化的租賃相關的租賃付款於租期內按系統基準確認為開支。

倘有關租賃被資本化，則有關租賃負債於租期內按應付租賃付款現值初步確認，並使用租賃內含利率或(如該利率無法輕易釐定)使用相關增量借款利率貼現。初步確認後，租賃負債按攤銷成本計量，利息開支則使用實際利率法計算。計量租賃負債時並不計及不會依賴指數或利率的可變租賃付款，故有關付款在產生的會計期間於損益中扣除。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(k) Leases (Continued)

(i) The Group as a lessee (Continued)

The right-of-use asset recognised when a lease is capitalised is initially measured at cost, which comprises the initial amount of the lease liability plus any lease payments made at or before the commencement date, and any initial direct costs incurred.

Where applicable, the cost of the right-of-use assets also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, discounted to their present value, less any lease incentives received. The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses, except for the right-of-use assets that meet the definition of investment property are carried at fair value.

Right-of-use assets in which the Group is reasonably certain to obtain ownership of the underlying leased assets at the end of the lease term are depreciated from commencement date to the end of the useful life. Otherwise, right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

Refundable rental deposits paid are accounted under HKFRS 9 and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

4. 重要會計政策資料(續)

(k) 租賃(續)

(i) 本集團作為承租人(續)

租賃資本化時確認的使用權資產初步按成本計量，其中包括租賃負債的初步金額加於開始日期或之前作出的任何租賃付款及任何已產生初步直接成本。

倘適用，使用權資產成本亦包括就拆除並移除相關資產或修復相關資產或其所在地盤產生的估計成本，並將其貼現至現值(扣除任何已收租賃優惠)。使用權資產其後按成本減累計折舊及減值虧損列賬，符合按公平值計量的投資物業定義的使用權資產除外。

本集團於租期結束時合理確定獲取相關租賃資產所有權的使用權資產自開始日期起至使用年期結束期間計提折舊。在其他情況下，使用權資產以直線法於其估計使用年期及租賃期(以較短者為準)內計提折舊。

已付的可退款租賃按金根據香港財務報告準則第9號列賬，初步按公平值計量。初步確認的公平值調整被視為額外租賃付款及計入使用權資產成本。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(k) Leases (Continued)

(i) The Group as a lessee (Continued)

The lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, or there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or there is a change arising from the reassessment of whether the Group will be reasonably certain to exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in income statement if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment properties and lease liabilities separately in the consolidated balance sheet.

(ii) The Group as a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to the ownership of an underlying assets to the lessee. If this is not the case, the lease is classified as an operating lease.

4. 重要會計政策資料 (續)

(k) 租賃 (續)

(i) 本集團作為承租人 (續)

倘指數或利率變動導致未來租賃付款變動，或本公司所估計根據餘值擔保預期應付的金額變動，或因重新評估本集團將是否合理確定行使購買、續期或終止選擇權而導致變動，則租賃負債予以重新計量。倘以此方式重新計量租賃負債，則會相應調整使用權資產賬面值，或倘使用權資產賬面值減至零，則將有關調整計入損益。

本集團將不符合投資物業定義的使用權資產及租賃負債單獨呈列於綜合資產負債表內。

(ii) 本集團作為出租人

倘本集團作為出租人，其於租賃開始時釐定一項租賃為融資租賃或經營租賃。倘租賃轉移相關資產的所有權附帶的絕大部分風險及報酬，該租賃應分類為融資租賃。倘不屬於該情況，該租賃被分類為經營租賃。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(l) 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 is recognised in the consolidated income statement within "other operating expenses".

(m) Cash and cash equivalents

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. Cash and cash equivalents are assessed for ECL.

(n) 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.

4. 重要會計政策資料(續)

(l) 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。

(m) 現金及現金等值物

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。現金及現金等值物屬需作預期信貸虧損評估。

(n) 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)。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(o) 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.

4. 重要會計政策資料(續)

(o) 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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(p) Contract liabilities

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.

(q) Related parties

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

- (a) A person or a close member of that person's family is related to the Group if that person:
 - (i) has control or joint control of 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

4. 重要會計政策資料(續)

(p) 合約負債

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。

(q) 關聯人士

若個人在下列情況下，將視為與本集團有關聯：

- (a) 該人士或該人士之近親與本集團有關係；
 - (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

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(q) Related parties (Continued)

- (b) An entity is related to the Group if any of the following conditions applies:
- (i) the entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
 - (ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
 - (iii) both entities 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;
 - (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 itself such a plan and the sponsoring employers of the postemployment 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.

4. 重要會計政策資料 (續)

(q) 關聯人士 (續)

- (b) 實體若符合下列情況之一，則與本集團有關聯：
- (i) 該實體及本集團為同一集團之成員公司 (意指母公司、子公司及兄弟公司間彼此具有關聯)；
 - (ii) 一實體為另一實體之關聯企業或合資 (或為某集團中某成員之關聯企業或合資，而另一實體亦為該集團之成員)；
 - (iii) 兩實體均為相同第三方之合資；
 - (iv) 一實體為一第三者之合營公司，且另一實體為該第三者之聯營公司；
 - (v) 該實體為本集團或與本集團有關聯的實體的僱員而設的受僱後福利計劃；倘本集團自身為該計劃，主辦的僱主亦與本集團有關聯；
 - (vi) 該實體受(a)所識別人士控制或共同控制；
 - (vii) 於(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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(r) Revenue recognition

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.

(i) Sale of watch 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 give rise to variable consideration.

- 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.

4. 重要會計政策資料(續)

(r) 收入確認

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。

(i) 銷售鐘錶

來自貨品銷售之收入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。

- 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)。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(r) Revenue recognition (Continued)

(ii) *Other income*

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

(iii) *Rental income*

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

(iv) *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.

(v) *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.

(s) Borrowing costs

Borrowing costs are expensed in the period in which they are incurred.

4. 重要會計政策資料 (續)

(r) 收入確認 (續)

(ii) *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。

(iii) *租金收入*

租金收入按租賃期時間比例基準確認。

(iv) *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。

(v) *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。

(s) 貸款成本

借貸成本於其發生期間的收益表內確認。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(t) Taxation

Income tax represents the sum of the current tax and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit recognised in income statement because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit and at the time of transaction does not give rise to equal taxable and deductible temporary differences.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

4. 重要會計政策資料(續)

(t) 稅項

所得稅指即期稅項及遞延稅項之總和。

即期應付稅項乃根據本年度之應課稅溢利計算。應課稅溢利與於損益確認之溢利不同，乃由於其他年度之應課稅或可予扣稅之收入或開支項目，以及免稅或不可扣稅之項目所致。本集團有關即期稅項之負債乃採用於報告期末已實施或實質已實施之稅率計算。

遞延稅項乃指在綜合財務報表內資產及負債之賬面值與計算應課稅溢利採用之相應稅基之暫時性差額。遞延稅項負債一般按所有應課稅暫時差額確認入賬。遞延稅項資產一般會在預期應課稅溢利可供作抵銷可予扣減暫時差額時確認入賬。倘暫時差額乃因商譽或首次確認一項既不影響應課稅溢利亦不影響會計溢利之交易（業務合併除外）中之其他資產及負債而產生，則不會確認有關資產及負債，該交易亦不產生相應的應課稅暫時性差額及可抵扣暫時性差額。

遞延稅項負債乃按於附屬公司之投資而產生之應課稅暫時差額確認入賬，惟倘本集團可控制暫時差額之撥回，並預期該暫時差額將不會在可見將來撥回者除外。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(t) Taxation (Continued)

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, based on tax rates that have been enacted or substantively enacted by the end of the reporting period. Deferred tax is recognised in income statement, except when it relates to items recognised in other comprehensive income or directly in equity, in which case the deferred tax is also recognised in other comprehensive income or directly in equity.

The measurement of deferred tax assets and liabilities reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

For the purposes of measuring deferred tax for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered through sale, unless the presumption is rebutted. The presumption is rebutted when the investment property is depreciable and is held within a business model of the Group whose business objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale. If the presumption is rebutted, deferred tax for such investment properties are measured based on the expected manner as to how the properties will be recovered.

4. 重要會計政策資料 (續)

(t) 稅項 (續)

遞延稅項資產之賬面值乃於各報告期末進行檢討，並於預期將不可能有充裕之應課稅溢利以抵銷所有或部分資產時調減。

遞延稅項乃根據於報告期末已實施或實質實施之稅率，按預期在負債償還或資產變現期間適用之稅率計算。遞延稅項乃自損益中扣除或計入，惟倘遞延稅項與其他全面收益或直接於權益確認之項目相關，則在此情況下亦會在其他全面收益或直接於權益內確認。

遞延稅項資產及負債之計量反映於報告期末本集團預期收回及結付其資產及負債賬面值之方式所產生之稅務影響。

就本集團確認使用公平價值方式計量之投資物業計量遞延稅項而言，除非對推定有反駁，否則假定該等物業賬面值是通過出售而收回的。當投資物業可折舊且以本集團的業務模式持有時，該推定被駁回。本集團的業務目標是隨著時間的推移體現該等物業的經濟利益，而不是通過出售該等物業來體現該等物業的經濟利益。如果推定被駁回，則該等投資物業的遞延稅項將根據有關如何收回物業的預期方式計量。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(t) Taxation (Continued)

For leasing transactions in which the tax deductions are attributable to the lease liabilities, the Group applies HKAS 12 requirements to right-of-use assets and lease liabilities separately. The Group recognises a deferred tax asset related to lease liabilities to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised and a deferred tax liability for all taxable temporary differences.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

(u) Employee benefits

(i) 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.

4. 重要會計政策資料(續)

(t) 稅項(續)

對於稅項扣減歸因於租賃負債的租賃交易，本集團對使用權資產和租賃負債分別應用香港會計準則第12號的規定。本集團在應課稅溢利可供作抵銷可予扣減暫時性差額時確認與租賃負債相關的遞延稅項資產及確認其所有應課稅暫時性差額的遞延稅項負債。

當可合法執行權利許可將即期稅項資產與即期稅項負債抵銷，並涉及與同一稅務機關徵收之所得稅有關且本集團擬按淨額基準結算其即期稅項資產及負債時，則遞延稅項資產及負債可互相對銷。

(u) 僱員福利

(i) 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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(u) Employee benefits (Continued)

(i) Pension obligations (Continued)

The Group pays contributions to publicly administered pension plans on a mandatory 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.

For the defined benefit retirement plans, the liability recognised in the consolidated balance sheet is the present value of the defined benefit obligation less the fair value of plan assets. The defined benefit obligation is calculated annually by using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using appropriate interest rates of selected corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension obligation.

4. 重要會計政策資料(續)

(u) 僱員福利(續)

(i) 退休計劃責任(續)

本集團按強制基準向公眾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。

就界定福利退休計劃而言，於綜合資產負債表中確認之負債為界定福利責任之現值減計劃資產之公平值。界定福利責任每年採用預計單位貸記法計算。界定福利責任之現值採用指定公司債券(以支付福利的貨幣計值，到期年期與相關退休金責任的年期相若)的適當利率貼現估計未來現金流出釐定。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(u) Employee benefits (Continued)

(i) Pension obligations (Continued)

Remeasurements of the net defined benefit liability which include actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), and any change in the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability) are recognised in other comprehensive income in the period in which they arise and will not be reclassified to profit or loss.

Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability. However, if the Group remeasures the net defined benefit liability before plan amendment, curtailment or settlement, the Group determines net interest for the remainder of the annual reporting period after the plan amendment, curtailment or settlement using the benefits offered under the plan and the plan assets after the plan amendment, curtailment or settlement and the discount rate used to remeasure such net defined benefit liability or asset, taking into account any changes in the net defined benefit liability or asset during the period resulting from contributions or benefit payments.

4. 重要會計政策資料(續)

(u) 僱員福利(續)

(i) 退休計劃責任(續)

重新計量界定福利負債淨額，包括精算收益及虧損、計劃資產回報率(不包括計入界定福利負債淨額的利息淨額)及資產上限影響的任何變動(不包括計入界定福利負債淨額的利息淨額)在其他期內綜合收益產生，不會重新分類為利潤或損失。

利息淨額乃使用於期初對界定福利負債之貼現率計算。但是，倘本集團在計劃修訂、縮減或結算前重新計量界定福利負債淨額，則本集團於計劃修訂、縮減或結算後，使用計劃修訂、縮減或結算後根據計劃提供的福利及計劃資產以及用於重新計量該界定福利負債淨額或資產的貼現率來釐定年度報告期剩餘的淨利息，並考慮到該期間由於繳款或福利支付導致的界定福利負債淨額或資產的任何變化。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(u) Employee benefits (Continued)

(i) Pension obligations (Continued)

Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Remeasurement

The retirement benefit obligation recognised in the consolidated balance sheet represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reduction in future contributions to the plan.

Discretionary contributions made by employees or third parties reduce service cost upon payment of these contributions to the plan.

For LSP obligation in Hong Kong, the Group accounts for the employer MPF contributions expected to be offsetted as a deemed employee contribution towards the LSP obligation in term of HKAS 19 paragraph 93(a) and it is measured on a net basis. The estimated amount of future benefit is determined after deducting the negative service cost arising from the accrued benefits derived from the Group's MPF contributions that have been vested with employees, which are deemed to be contributions from the relevant employees.

4. 重要會計政策資料(續)

(u) 僱員福利(續)

(i) 退休計劃責任(續)

界定福利成本分類如下：

- 服務成本(包括當前的服務成本，過去的服務成本以及縮減及結算的收益及虧損)；
- 利息支出或收入淨額；及
- 重新計量

綜合資產負債表內確認之退休福利責任代表本集團界定福利計劃實際虧損或盈餘。經此計算所產生之任何盈餘乃限於以計劃退款或削減未來計劃供款之形式而獲得之任何經濟利益之現值。

僱員或第三方作出的酌情供款於支付向計劃供款時減少服務成本。

就香港的長期服務金責任而言，根據香港會計準則第19號第93(a)段，本集團將預期抵銷的僱主強積金供款視為對長期服務金責任的僱員供款，並按淨額基準計量。未來福利的估算金額乃於扣除由本集團強積金供款(已歸屬於僱員而被視為相關僱員供款)的累算福利所產生的負服務成本後釐定。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(u) Employee benefits (Continued)

(ii) 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.

(iii) 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.

(iv) 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.

4. 重要會計政策資料(續)

(u) 僱員福利(續)

(ii) 利潤分享及花紅計劃

本集團根據本公司股東應佔溢利經調整後的公式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。

(iii) 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，於休假時確認。

(iv) 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。

4. MATERIAL ACCOUNTING POLICY INFORMATION
(Continued)

(v) Government grants

A government grant is recognised when there is reasonable assurance that the Group will comply with the conditions attaching to it and that the grant will be received.

Government grants relating to income are deferred and recognised in profit or loss over the period to match them with the costs they are intended to compensate. Government grants that become receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable.

(w) 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.

(x) Events after the reporting period

Events after the reporting period that provide additional information about the Group's position at the end of the reporting period are adjusting events and are reflected in the consolidated financial statements. Events after the reporting period that are not adjusting events are disclosed in the notes to the consolidated financial statements when material.

4. 重要會計政策資料 (續)

(v) 政府補助

當能合理確定本集團將遵守補助的附帶條件並將收到政府的補助金時，則補助會予以確認。

與收入相關的政府補助將遞延並於損益內根據與獲補償之成本作相對性的期間確認。作為已承擔開支或虧損的補償或向本集團提供即時財務援助而可收取(並無日後相關成本)的政府補助，乃於其成為可收取的期間於損益內確認。

(w) 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。

(x) 報告期後事項

為本集團於報告期末狀況提供額外資料之報告期後事項均屬於調整事項，並於綜合財務報表內反映。並非調整事項之報告期後事項如屬重大，則於綜合財務報表附註中披露。

5. CRITICAL JUDGEMENTS AND KEY ESTIMATES

Critical judgements in applying accounting policies

In the process of applying the accounting policies, the directors have made the following judgements that have the most significant effect on the amounts recognised in the consolidated financial statements (apart from those involving estimations, which are dealt with below).

(a) *Going concern basis*

These consolidated financial statements have been prepared on a going concern basis, the validity of which depends upon future operational performance and the expected future operating cash inflows; and the continuous availability of banking facilities. Details are explained in note 2 to the consolidated financial statements.

(b) *Significant increase in credit risk*

The ECL are measured as an allowance equal to 12-month ECL for stage 1 assets, or lifetime ECL for stage 2 or stage 3 assets. An asset moves to stage 2 when its credit risk has increased significantly since initial recognition. HKFRS 9 does not define what constitutes a significant increase in credit risk. In assessing whether the credit risk of an asset has significantly increased the Group takes into account qualitative and quantitative reasonable and supportable forward-looking information.

(c) *Determining the lease term*

In determining the lease term at the commencement date for leases that include renewal options exercisable by the Group, the Group evaluates the likelihood of exercising the renewal options taking into account all relevant facts and circumstances that create an economic incentive for the Group to exercise the option, including favourable terms, leasehold improvements undertaken and the importance of that underlying asset to the Group's operation.

5. 關鍵判斷及主要估計

應用會計政策之關鍵判斷

於應用會計政策過程中，董事已作出以下對綜合財務報表中所確認金額具有重大影響的判斷（在下文處理涉及估計的判斷除外）。

(a) 持續經營基準

此等綜合財務報表乃按持續經營基準編製，其有效性取決於未來的經營業績和預期的未來經營現金流入；以及銀行融資的持續可用性。有關詳情於綜合財務報表附註2說明。

(b) 信貸風險顯著增加

預期信貸虧損的計量方法是：第一階段資產的預期信貸虧損等於12個月的虧損撥備，第二階段或第三階段資產的預期信貸虧損按整個存續期預期信貸虧損的虧損撥備計量。自初始確認後，資產的信貸風險顯著增加，則資產進入第二階段。香港財務報告準則第9號並未界定何為信貸風險顯著增加。在評估資產的信貸風險是否顯著增加時，本集團考慮定性和定量的合理且可支持的前瞻性信息。

(c) 釐定租賃年期

於開始日期釐定含有本集團可行使重續選擇權的租賃的租賃年期時，本集團評估行使重續選擇權的可能性，當中計及產生令本集團行使選擇權的經濟優惠的所有相關事實及情況，包括優惠條款、已進行租賃裝修及該相關資產對本集團營運的重要性。

5. CRITICAL JUDGEMENTS AND KEY ESTIMATES
(Continued)

Critical judgements in applying accounting policies
(Continued)

(c) Determining the lease term (Continued)

Generally, periods covered by an extension option in other properties leases have not been included in the lease liability because the Group could replace the assets without significant cost or business disruption. See Note 19 for further information.

The lease term is reassessed when there is a significant event or significant change in circumstance that is within the Group's control. During the year, no lease term has been reassessed.

(d) Deferred tax for investment properties

For the purposes of measuring deferred tax for investment properties that are measured using the fair value model, the directors have reviewed the Group's investment property portfolios and concluded that the Group's investment properties are not held under a business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, rather than through sale. Therefore, in determining the Group's deferred tax for investment properties, the directors have adopted the presumption that investment properties measured using the fair value model are recovered through sale.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next year, are discussed below.

5. 關鍵判斷及主要估計(續)

應用會計政策之關鍵判斷(續)

(c) 釐定租賃年期(續)

一般而言，因為本集團可替換有關資產而不產生重大成本或導致業務中斷，其他物業租賃中延長選擇權涵蓋的期間並無計入租賃負債。進一步資料請參閱附註19。

當出現本集團可控制範圍內的重大事件或重大變動，則重新評估租賃年期。於本財務年度，並無重新評估租賃年期。

(d) 投資物業的遞延稅項

就本集團確認使用公平價值方式計量之投資物業遞延稅項而言，董事已審閱本集團之投資物業組合，並得出結論認為本集團之投資物業並非按照資產為目標的業務模式持有，本集團的業務目標是隨著時間的推移體現該等物業的經濟利益。因此，在確定本集團投資物業之遞延稅項時，董事採用根據投資物業通過出售收回的公平價值方式計量。

估計不明朗因素之主要來源

很大可能導致下一個財政年度資產及負債賬面值須作出重大調整之未來主要假設及於報告期末估計不明朗因素之其他主要來源於下文討論。

5. CRITICAL JUDGEMENTS AND KEY ESTIMATES
(Continued)

Key sources of estimation uncertainty (Continued)

(a) Income taxes

The Group is subject to income taxes in several jurisdictions. Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

During the year, the income tax was charged to income statement disclosed in Note 15.

(b) Impairment of property, plant and equipment and right-of-use assets

The Group assesses at least annually whether property, plant and equipment and right-of-use assets 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.

The carrying amount of property, plant and equipment and right-of-use assets as at 31 March 2024 were in Note 17 and Note 19 respectively.

5. 關鍵判斷及主要估計 (續)

估計不明朗因素之主要來源 (續)

(a) 所得稅

本集團須繳納若干司法權區之所得稅。釐定所得稅撥備時須作出重大估計。於日常業務過程中，本集團不少交易及計算之最終稅項釐定並不明確。倘有關事宜之最終稅務結果與初步記錄之金額有所不同，則該等差額將對作出釐定期間之即期稅項及遞延稅項撥備構成影響。

年內，計入損益表的所得稅於附註15內披露。

(b) 物業、機器及設備以及使用權資產減值

本集團會至少每年評估物業、機器及設備及使用權資產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。

於2024年3月31日，物業、機器及設備及使用權資產之賬面值分別在附註17和19內披露。

5. CRITICAL JUDGEMENTS AND KEY ESTIMATES
(Continued)

Key sources of estimation uncertainty (Continued)

(c) Fair value 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 2024 is disclosed in Note 18.

(d) Impairment of goodwill

The Group tests at least annually whether goodwill have suffered any impairment. The Group reviews goodwill 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.

The carrying amount of goodwill as at 31 March 2024 and valuation assumption used in determining recoverable amount is disclosed in Note 20.

5. 關鍵判斷及主要估計 (續)

估計不明朗因素之主要來源 (續)

(c) 投資物業之公平值

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2024年3月31日，投資物業之賬面值在附註18內披露。

(d) 商譽的減值

本集團每年測試商譽是否出現減值。本集團審閱商譽的減值，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。

於2024年3月31日，商譽之賬面值及有關釐定可收回金額所用估值假設的資料於附註20內披露。

5. CRITICAL JUDGEMENTS AND KEY ESTIMATES
(Continued)

Key sources of estimation uncertainty (Continued)

(e) Impairment of trademarks

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.

The carrying amount of trademarks as at 31 March 2024 and valuation assumption used in determining recoverable amount is disclosed in Note 20.

(f) Deferred tax assets

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.

The carrying amount of deferred tax assets recognised as at 31 March 2024 is disclosed in Note 29.

5. 關鍵判斷及主要估計 (續)

估計不明朗因素之主要來源 (續)

(e) 商標減值

商標因使用壽命不確定不每年攤銷而以成本計價。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。

於2024年3月31日，商標之賬面值及有關釐定可收回金額所用估值假設的資料於附註20內披露。

(f) 遞延稅項資產

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。

於2024年3月31日，已確認的遞延稅項資產之賬面值在附註29內披露。

5. CRITICAL JUDGEMENTS AND KEY ESTIMATES
(Continued)

Key sources of estimation uncertainty (Continued)

(g) Fair value measurement

The Group's unlisted equity investment was classified as equity investment at FVTOCI 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 investment at FVTOCI as at 31 March 2024 is disclosed in Note 21.

(h) 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 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.

The allowance for inventories was made for the year ended 31 March 2024 is disclosed in Note 23.

5. 關鍵判斷及主要估計 (續)

估計不明朗因素之主要來源 (續)

(g) 公平值計量

本集團的非上市股份投資分類為以公平值透過其他全面收益列賬的股份投資，並採用市場方法參照市場上可比較公司的市盈率進行公平價值計量。此估值需要本集團對市盈率，非市場性折讓進行估計，因此存在不確定性。

於2024年3月31日，以公平值透過其他全面收益列賬的股份投資之公平值在附註21內披露。

(h) 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。管理層將於結算日重新評估有關估計。

截至2024年3月31日止年度的存貨撥備在附註23內披露。

5. CRITICAL JUDGEMENTS AND KEY ESTIMATES
(Continued)

Key sources of estimation uncertainty (Continued)

(i) Impairment of trade receivables

The Group estimates ECL on trade receivables using a provision matrix. The provision rates are based on aging of debtors as groupings of various debtors taking into consideration the Group's historical default rates and forward-looking information that is reasonable and supportable available without undue costs or effort. At every reporting date, the historical observed default rates are reassessed and changes in the forward-looking information are considered.

As at 31 March 2024, the carrying amount of trade receivables (net of impairment loss) is disclosed in Note 24.

(j) Actuarial assumptions on defined benefit retirement plans

Accounting for defined benefit plans may be complex because actuarial assumptions are required to measure the obligation and the expense, with the possibility that actual results differ from the assumed results. These differences are known as actuarial gains and losses. Defined benefit obligations are measured using the projected unit credit method, according to which the Group has to make a reliable estimate of the amount of benefits earned in return for services rendered in current and prior periods, using actuarial techniques. As a result, the use of the projected unit credit method involves a number of actuarial assumptions. These assumptions include demographic assumptions such as mortality, turnover and retirement age and financial assumptions such as discount rates, salary and benefit levels. Such assumptions are subject to judgements and may develop materially differently than expected and therefore may result in significant impacts on defined benefit obligations.

5. 關鍵判斷及主要估計 (續)

估計不明朗因素之主要來源 (續)

(i) 應收貿易賬款減值

本集團使用撥備矩陣以計量應收帳款的預期信貸虧損。撥備率乃基於不同債務人分組的帳齡計算，並考慮本集團無需付出過多的成本或努力即可獲得的歷史違約率 and 前瞻性資訊是否合理且有支持性。於各報告期間，重新評估歷史觀察到的違約率，且考慮前瞻性資訊的變化。

於2024年3月31日，應收貿易賬款之賬面值(扣除減值損失淨額)在附註24內披露。

(j) 界定福利退休計劃之精算假設

界定福利計劃之入賬可能複雜，原因是需要精算假設以作債務及開支計量，實際結果與假定結果可能有差異。此等差異為精算收益與虧損。界定福利債務以預期單位信貸法計量，據此，本集團需使用精算技巧對以換取於即期及前期所提供服務而獲得的福利金額作可靠估計。因此，使用預期單位信貸法涉及多個精算假設。此等假設包括人口統計假設(如死亡率、流動率及退休年齡)及財務假設(如貼現率、薪酬及福利水平)。該等假設涉及判斷，可能與預期出現重大差異，因此，可能對界定福利債務構成重大影響。

5. CRITICAL JUDGEMENTS AND KEY ESTIMATES
(Continued)

Key sources of estimation uncertainty (Continued)

- (j) Actuarial assumptions on defined benefit retirement plans (Continued)

As at 31 March 2024, the carrying amount of retirement benefit obligations is disclosed in Note 31.

6. FINANCIAL RISK MANAGEMENT

(a) Financial risks

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.

- (i) Foreign exchange risk

The Group mainly operates in Hong Kong, China and a number of countries in Southeast 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.

5. 關鍵判斷及主要估計(續)

估計不明朗因素之主要來源(續)

- (j) 界定福利退休計劃之精算假設(續)

於2024年3月31日，退休福利承擔的賬面值於附註31披露。

6. 財務風險管理

(a) 財務風險

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。

- (i) 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。

6. FINANCIAL RISK MANAGEMENT (Continued)

(a) Financial risks (Continued)

(i) Foreign exchange risk (Continued)

The impact to the Group's profit 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 as at the end of the reporting date is summarised below:

		2024		2023	
			Increase/ (decrease) in profit before income tax 除稅前溢利 增加／ (減少) HK\$'000 港幣仟元		Increase/ (decrease) in profit before income tax 除稅前溢利 增加／ (減少) HK\$'000 港幣仟元
Increase in foreign exchange rate 外匯匯率 的增加				Increase in foreign exchange rate 外匯匯率 的增加	
Singapore dollar	新加坡元	5%	959	5%	1,463
Malaysian ringgit	馬來西亞令吉	5%	(754)	5%	(765)
Thai baht	泰銖	5%	(4,687)	5%	(5,172)
Renminbi	人民幣	5%	826	5%	839
Swiss franc	瑞士法郎	5%	21,683	5%	8,636

Decrease in the above foreign exchange rates by 5% (2023: 5%) would affect the profit before income tax by the same amount but in the opposite direction.

6. 財務風險管理 (續)

(a) 財務風險 (續)

(i) 外匯風險 (續)

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溢利概約影響概要如下：

上述外匯匯率減少5% (2023年：5%) 將對除稅前溢利產生相同金額但相反方向的影響。

6. FINANCIAL RISK MANAGEMENT (Continued)

(a) Financial risks (Continued)

(ii) 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 disclosed in Note 25. The Group's exposure to changes in interest rates is mainly attributable to its bank borrowings as disclosed in Note 33. Bank borrowings at variable rates expose the Group to cash flow interest-rate risk. 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 2024, if interest rates of bank borrowings at variable rates had been 50 basis points (2023: 50 basis points) higher/lower with all other variables held constant, profit before income taxes would have been HK\$1.170 million (2023: HK\$1.714 million) lower/higher, mainly as a result of higher/lower interest expense.

6. 財務風險管理 (續)

(a) 財務風險 (續)

(ii) 利率風險

由於本集團並無重大計息資產除附註25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附註33披露之銀行貸款。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。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2024年3月31日，倘貸款利率上升／降低50個(2023年：50個)基點而其他因素保持不變，除所得稅前溢利將降低／上升港幣1.170佰萬元(2023年：港幣1.714佰萬元)，主要是由於浮動利率借貸利息開支上升／降低所致。

6. FINANCIAL RISK MANAGEMENT (Continued)

(a) Financial risks (Continued)

(iii) 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 disclosed in the consolidated balance sheet.

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 at the end of reporting date. The amounts presented are gross carrying amounts for financial assets.

6. 財務風險管理(續)

(a) 財務風險(續)

(iii) 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。

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，及報告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。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

6. FINANCIAL RISK MANAGEMENT (Continued)

(a) Financial risks (Continued)

(iii) Credit risk (Continued)

		12-month ECLs 12個月預期 信貸虧損	Lifetime ECLs 全期預期信貸虧損			
		Stage 1 第一階段 HK\$'000 港幣仟元	Stage 2 第二階段 HK\$'000 港幣仟元	Stage 3 第三階段 HK\$'000 港幣仟元	Simplified approach 簡化方法 HK\$'000 港幣仟元	Total 總計 HK\$'000 港幣仟元
2024	2024年					
Trade receivables (note a)	應收賬款(附註 a)	-	-	-	92,255	92,255
Financial assets included in deposits and other receivables (note b)	包括按金及其他應收 賬款的財務資產 (附註 b)	60,829	-	-	-	60,829
Consideration receivable	應收代價	341,686	-	-	-	341,686
Cash and cash equivalents	現金及現金等值物	67,711	-	-	-	67,711
		470,226	-	-	92,255	562,481
2023	2023年					
Trade receivables (note a)	應收賬款(附註 a)	-	-	-	71,921	71,921
Financial assets included in deposits and other receivables (note b)	包括按金及其他應收 賬款的財務資產 (附註 b)	49,125	-	-	-	49,125
Cash and cash equivalents	現金及現金等值物	85,426	-	-	-	85,426
		134,551	-	-	71,921	206,472

Note:

- (a) The Group applies the simplified approach for impairment of trade receivables, information based on the provision matrix is disclosed in Note 24.
- (b) The credit quality of the financial assets included in deposits and other receivables are 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.

附註：

- (a) 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24。
- (b) 倘包含在按金及其他應收賬款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」。

6. FINANCIAL RISK MANAGEMENT (Continued)

(a) Financial risks (Continued)

(iv) Liquidity risk

The Group's policy is to regularly monitor current and expected liquidity requirements to ensure that it maintains sufficient reserves of cash to meet its liquidity requirements in the short and longer 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.

6. 財務風險管理(續)

(a) 財務風險(續)

(iv) 流動資金風險

本集團之政策為定期監察目前及預期之流動資金需要，以確保本集團維持足夠現金儲備以應付其短期及較長期之流動資金需要。

下表顯示本集團之財務負債，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。

		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 5 years 2至5年內 HK\$'000 港幣仟元	Over 5 years 5年以上 HK\$'000 港幣仟元
As at 31 March 2024	於2024年3月31日				
Bank borrowing (note)	銀行貸款(附註)	251,432	-	-	-
Lease liabilities	租賃負債	68,469	38,941	13,849	-
Trade and other payables	貿易及其他應付賬款	115,698	-	-	-
		435,599	38,941	13,849	-
As at 31 March 2023	於2023年3月31日				
Bank borrowing (note)	銀行貸款(附註)	355,548	-	-	-
Lease liabilities	租賃負債	56,629	34,154	8,813	-
Trade and other payables	貿易及其他應付賬款	137,198	-	-	-
		549,375	34,154	8,813	-

6. FINANCIAL RISK MANAGEMENT (Continued)

(a) Financial risks (Continued)

(iv) Liquidity risk (Continued)

Note:

Certain bank borrowings contain a repayment on demand clause which can be exercised at the bank's sole discretion. Taking into account the Group's consolidated balance sheet, the directors do not believe that it is probable that the banks will exercise their discretionary rights to demand immediate repayment. The directors believe that such bank borrowings will be repaid in accordance with the scheduled repayment dates set out in the loan agreements. The analysis below shows the cash outflows based on the scheduled repayment. The amount includes interest payments computed using contractual rates.

		Within 1 year 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 2024	於2024年3月31日	109,933	32,712	26,059	121,198
At 31 March 2023	於2023年3月31日	129,122	95,003	27,795	128,260

6. 財務風險管理 (續)

(a) 財務風險 (續)

(iv) 流動資金風險 (續)

附註：

若干貸款載有應要求償還的條文，可按銀行全權酌情行使。根據本集團的信貸歷史及與銀行的長期關係，董事並不認為銀行會行使其酌情權要求即時償還，反而根據其預定的償還日期償還該等銀行貸款。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。

6. FINANCIAL RISK MANAGEMENT (Continued)

(b) Categories of financial instruments

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Financial assets:	金融資產：		
Equity investment 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	5,710	3,064
Financial assets at amortised cost:	以攤銷成本計量的金融資產：		
– Consideration receivable	– 應收代價	341,686	–
– Trade and other receivables and deposits	– 貿易及其他應收賬款及按金	153,084	121,046
– Cash and cash equivalents	– 現金及現金等值物	67,711	85,426
		568,191	209,536
Financial liabilities:	金融負債：		
Financial liabilities at amortised cost:	以攤銷成本計量的金融負債：		
– Trade and other payables	– 貿易及其他應付賬款	115,698	137,198
– Bank borrowings	– 銀行貸款	233,984	342,848
		349,682	480,046
Lease liabilities	租賃負債	113,194	92,768

(c) Fair value

The carrying amounts of the Group's financial assets and financial liabilities as disclosed in the consolidated balance sheet approximate their respective fair value.

6. 財務風險管理(續)

(b) 金融工具分類

(c) 公平值

本集團綜合資產負債表內反映之金融資產及金融負債之賬面值與其各自之公平值相若。

6. FINANCIAL RISK MANAGEMENT (Continued)

(d) 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.

The Group monitors capital on the basis of the gearing ratio and this 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 ratio of the Group were as follows:

6. 財務風險管理 (續)

(d) 資本管理

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。

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)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」。

本集團借貸比率載列如下：

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Bank borrowings (Note 33)	銀行貸款(附註33)	233,984	342,848
Less:	減：		
Cash and cash equivalents (Note 25)	現金及現金等值物(附註25)	(67,711)	(85,426)
Net debt	淨債務	166,273	257,422
Shareholders' funds	股東資金	906,580	424,052
Gearing ratio	借貸比率	18.3%	60.7%

7. FAIR VALUE MEASUREMENTS

(i) Fair value hierarchy

The Group's finance department leading by the Chief Financial Officer (the "CFO") is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance controllers report directly to the CFO. 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 CFO.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

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.

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.

7. 公平值計量

(i) 公平值架構

本集團由首席財務總裁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。

公平值乃市場參與者在計量日進行之有秩序交易中出售一項資產所收取或轉讓一項負債所支付之價格。以下披露之公平值計量使用公平值等級機制，有關機制將用以計量公平值之估值技術之輸入數據分為三級，詳情如下：

第1層：在活躍市場買賣的金融工具的公平值按報告期末的市場報價列賬。

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。

7. FAIR VALUE MEASUREMENTS (Continued)

(i) Fair value hierarchy (Continued)

The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer. Disclosures of level in fair value hierarchy:

		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 2024	於2024年3月31日				
Financial assets	金融資產				
Equity investment 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 securities	– 非上市股本證券	–	–	5,710	5,710
Non-financial assets	非金融資產				
Investment properties	投資物業				
– commercial building	– 商業樓宇	–	–	297,800	297,800
		–	–	303,510	303,510
At 31 March 2023	於2023年3月31日				
Financial assets	金融資產				
Equity investment 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 securities	– 非上市股本證券	–	–	3,064	3,064
Non-financial assets	非金融資產				
Investment properties	投資物業				
– commercial building	– 商業樓宇	–	–	297,900	297,900
		–	–	300,964	300,964

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

7. 公平值計量(續)

(i) 公平值架構(續)

本集團之政策為於轉撥事件或導致轉撥情況發生變化當日，確認轉入及轉出三個級別。按公平值等級作出之披露：

年內，經常性公平值計量之第1、2及3層之間概無轉撥。

7. FAIR VALUE MEASUREMENTS (Continued)

(ii) Valuation techniques used to determine fair values

Financial assets

The valuation of unlisted equity investment at fair value through other comprehensive income 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 enterprise value of earnings before interest, tax, depreciations and amortisation (“EV to EBITDA”) multiple and price to earnings multiple, for each comparable company identified. The multiple is calculated by dividing the market capitalisation by the profits of the comparable companies. The multiple is then discounted for non-marketability. The discounted multiple is applied to the profit of the unlisted equity investment to measure the fair value at each reporting period.

Non-financial assets

The fair value of the investment properties is arrived at on the basis of valuation carried out by Savills (Macau) Limited (“Savills”) independent valuer which is not related to the Group. The Group’s finance department reviews the valuations performed by 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 was 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.

7. 公平值計量(續)

(ii) 釐定公平值所用的估值技術

金融資產

按公平值透過其他全面收益列賬的非上市股份投資的估值通過使用基於市場的估值技術釐定。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企業價值對除利息、稅項、折舊及攤銷前盈利比率（企業價值倍數）及市盈率倍數。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。於各報告期間，貼現倍數用於非上市股份投資的盈利以計量公平值。

非金融資產

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。

7. FAIR VALUE MEASUREMENTS (Continued)

(iii) Reconciliation of financial assets and non-financial assets measured at level 3

7. 公平值計量(續)

(iii) 按第3層公平值計量之金融資產及非金融資產對賬

		Equity investment 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 HK\$'000 港幣仟元	Investment properties 投資物業 HK\$'000 港幣仟元
At 1 April 2022	於2022年4月1日	1,593	283,100
Revaluation surplus transfer to equity	轉至股權的重估收益	1,471	–
Change in fair value recognised in income statement	於收益表內確認的公平值變動	–	14,800
At 31 March 2023 and 1 April 2023	於2023年3月31日及2023年4月1日	3,064	297,900
Revaluation surplus transfer to equity	轉至股權的重估收益	2,646	–
Change in fair value recognised in income statement	於收益表內確認的公平值變動	–	(100)
At 31 March 2024	於2024年3月31日	5,710	297,800

7. FAIR VALUE MEASUREMENTS (Continued)

(iv) Valuation processes

The Group's finance department is responsible for the fair value measurement of financial assets required for financial purposes, including Level 3 fair value measurements. The financial department reports directly to the 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 inputs used in fair value measurement by the Group are derived and evaluated as follows:

- price to earnings multiple
- EV to EBITDA multiple
- non-marketability discount rate

(v) Valuation inputs and relationships to fair value

Financial assets

The most significant unobservable input is EV to EBITDA multiple of 1 (2023: 1), and non-marketability discount rate of 32% (2023: 32%). The lower the EV to EBITDA multiple, the lower the fair value of the equity investment 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 investment at fair value through other comprehensive income.

As at 31 March 2024, if the non-marketability discount rate increase/(decrease) by 1%, it would result in (decrease)/increase in fair value by HK\$82,000 (2023: HK\$45,000).

7. 公平值計量(續)

(iv) 估值程序

本集團財務部門專責就財務報告目的所需的金融資產項目估值，包括第3層公平值。此財務部門直接向首席財務總裁(CFO)和審核委員會(AC)匯報。為配合本集團的半年報告期，CFO與AC最少每六個月開會一次，討論估值流程和相關結果。

本集團計量公允值使用的主要數據從下列資訊中取得和評估：

- 市盈率倍數
- 企業價值倍數
- 非流動性貼現率

(v) 估值輸入數據及與公平值的關係

金融資產

最重大不可觀察輸入數據為1的企業價值倍數(2023年：1)及32%的非流動性貼現率(2023年：32%)。企業價值倍數越低，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2024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(降低)／上升港幣82,000元(2023年：港幣45,000元)。

7. FAIR VALUE MEASUREMENTS (Continued)

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

Non-financial assets

Valuation technique(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
估值技術		2024	2023
Direct comparison method based on market observable transactions of similar properties and adjust to reflect the conditions of the subject property.	1. Unit rate 2. Frontage	From HK\$35,000 to HK\$218,000 per square feet	From HK\$35,000 to HK\$217,000 per square feet
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。	1. 單位價格 2. 朝向	每平方呎由港幣35,000元至港幣218,000元	每平方呎由港幣35,000元至港幣217,000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

7. 公平值計量(續)

(v) 估值輸入數據及與公平值的關係(續)

非金融資產

8. REVENUE AND SEGMENT INFORMATION

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 business nature and geographical perspectives. From a perspective on business nature, the Group has two reportable segments, namely watch retail and watch wholesale trading segments. From a geographical perspective, management mainly assesses the performance of watch retail operations in (i) Hong Kong, Macau and Mainland China and (ii) the rest of Asia.

Revenue represents sales of goods from watch retail segment and watch wholesale trading segment. 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.

Unallocated income represents dividend income from unlisted equity investment, gain on disposal of assets held for sale and a subsidiary and re-measurement of deferred consideration payable in respect of acquisition of a subsidiary in prior years. Net corporate expenses mainly represent corporate staff costs and provision for senior management bonus. Unallocated assets represent property, plant and equipment, investment properties and right-of-use assets at corporate level, unlisted equity investment, deferred tax assets and cash and cash equivalents. Unallocated liabilities represent lease liabilities, other payables and accruals at corporate level, bank borrowings, deferred tax liabilities and income tax payable.

8. 收入及分部資料

本公司之首席運營決策者為本公司行政董事。行政董事主要從業務性質及地區角度審閱本集團之財務資料。從業務性質角度來看，本集團有二個分部報告，即鐘錶零售及鐘錶批發業務分部。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零售業績。

收入是指來自鐘錶零售分部及鐘錶批發分部的商品銷售。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。

未分配收入指來自非上市股份投資的股息收入、出售持作可供出售資產的收益、出售附屬公司收益及有關以前年度收購附屬公司重新計量遞延應付代價收益。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。未分配的資產指集團層面的物業、機器及設備、投資物業及使用權資產、非上市的股份投資、遞延稅項資產以及現金及現金等值物。未分配的負債是指集團層面的租賃負債、其他應付款項及應計費用、銀行貸款、遞延稅項負債及應付所得稅。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

8. REVENUE AND SEGMENT INFORMATION (Continued)

For the year ended 31 March 2024

8. 收入及分部資料(續)

截至2024年3月31日止年度

		Watch retail 鐘錶零售			Total 合計
		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	Watch wholesale trading 鐘錶 批發業務 HK\$'000 港幣仟元	
Revenues from contracts with customers within the scope of HKFRS 15	香港財務報告準則第15號 範圍內的客戶合約收益				
– Gross segment	– 分部總額	321,506	221,506	403,231	946,243
– Inter-segment	– 分部間	–	–	(178,682)	(178,682)
Sales to external customers	銷售予外來客戶	321,506	221,506	224,549	767,561
Timing of revenue recognition	收入確認時間				
– At a point in time	– 於一個時間點轉撥	321,506	221,506	224,549	767,561
Segment results	分部業績	8,035	(10,610)	27,230	24,655
Unallocated income	未分配收入				528,308
Net corporate expenses	集團行政淨支出				(41,264)
Finance costs	財務成本				(29,993)
Profit before tax	除稅前溢利				481,706
Income tax expense	所得稅支出				(8,381)
Profit for the year	年度溢利				473,325

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

8. REVENUE AND SEGMENT INFORMATION (Continued)

8. 收入及分部資料 (續)

For the year ended 31 March 2024 (Continued)

截至2024年3月31日止年度 (續)

		Watch retail 鐘錶零售				
		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	Watch wholesale trading 鐘錶 批發業務 HK\$'000 港幣仟元	Unallocated 未分配 HK\$'000 港幣仟元	Total 合計 HK\$'000 港幣仟元
Additional of non-current assets:	新增非流動資產：					
– property, plant and equipment	– 物業、機器及設備	(16,399)	(9,618)	(3,124)	(1,283)	(30,424)
– right-of-use assets	– 使用權資產	(60,232)	(26,628)	(2,026)	–	(88,886)
Depreciation:	折舊：					
– property, plant and equipment	– 物業、機器及設備	(5,445)	(5,206)	(738)	(10,648)	(22,037)
– right-of-use assets	– 使用權資產	(32,488)	(25,253)	(4,346)	–	(62,087)
Impairment of:	減值：					
– property, plant and equipment	– 物業、機器及設備	(3,674)	(1,369)	–	(1,689)	(6,732)
– intangible assets	– 無形資產	–	–	–	(1,083)	(1,083)
– right-of-use assets	– 使用權資產	(13,167)	(4,889)	–	–	(18,056)
– trade receivable	– 應收貿易賬款	(265)	–	(945)	–	(1,210)
– consideration receivable	– 應收代價	–	–	–	(5,203)	(5,203)
Fair value change of investment properties	投資物業公平值變動	(400)	–	–	300	(100)
Reversal of provision/(provision) for inventories	存貨撥備的回撥／ (存貨撥備)	13,985	(139)	7,075	–	20,921
Segment assets	分部資產	402,059	138,716	227,099	660,751	1,428,625
Segment liabilities	分部負債	(104,248)	(55,106)	(60,433)	(296,553)	(516,340)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

8. REVENUE AND SEGMENT INFORMATION (Continued)

For the year ended 31 March 2023

8. 收入及分部資料(續)

截至2023年3月31日止年度

		Watch retail 鐘錶零售			Total 合計
		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	Watch wholesale trading 鐘錶 批發業務 HK\$'000 港幣仟元	
Revenues from contracts with customers within the scope of HKFRS 15	香港財務報告準則第15號範圍內的客戶合約收益				
– Gross segment	– 分部總額	274,023	255,136	457,342	986,501
– Inter-segment	– 分部間	–	–	(181,047)	(181,047)
Sales to external customers	銷售予外來客戶	274,023	255,136	276,295	805,454
Timing of revenue recognition	收入確認時間				
– At a point in time	– 於一個時間點轉撥	274,023	255,136	276,295	805,454
Segment results	分部業績	(14,713)	6,546	40,975	32,808
Unallocated income	未分配收入				79,184
Net corporate expenses	集團行政淨支出				(31,148)
Finance costs	財務成本				(21,273)
Profit before tax	除稅前溢利				59,571
Income tax expense	所得稅支出				(8,466)
Profit for the year	年度溢利				51,105

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

8. REVENUE AND SEGMENT INFORMATION (Continued)

8. 收入及分部資料 (續)

For the year ended 31 March 2023 (Continued)

截至2023年3月31日止年度 (續)

		Watch retail 鐘錶零售				
		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	Watch wholesale trading 鐘錶 批發業務 HK\$'000 港幣仟元	Unallocated 未分配 HK\$'000 港幣仟元	Total 合計 HK\$'000 港幣仟元
Additional of non-current assets:	新增非流動資產：					
– property, plant and equipment	– 物業、機器及設備	(2,645)	(3,201)	(582)	(796)	(7,224)
– right-of-use assets	– 使用權資產	(27,314)	(35,190)	(9,726)	–	(72,230)
Depreciation:	折舊：					
– property, plant and equipment	– 物業、機器及設備	(3,664)	(3,820)	(476)	(10,731)	(18,691)
– right-of-use assets	– 使用權資產	(24,667)	(26,958)	(4,166)	–	(55,791)
Impairment of:	減值：					
– property, plant and equipment	– 物業、機器及設備	(320)	–	–	–	(320)
– intangible assets	– 無形資產	–	–	(3,878)	–	(3,878)
– right-of-use assets	– 使用權資產	(1,897)	(3,673)	–	–	(5,570)
Fair value change of investment properties	投資物業公平值變動	10,600	–	–	4,200	14,800
Reversal of provision for inventories	存貨撥備的回撥	6,821	109	1,244	–	8,174
Segment assets	分部資產	353,007	139,400	227,068	343,648	1,063,123
Segment liabilities	分部負債	(78,261)	(57,497)	(81,857)	(415,445)	(633,060)

8. REVENUE AND SEGMENT INFORMATION (Continued)

Geographical information

An analysis of the Group's revenue and segment results by geographical area are as follows:

		Revenue 收入		Segment results 分部業績	
		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Hong Kong, Macau and Mainland China	香港、澳門及中國大陸	423,092	383,180	21,992	435
Rest of Asia	亞洲其餘地區	343,670	421,076	1,877	34,306
Europe	歐洲	799	1,198	786	(1,933)
		767,561	805,454	24,655	32,808

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

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Hong Kong, Macau and Mainland China	香港、澳門及中國大陸	504,304	500,966
Rest of Asia	亞洲其餘地區	78,566	78,032
Europe	歐洲	37,283	37,117
		620,153	616,115

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

These were no revenue transactions with a single external customer which amounted to 10% or more of the Group's revenue during the year (2023: Nil).

8. 收入及分部資料(續)

地區資料

按地區分析集團收入及分部業績如下：

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、遞延稅項資產、應收代價、應收貿易賬款及可退還按金除外)如下：

上述收入資料乃根據客戶所在地編製。

年內，並無來自單一外部客戶的收入超過本集團收入的10%或以上(2023年：無)。

8. REVENUE AND SEGMENT INFORMATION (Continued)

Geographical information (Continued)

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

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Sales of watches	銷售鐘錶	1,345	1,280

Performance obligations

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 at 31 March 2024, the remaining performance obligations (unsatisfied or partially unsatisfied) 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.

8. 收入及分部資料(續)

地區資料(續)

在報告期初計入合同負債的已確認收入：

	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Sales of watches	1,345	1,280

履約義務

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。於2024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。

9. OTHER GAINS

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Exchange losses	匯兌虧損	(12,128)	(454)
Fair value changes of investment properties	投資物業公平值變動	(100)	14,800
Gain on disposal of:	出售收益：		
– property, plant and equipment	– 物業、機器及設備	122	67
– a subsidiary (Note 34(c))	– 附屬公司(附註34(c))	509,487	–
– assets held for sale (Note 26)	– 持作可供出售資產(附註26)	–	78,689
Gain on termination of leases	終止租賃合約收益	70	213
Re-measurement of deferred consideration payable in respect of acquisition of a subsidiary in prior years (Note 32(d))	重新計量遞延應付代價(有關以前年度收購附屬公司)(附註32(d))	17,340	–
		514,791	93,315

9. 其他收益

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

10. OTHER INCOME

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Building management fee income	樓宇管理費收入	2,580	2,580
Interest income	利息收入	1,589	252
Rental income	租金收入	5,671	4,859
Dividend income	股息收入	1,481	495
Rent concessions	租金減免	124	1,960
Shared service income	共享服務收入	15,316	14,400
Government subsidies (note)	政府補助(附註)	118	7,452
Sundries	雜項	1,986	2,158
		28,865	34,156

Note:

There is no government grant in respect of COVID-19 related subsidies relates to Employment Support Scheme provided by Hong Kong, Malaysia, Singapore and Macau governments for the year ended 31 March 2024 (2023: HK\$6.947 million).

11. FINANCE COSTS

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Interest on:	利息：		
– bank borrowings	– 銀行貸款	21,507	15,127
– lease liabilities	– 租賃負債	8,486	6,146
		29,993	21,273

10. 其他收入

	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
樓宇管理費收入	2,580	2,580
利息收入	1,589	252
租金收入	5,671	4,859
股息收入	1,481	495
租金減免	124	1,960
共享服務收入	15,316	14,400
政府補助(附註)	118	7,452
雜項	1,986	2,158
	28,865	34,156

附註：

截至2024年3月31日止年度，並無收到由香港特別行政區政府、澳門特別行政區政府、馬來西亞和新加坡政府因新型冠狀病毒疫情而提供之政府補貼(2023年：港幣6.947佰萬)。

11. 財務成本

	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
利息：		
– 銀行貸款	21,507	15,127
– 租賃負債	8,486	6,146
	29,993	21,273

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

12. PROFIT BEFORE TAX

The Group's profit before tax has been derived after debiting or (crediting) the following items in the income statement.

12. 除稅前溢利

本集團的除稅前溢利已扣除／(計入)收益表中以下項目。

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Auditor's remuneration:	核數師酬金：		
– audit services	– 核數服務	2,204	2,110
– non-audit services	– 非核數服務	530	776
Cost of inventories sold and raw materials consumed	出售存貨成本及原材料消耗	381,888	440,309
Depreciation of:	折舊：		
– property, plant and equipment (Note 17)	– 物業、機器及設備(附註17)	22,037	18,691
– right-of-use assets (Note 19)	– 使用權資產(附註19)	62,087	55,791
Employee benefit expenses (Note 13)	僱員福利支出(附註13)	183,893	195,704
Fair value changes of investment properties (Note 18)	投資物業公平值變動(附註18)	100	(14,800)
Impairment loss of:	減值：		
– property, plant and equipment (Note 17)	– 物業、機器及設備(附註17)	6,732	320
– right-of-use assets (Note 19)	– 使用權資產(附註19)	18,056	5,570
– intangible assets (Note 20)	– 無形資產(附註20)	1,083	3,878
– consideration receivable (Note 22)	– 應收代價(附註22)	5,203	–
– trade receivable (Note 24(b))	– 應收貿易賬款(附註24(b))	1,210	–
Gain on disposal of property, plant and equipment	出售物業、機器及設備收益	(122)	(67)
Gain on termination of leases	終止租賃合約收益	(70)	(213)
Lease rental in respect of land and buildings	關於土地及樓宇的租賃租金		
– short-term lease payments	– 短期租賃付款	26,388	27,151
– variable lease payments	– 可變租賃付款	5,260	5,303
– rent concession (Note 10)	– 租金減免(附註10)	(124)	(1,960)
Reversal of provision for inventories (Note 23)	存貨撥備回撥(附註23)	(20,921)	(8,174)

13. EMPLOYEE BENEFIT EXPENSES

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Salaries and allowances	薪金及津貼	167,944	177,738
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)	13,322	14,936
Others	其他	2,627	3,030
		183,893	195,704

(a) Pensions-defined contribution plans

The Group operates 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.

Meanwhile, relevant employees of subsidiaries outside Hong Kong contribute to the local pension schemes, contributions to the local pension schemes 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.

For the year ended 31 March 2024, forfeited contributions totaling HK\$1.424 million (2023: HK\$295,000) arising from employees leaving the ORSO scheme, were utilised to offset contributions during the year.

13. 僱員福利支出

(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。強積金計劃成立後，職業退休計劃並無新增僱員或供款。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2024年3月31日止年度內，僱員離職時被沒收之職業退休計劃供款總額港幣1.424百萬元（2023年：港幣295,000元），已被動用以抵銷年內供款。

13. 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 directors (2023: one director) whose emoluments are reflected in the analysis shown in Note 14. The emoluments payable to the remaining three (2023: four) highest paid individuals during the year are as follows:

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Basic salaries, allowances and benefits in kind	基本薪金，津貼及實物利益	3,899	5,327
Performance bonuses	表現花紅	5,471	4,657
Contributions to pension plans	退休金計劃的供款	177	192
		9,547	10,176

The emoluments fell within the following bands:

介於下列酬金組別人士如下：

		Number of individuals 人數	
		2024	2023
Emolument bands (in HK dollars)	薪酬組別 (港幣)		
HK\$1,000,001 to HK\$1,500,000	港幣1,000,001元至港幣1,500,000元	–	1
HK\$1,500,001 to HK\$2,000,000	港幣1,500,001元至港幣2,000,000元	–	–
HK\$2,000,001 to HK\$2,500,000	港幣2,000,001元至港幣2,500,000元	–	1
HK\$2,500,001 to HK\$3,000,000	港幣2,500,001元至港幣3,000,000元	1	1
Over HK\$3,000,000	港幣3,000,000元以上	2	1
		3	4

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

14. BENEFITS AND INTERESTS OF DIRECTORS

(a) Directors' emoluments

The remuneration of every director of the Company is set out below:

14. 董事福利及權益

(a) 董事酬金

本公司各董事酬金如下：

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：							
Name	Fee	Basic salaries, allowances, and benefits in kind	Contributions to retirement benefit schemes	Discretionary bonus	Remunerations paid or payable in respect of accepting 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 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
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	酌情花紅 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
For the year ended 31 March 2024 截至2024年3月31日							
Joseph C. C. Wong (i) 黃創增(i)	100	1,159	53	-	-	-	1,312
Suriyan Joshua Kanjanapas (ii) 黃瑞欣(ii)	-	-	-	407	-	-	407
Liao Ching Mei (iii) 廖晶薇(iii)	28	467	20	147	-	-	662
Kwan Chi Kin, Wallace (iv) 關志堅(iv)	52	1,078	44	1,760	-	-	2,934
Ho Chi Kin, Jeff 何致堅	135	-	-	-	-	-	135
Lai Kai Ming, Ricky 黎啟明	135	-	-	-	-	-	135
Cheung Ho Ling, Honnus (vi) 張可玲(vi)	135	-	-	-	-	-	135
	585	2,704	117	2,314	-	-	5,720
For the year ended 31 March 2023 截至2023年3月31日							
Joseph C. C. Wong (i) 黃創增(i)	100	750	41	-	-	-	891
Kwan Chi Kin, Wallace (iv) 關志堅(iv)	80	1,559	65	1,944	-	-	3,648
Ho Chi Kin, Jeff 何致堅	135	-	-	-	-	-	135
Lai Kai Ming, Ricky 黎啟明	135	-	-	-	-	-	135
Kwong Yi Hang, Agnes (v) 龔易行(v)	51	-	-	-	-	-	51
Cheung Ho Ling, Honnus (vi) 張可玲(vi)	84	-	-	-	-	-	84
	585	2,309	106	1,944	-	-	4,944

14. BENEFITS AND INTERESTS OF DIRECTORS (Continued)

(a) Directors' emoluments (Continued)

- (i) Mr. Joseph C. C. Wong is also the chief executive officer of the Group.
- (ii) Mr. Suriyan Joshua Kanjanapas was appointed as the Company's non-executive director on 20 October 2021 and re-designated from a non-executive director to an executive director on 25 April 2024. During the year ended 31 March 2023, no directors' remuneration was paid to him in the capacity as director.
- (iii) Ms. Liao Ching Mei has been appointed as executive director and chief financial officer of the Group from 24 November 2023.
- (iv) Mr. Kwan Chi Kin, Wallace has resigned as executive director and chief financial officer of the Group on 24 November 2023.
- (v) Dr. Kwong Yi Hang, Agnes has retired by rotation as an independent non-executive director of the Company upon the expiry of her term of office on 16 August 2022.
- (vi) Ms. Cheung Ho Ling, Honnus has been appointed as an independent non-executive director of the Company on 16 August 2022.

During the year ended 31 March 2024 and 31 March 2023, none of the directors waived their emoluments, except for Mr. Joseph C.C. Wong waived a portion of his salary of HK\$579,267 for the year ended 31 March 2024 (2023: HK\$750,000).

(b) Directors' retirement benefits and termination benefits

None of the directors received or will receive any retirement benefits or termination benefits during the year (2023: Nil).

(c) Consideration provided to receivable by third parties for making available directors' services

During the year ended 31 March 2024, the Company did not pay consideration to any third parties for making available directors' services (2023: Nil).

14. 董事福利及權益 (續)

(a) 董事酬金 (續)

- (i) 黃創增先生亦是本集團行政總裁。
- (ii) 黃瑞欣先生於2021年10月20日獲委任為本公司非行政董事並於2024年4月25日由非行政董事調任為行政董事。於截至2023年3月31日止年度，彼並無以董事身分獲發董事酬金。
- (iii) 廖晶薇女士於2023年11月24日獲委任為行政董事及首席財務總裁。
- (iv) 關志堅先生於2023年11月24日辭任行政董事及首席財務總裁。
- (v) 鄺易行博士於2022年8月16日任期屆滿時輪值退任本公司獨立非行政董事。
- (vi) 張可玲女士於2022年8月16日獲委任為本公司獨立非行政董事。

截至2024年3月31日及2023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2024年3月31日止年度放棄其部分薪金港幣579,267元(2023年：港幣750,000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(2023年：無)。

(c) 就獲取董事服務向第三方支付之代價

截至2024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(2023年：無)。

14. BENEFITS AND INTERESTS OF DIRECTORS (Continued)

(d) Information about loans, quasi-loans and other dealings in favour of directors, controlled bodies corporate and connected entities

During the year ended 31 March 2024, there are no loans, quasi-loans and other dealing arrangements in favour of directors, controlled bodies corporate by and controlled entities with such directors (2023: Nil).

(e) Directors' material interests in transactions, arrangements or contracts

Except as disclosed in Note 36, 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.

14. 董事福利及權益(續)

(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2024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(2023年：無)。

(e) 董事在交易，協議或合同的重大利益

除附註36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。

15. INCOME TAX EXPENSE

15. 所得稅支出

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Current income tax	本期稅項		
– Hong Kong profits tax	– 香港利得稅	3,923	3,649
– Overseas profits tax	– 海外利得稅	2,317	5,314
– Under provision in prior years	– 過往年度撥備過少	1,731	98
		7,971	9,061
Deferred tax (Note 29)	遞延稅項(附註29)	410	(595)
		8,381	8,466

15. INCOME TAX EXPENSE (Continued)

The provision for Hong Kong Profits Tax for 2024 is calculated at 16.5% (2023: 16.5%) of the estimated assessable profits for the year. Taxation on 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.

A reconciliation of the tax expense applicable to profit before tax at the statutory rates for the jurisdictions in which the Company and the majority of its subsidiaries are domiciled to the tax expense at the effective tax rates are as follows:

15. 所得稅支出 (續)

2024年度香港得稅乃根據估計應課稅溢利按稅率16.5%(2023年：16.5%)計算。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。

本公司及大部分附屬公司所在地司法管轄區按其適用的法定稅率計算的除所得稅前溢利稅項與其按實際稅率計算的稅項有差別，調節表如下：

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Profit before tax	除稅前溢利	481,706	59,571
Tax at the statutory tax rates of 16.5% (2023: 16.5%)	按法定稅率16.5%(2023年：16.5%)計算的稅項	79,481	9,829
Effect of different tax rates of subsidiaries	附屬公司不同稅率的影響	(74,579)	(2,012)
Tax effect arising from:	稅務影響產生自：		
– Non-taxable income	— 無需課稅的收入	(17,269)	(19,611)
– Non-deductible expenses	— 不可扣稅的開支	8,162	7,772
– Recognition of temporary differences not previously recognised	— 確認往年未被確認的暫時性差額	1,721	(961)
– Utilisation of previously unrecognised tax losses	— 使用往年未確認的稅項虧損	(533)	(2,402)
– Tax losses not recognised	— 未確認的稅項虧損	9,652	16,721
– Tax reduction	— 稅項減免	(9)	(18)
– Others	— 其他	24	(950)
– Under provision in prior years	— 過往年度撥備過少	1,731	98
Income tax expense	所得稅支出	8,381	8,466

16. EARNINGS PER SHARE

Basic

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

16. 每股盈利

基本

每股基本盈利以年內本公司權益持有人應佔本集團溢利除以已發行普通股加權平均數而計算。

		2024	2023
Profit attributable to equity holders of the Company (HK\$'000)	本公司權益持有人應佔溢利 (港幣仟元)	473,151	50,795
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 earnings per share attributable to the equity holders of the Company (HK cents)	本公司權益持有人應佔每股 基本盈利(港仙)	45.21	4.85

Diluted

Diluted earnings per share for the years ended 31 March 2024 and 31 March 2023 are the same as the basic earnings per share amounts as there were no potentially dilutive ordinary shares in issues during two years.

攤薄

截至2024年3月31日及2023年3月31日止年度，每股攤薄盈利金額與每股基本盈利金額相同，因為於兩個年度內並無潛在攤薄普通股。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

17. PROPERTY, PLANT AND EQUIPMENT

17. 物業、機器及設備

		Freehold, leasehold land and buildings 私有產權 土地、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
Cost	成本			
At 1 April 2022	於2022年4月1日	265,170	247,412	512,582
Additions	添置	–	7,224	7,224
Disposals/written off	出售／撇賬	–	(16,623)	(16,623)
Exchange realignment	匯兌差額	(1,810)	(2,540)	(4,350)
At 31 March 2023 and 1 April 2023	於2023年3月31日及2023年4月1日	263,360	235,473	498,833
Additions	添置	–	30,424	30,424
Disposals/written off	出售／撇賬	–	(16,182)	(16,182)
Exchange realignment	匯兌差額	(3,621)	(4,088)	(7,709)
At 31 March 2024	於2024年3月31日	259,739	245,627	505,366
Accumulated depreciation and impairment losses	累計折舊及減值			
At 1 April 2022	於2022年4月1日	78,933	236,901	315,834
Charge for the year	本年度折舊	10,958	7,733	18,691
Disposals/written off	出售／撇賬	–	(16,616)	(16,616)
Impairment loss (Note a)	減值(附註a)	–	320	320
Exchange realignment	匯兌差額	(676)	(2,403)	(3,079)
At 31 March 2023 and 1 April 2023	於2023年3月31日及2023年4月1日	89,215	225,935	315,150
Charge for the year	本年度折舊	10,930	11,107	22,037
Disposals/written off	出售／撇賬	–	(16,153)	(16,153)
Impairment loss (Note a)	減值(附註a)	–	6,732	6,732
Exchange realignment	匯兌差額	(1,793)	(3,734)	(5,527)
At 31 March 2024	於2024年3月31日	98,352	223,887	322,239
Carrying amount	賬面值			
At 31 March 2024	於2024年3月31日	161,387	21,740	183,127
At 31 March 2023	於2023年3月31日	174,145	9,538	183,683

17. PROPERTY, PLANT AND EQUIPMENT (Continued)

Note:

- (a) As at 31 March 2024, carrying amounts of retail stores assets represent property, plant and equipment and right-of-use assets of approximately HK\$152.815 million (2023: HK\$151.392 million) and HK\$82.170 million (2023: HK\$70.336 million) respectively.

The Group regards its individual retail stores as separately identifiable CGUs and the recoverable amounts of the CGUs is determined with reference to their value-in-use. Management carried out an impairment assessment for the retail stores assets, including property, plant and equipment and right-of-use assets, which exhibited an impairment indicator. Management performed impairment assessment for under-performing retail stores, such as stores making a loss and early closure of stores before the lease term. The carrying amount of the retail stores assets is written down to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. The estimates of the recoverable amount of retail stores assets were based on value-in-use calculations using discounted cash flow projections based on the forecasts approved by management covering the remaining tenure of the lease, with 14% (2023: 13%) discount rate.

Due to a slowdown in the watch retailing operations, the Group has revised its value-in-use of those retail stores that exhibited impairment indicator. As a result, during the year ended 31 March 2024, impairment of property, plant and equipment of approximately HK\$6.732 million (2023: HK\$320,000) and impairment of right-of-use assets of approximately HK\$18.056 million (2023: HK\$5.570 million) 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.

Key assumptions used in the value-in-use calculations for the recoverable amount as follow:

- Revenue: based on estimated sales with reference to recent average yearly performance in all regions.
 - Running cost: based on the estimated change related to the Group's cost saving plan and measures.
- (b) As at 31 March 2024, the carrying amount of the Group's property, plant and equipment pledged as security for the Group's bank borrowings (Note 33) amounted to HK\$136.014 million (2023: HK\$145.718 million).

17. 物業、機器及設備(續)

附註：

- (a) 於2024年3月31日，零售店鋪的物業、機器及設備及使用權資產的賬面值分別約為港幣152.815百萬元(2023年：港幣151.392百萬元)和港幣82.170百萬元(2023年：港幣70.336百萬元)。

本集團視其個別零售店鋪為獨立可識別現金產生單位，而可收回之現金產生單位是經參考若干物業設備的使用價值釐定。管理層對出現減值指標的零售店鋪資產(包括物業、機器及設備以及使用權資產)進行減值評估。管理層對虧損的店鋪及租賃期提前關閉等表現不佳的零售店鋪進行減值評估。倘零售店鋪資產的賬面值大於其估計可收回金額，則將其賬面值撇減至可收回金額。零售店鋪的估計可收回金額按使用價值釐定，並根據經管理層批准涵蓋租賃剩餘年期的預測使用折現現金流量，貼現率為14%(2023年：13%)。

由於手錶零售業務放緩，本集團已修訂有減值跡像的零售店鋪的使用價值。因此，截至2024年3月31日止年度，物業、機器及設備的減值約為港幣6.732百萬元(2023年：港幣320,000元)及使用權資產減值約為港幣18.056百萬元(2023年：港幣5.570百萬元)。由於其賬面值預計無法悉數收回而作出減值。減值虧損已計入綜合收益表的其他營運支出中。

可收回金額的使用價值計算中使用的主要假設如下：

- 收入：根據所有地區最近平均每年的銷售額表現估計。
 - 營運成本：根據本集團節省成本計劃及措施有關的估計變化。
- (b) 於2024年3月31日，本集團物業、機器及設備賬面值港幣136.014百萬元(2023年：港幣145.718百萬元)已抵押給銀行以獲取附註33內本集團的銀行信貸。

18. INVESTMENT PROPERTIES

18. 投資物業

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
At 1 April	於4月1日	297,900	283,100
Changes in fair value	公平值變動	(100)	14,800
At 31 March	於3月31日	297,800	297,900

The investment properties were revalued at the end of the reporting date by independent professionally qualified valuer.

該投資物業於報告期末由獨立專業合資格估值師估值。

(i) Amount recognised in consolidated income statement for investment properties

(i) 投資物業於收益表中確認的金額

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Rental income	租金收入	4,292	3,684
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	(389)	(343)
		3,903	3,341

18. INVESTMENT PROPERTIES *(Continued)*

(ii) Lease arrangements

Commitments for minimum lease payments receivable on leases of the investment properties are set out in Note 35(a).

The Group leases out its properties under operating leases with rentals payable monthly. The leases typically run for an initial period of 2 to 3 years.

The Group is not exposed to foreign currency risk as a result of the lease arrangements, as all leases are denominated in the respective functional currencies of group entities. The lease contracts do not contain residual value guarantee and/or lessees' option to purchase the property at the end of lease term.

(iii) Pledge

The Group's investment properties have been pledged as security for the Group's bank borrowings (Note 33).

18. 投資物業 (續)

(ii) 租賃安排

有關投資物業應收最低租賃款項承諾載於附註35(a)。

本集團在經營租賃項下出租其物業，每月收取租金。租賃通常為期2年至3年。

由於所有租賃合約均以集團實體各自的功能貨幣計算，故本集團不會因租賃安排而承受外幣風險。租賃合約均不包含殘值擔保，在租賃期滿時承租人亦無權選擇購買該物業。

(iii) 抵押

本集團的投資物業已抵押給銀行以獲取銀行貸款(附註33)。

19. RIGHT-OF-USE ASSETS

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
At 1 April	於4月1日	85,668	77,593
Addition	添置	88,886	72,230
Termination of leases	終止租賃合約	(658)	(1,715)
Depreciation charge for the year	本年度折舊	(62,087)	(55,791)
Impairment losses (Note 17(a))	減值(附註17(a))	(18,056)	(5,570)
Exchange differences	匯兌差額	(2,441)	(1,079)
At 31 March	於3月31日	91,312	85,668

The recognised right-of-use assets relate to the following types of assets:

已確認的使用權資產涉及以下類型的資產：

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Land use rights	土地使用權	264	517
Property:	物業：		
– office premises	– 辦公室	8,553	14,358
– retail stores	– 零售店鋪	82,170	70,336
Motor vehicles	汽車	325	457
		91,312	85,668

19. RIGHT-OF-USE ASSETS (Continued)

Lease liabilities of HK\$113.194 million (2023: HK\$92.768 million) are recognised with related right-of-use assets of HK\$91.312 million (2023: HK\$85.668 million) as at 31 March 2024. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

For both years, the Group leases various offices and retail stores for its operations. Generally, lease contracts are entered into for fixed term of 1 year to 3 years but may have extension and termination options as described below. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable.

Some leases include an option to renew the lease for an additional period after the end of the contract term. Where practicable, the Group seeks to include such extension options exercisable by the Group to provide operational flexibility. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. If the Group is not reasonably certain to exercise the extension options, the future lease payments during the extension periods are not included in the measurement of lease liabilities. The potential exposure to these future lease payments is summarised below:

19. 使用權資產(續)

於2024年3月31日，港幣113.194佰萬元(2023年：港幣92.768佰萬元)租賃負債已連同港幣91.312佰萬元(2023年：港幣85.668佰萬元)的相關使用權資產予以確認。該等租賃協議並無施加任何契諾，惟出租人於已租賃資產中持有的擔保權益除外。已租賃資產不得就借貸目的用作抵押品。

該等年度內，本集團租賃多間辦公室及零售店進行營運。一般而言，租賃合約按1年至3年的固定年期訂立，惟可具有下文所述的延長及終止選擇權。租賃年期乃按個別基準商定，包括範疇廣泛的不同條款及條件。釐定租賃年期及評估不可撤銷期間的長度時，本集團應用合約的定義及釐定合約可強制執行的期間。

部分租賃包括於合約年期結束後按額外期間重續租賃的選擇權。於實際可行的情況下，本集團尋求含有可供本集團行使該等延長選擇權的租賃，以提供營運靈活性。本集團於租賃開始日期評估是否合理確定能行使延長選擇權。倘本集團無法合理確定行使延長選擇權，延長期間內的未來租賃付款不會計入租賃負債的計量內。該等未來租賃付款的潛在風險概述如下：

19. RIGHT-OF-USE ASSETS (Continued)

19. 使用權資產 (續)

		Lease liabilities recognised (discounted)		Potential future lease payments under extension options not included in lease liabilities (undiscounted)	
		確認的 租賃負債(貼現)		不包括在租賃負債中延期 選擇權項下潛在的未來 租賃付款(未貼現)	
		2024	2023	2024	2023
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣仟元	港幣仟元	港幣仟元	港幣仟元
Office premises	辦公室	499	2,366	4,032	4,032
Retail stores	零售店舖	11,180	7,100	16,090	11,150

In addition, the Group reassesses whether it is reasonably certain to exercise an extension option, upon the occurrence of either a significant event or a significant change in circumstances that is within the control of the lessee. During the year ended 31 March 2024, there has been no such triggering event.

Details of total cash outflow for leases is set out in Note 34(b).

During the year ended 31 March 2024, the Group leased a number of retail stores which contain variable lease payment terms that are based on sales generated from the retail stores and minimum annual lease payment terms that are fixed. These payment terms are common in retail shops in the regions where the Group operates. The amount of COVID-19 related rent concession recognised is disclosed in Note 10. The amount of short-term and variable lease payments recognised in consolidated income statement is disclosed in Note 12.

此外，當承租人的控制範圍內發生重大事件或情況有重大改變，本集團重新評估是否合理確定能行使延長選擇權。於截至2024年3月31日止年度，概無有關觸發事件。

租賃現金流出總額的詳細資料在附註34(b)中列出。

於截至2024年3月31止年度，本集團租賃多間零售店舖，包含基於零售店舖所產生銷售的可變租賃付款條款及固定最低年度租賃付款條款。該等付款條款於本集團營運所在地屬常見。與新型冠狀病毒疫情相關的租金減免金額在附註10中披露。於綜合收益表確認之短期租賃付款和可變租賃付款在附註12中披露。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

20. INTANGIBLE ASSETS

20. 無形資產

		Technical Know-how 專業技術 HK\$'000 港幣仟元	Trademarks 商標 HK\$'000 港幣仟元	Goodwill 商譽 HK\$'000 港幣仟元	Total 總額 HK\$'000 港幣仟元
Cost	成本				
At 1 April 2022	於2022年4月1日	74,895	85,164	10,555	170,614
Exchange realignment	匯兌差額	–	208	846	1,054
At 31 March 2023 and 1 April 2023	於2023年3月31日及2023年 4月1日	74,895	85,372	11,401	171,668
Exchange alignment	匯兌差額	–	132	–	132
At 31 March 2024	於2024年3月31日	74,895	85,504	11,401	171,800
Accumulated amortisation and impairment loss	累計折舊及減值				
At 1 April 2022	於2022年4月1日	74,895	44,377	–	119,272
Charge for the year	本年度攤銷	–	–	–	–
Impairment loss	減值	–	3,878	–	3,878
At 31 March 2023 and 1 April 2023	於2023年3月31日及2023年 4月1日	74,895	48,255	–	123,150
Charge for the year	本年度攤銷	–	–	–	–
Impairment loss	減值	–	–	1,083	1,083
At 31 March 2024	於2024年3月31日	74,895	48,255	1,083	124,233
Carrying amount	賬面值				
At 31 March 2024	於2024年3月31日	–	37,249	10,318	47,567
At 31 March 2023	於2023年3月31日	–	37,117	11,401	48,518

20. INTANGIBLE ASSETS (Continued)

Impairment assessment for technical know-how

In 2015, 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 million. Technical know-how has been fully amortised as at 31 March 2020.

Impairment assessment for trademarks

The carrying amount of trademarks of HK\$37.249 million (2023: HK\$37.117 million) represents the trademarks of self-owned watch brands. Management assesses annually whether the trademarks exhibit 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:

- (a) Growth rate used to extrapolate cash flows beyond the five-year budget period of 0% (2023: 2%).
- (b) Negative growth rate used within the five-year budget period of 5% (2023: growth rate of 5%) which was considered reasonable with reference to subsequent sales growth rate.
- (c) Pre-tax discount rate applied to cash flow projections of 16% (2023: 15%). 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 loss on trademarks (2023: HK\$3.878 million) is recognised during the year ended 31 March 2024.

20. 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70.816百萬元。截至2020年3月31日止年度，該專業技術已全部攤銷。

商標減值測試

本集團自有手錶品牌商標賬面值港幣37.249百萬元(2023年：港幣37.117百萬元)。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：

- (a) 用作推斷超過五年預算期的現金流增長率為0%(2023年：2%)。
- (b) 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負增長率為5%(2023年：增長率5%)。
- (c) 用於現金流預測的除稅前貼現率為16%(2023年：15%)。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2024年3月31日止年度，並無商標減值撥備(2023年：港幣3.878百萬元)。

20. INTANGIBLE ASSETS (Continued)

Impairment assessment 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:

- (a) Growth rate used to extrapolate cash flows beyond the five-year budget period of 0% (2023: 2%).
- (b) Negative growth rate used within the five-year budget period of 8% (2023: growth rate of 5%) which does not exceed historical growth rate.
- (c) Pre-tax discount rate applied to cash flow projections of 16% (2023: 15%). The discount rate used reflects specific risks related to the Group.

Due to a slowdown in the watch wholesale trading operations, the Group has revised its cash flow forecasts of the CGU. The CGU has been reduced to its recoverable amount of HK\$130.251 million, and resulted recognition of impairment losses on goodwill of approximately HK\$1.083 million. The impairment losses are recognised in the "Other operating expenses".

Management believes that any adverse change in the assumptions used in the calculation of recoverable amount would result in further impairment losses.

20. 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：

- (a) 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% (2023年：2%)。
- (b) 用作推斷五年預算期內的負增長率為8% (2023年：增長率5%)，並不超出過往的增長率。
- (c) 用於現金流量預測的稅前貼現率為16% (2023年：15%)。該貼現率反映了與本集團有關的特定風險。

由於手錶批發貿易業務放緩，本集團已修訂現金產生單位的現金流量預測。現金產生單位已減少至可收回金額港幣130.251百萬元，並導致確認商譽減值損失約港幣1.083百萬元。減值損失計入「其他營運支出」。

管理層認為，計算可收回金額時所用的假設的任何不利變化將導致商譽進一步減值。

21. EQUITY INVESTMENT AT FAIR VALUE THROUGH
OTHER COMPREHENSIVE INCOME

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Equity investment 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 investment, at fair value	– 非上市公司股份投資(公平值)	5,710	3,064

The above equity investment was 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 2024, the fair value gain recognised in other comprehensive income amounted to HK\$2.646 million (2023: HK\$1.471 million).

21. 按公平值透過其他全面收益列賬的股份投資

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2024年3月31日止年度，於其他全面收益確認公平值收益為港幣2.646佰萬元(2023年：港幣1.471佰萬元)。

22. CONSIDERATION RECEIVABLE

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Consideration receivable	應收代價	346,889	–
Less: impairment loss	減：減值撥備	(5,203)	–
		341,686	–
Less: non-current portion	減：非流動部份	(298,975)	–
Current portion	流動部份	42,711	–

The consideration receivable represents deferred consideration payments arising from disposal of a subsidiary (Note 34(c)). The remaining consideration receivable of approximately HK\$346.889 million are collectable at approximately HK\$43.361 million annually from 2025 to 2028 and a final consideration payment of approximately HK\$173.445 million in 2029.

The consideration receivable bearing interest at a rate of 4.75%.

22. 應收代價

應收代價為因出售附屬公司而產生的遞延代價付款(附註34(c))。餘下應收代價約港幣346.889佰萬元，將於2025年至2028年期間每年可收回約港幣43.361佰萬元，於2029年，最終應收支付代價約為港幣173.445佰萬元。

應收代價以4.75%的利率計息。

23. INVENTORIES

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Raw materials	原材料	169,350	173,847
Work-in-progress	在製品	8,655	10,827
Finished goods	製成品	307,596	345,871
		485,601	530,545
Less: provision for inventories	減：存貨撥備	(259,350)	(308,418)
		226,251	222,127

Because of high consumption on inventories where allowance have been provided in prior years, as a result, allowance made in prior years against the inventories of HK\$20.921 million (2023: HK\$8.174 million) was reversed.

The cost of inventories sold recognised as expense and included in cost of sales amounted to HK\$381.888 million during the year ended 31 March 2024 (2023: HK\$440.309 million).

由於以前年度已計提存貨撥備的存貨消耗較高，因此轉回以前年度已計提的存貨撥備港幣20.921佰萬元(2023年：8.174佰萬元)。

於截至2024年3月31日止年度已確認為開支並計入銷售成本內的存貨成本為港幣381.888佰萬元(2023年：港幣440.309佰萬元)。

24. TRADE AND OTHER RECEIVABLES

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Trade receivables, gross	應收貿易賬款，總額	93,480	71,942
Less: impairment loss (note b)	減：減值撥備(附註b)	(1,225)	(21)
		92,255	71,921
Other receivables	其他應收賬款	12,813	7,499
Deposits	按金	48,016	41,626
Prepayments	預付款項	7,895	8,600
		160,979	129,646
Less: non-current portion	減：非流動部份	(34,873)	(17,220)
Current portion	流動部份	126,106	112,426

24. 貿易及其他應收賬款

24. TRADE AND OTHER RECEIVABLES (Continued)

The ageing analysis of the trade receivables based on invoice date is as follows:

0-60 days	0-60天
Over 60 days	60天以上

Note:

- (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\$34.968 million as at 31 March 2024 (2023: HK\$32.902 million).

Other than the balances due from the import and export agents, the Group allows an average credit period of 60 days (2023: 60 days) from the invoice date to its trade receivables.

- (b) An impairment analysis is performed at each reporting date by using a provision matrix to measure ECL. 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 counter party is in severe financial difficulty and there is no realistic prospect of recovering e.g. under liquidation or entered into bankruptcy.

Meanwhile, the Group applied general approach to provide for ECLs for financial assets included in deposits and other receivables under HKFRS 9. 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 2024 and 2023, the Group estimated the expected loss rate for financial assets included in deposits and other receivables is insignificant.

24. 貿易及其他應收賬款(續)

按發票日期分析的應收貿易賬款賬齡如下：

2024	2023
HK\$'000	HK\$'000
港幣仟元	港幣仟元
47,804	31,916
45,676	40,026
93,480	71,942

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，該等結餘按要求結算。截至2024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34.968百萬元(2023年：港幣32.902百萬元)。

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(2023年：60天)的信貸期。

- (b) 本集團於各報告年度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。

與此同時，本集團根據香港財務報告準則第9號項下，應用一般方法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2024年及2023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。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

24. TRADE AND OTHER RECEIVABLES (Continued)

Note: (Continued)

- (b) Movements on the loss allowance for impairment of trade receivables are as follows:

At 1 April	於4月1日
Impairment loss	減值撥備
Exchange realignment	匯兌差額
At 31 March	於3月31日

- (c) Trade and other receivables included amounts due from related companies of HK\$6.518 million (2023: HK\$4.988 million). Details of amounts due from related companies are disclosed in Note 36.
- (d) The carrying amount of trade and other receivables are denominated in the following currencies:

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

- (e) As at 31 March 2024, included in trade receivables are gross amount of approximately HK\$17.32 million (2023: Nil) that bearing interest at a rate of 4.75%.

24. 貿易及其他應收賬款(續)

附註：(續)

- (b) 應收貿易賬款的減值撥備變動如下：

2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
21	23
1,210	–
(6)	(2)
1,225	21

- (c) 貿易及其他應收賬款包括應收關聯公司的款項港幣6.518佰萬元(2023年：港幣4.988佰萬元)，應收關聯公司款項載於附註36披露。
- (d) 貿易及其他應收賬款之賬面值按貨幣呈列如下：

2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
55,923	50,324
32,362	31,372
24,038	23,127
20,102	869
13,059	14,343
2,464	1,848
13,031	7,763
160,979	129,646

- (e) 於2024年3月31日，應收貿易賬款中，約港幣17.32佰萬元(2023年：零)以利率4.75%計息。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

25. CASH AND CASH EQUIVALENTS

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Cash at banks	銀行現金	66,895	85,227
Cash on hand	手頭現金	816	199
		67,711	85,426

Note:

- (a) The above balances mainly represent cash at banks. Bank balances are deposited in banks with sound credit ratings to mitigate the credit risk.
- (b) 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.
- (c) The cash and cash equivalents are denominated in the following currencies:

25. 現金及現金等值物

附註：

- (a) 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。
- (b) 將人民幣兌換為外幣及將人民幣匯出中國大陸須受中國政府頒佈的外匯管控規則及條例規限。
- (c) 現金及現金等值物按貨幣呈列如下：

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Singapore dollars	新加坡元	25,925	34,460
Hong Kong dollars	港幣	17,451	15,874
Malaysian ringgit	馬來西亞令吉	14,538	22,052
Thai bahts	泰銖	3,655	6,928
Renminbi	人民幣	1,573	1,589
Swiss francs	瑞士法郎	972	738
Others	其他	3,597	3,785
		67,711	85,426

26. ASSETS CLASSIFIED AS HELD FOR SALE

On 28 January 2022, the Group entered into a provisional agreement with an independent third party seeking to dispose one of its properties and further on 10 February 2022, a sale and purchase agreement of the disposal was executed for a selling price of HK\$120 million.

The disposal was completed on 10 August 2022 and gain on disposal of approximately HK\$78.689 million was recognised in "other gains" (Note 9).

27. SHARE CAPITAL

26. 分類為持作可供出售資產

於2022年1月28日，本集團與一名獨立第三方訂立臨時買賣協議，以尋求出售其其中一項物業。並於2022年2月10日簽訂買賣協議，售價港幣120佰萬元。

該出售事項已於2022年8月10日完成，出售收益約港幣78.689佰萬元於「其他收益」內確認(附註9)。

27. 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 2022, 31 March 2023, 1 April 2023 and 31 March 2024	於2022年4月1日，2023年3月31日， 2023年4月1日及2024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 2022, 31 March 2023, 1 April 2023 and 31 March 2024	於2022年4月1日，2023年3月31日 2023年4月1日及2024年3月31日	1,046,474,025	104,647

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

28. RESERVES

28. 儲備

		Share premium	Revaluation reserve	Exchange reserve	Property, plant and equipment revaluation reserve 物業、機器及設備重估儲備	(Accumulated losses)/ retained profits (累計虧損)/ 保留盈利	Total 總額
		股份溢價 HK\$'000 港幣仟元	重估儲備 HK\$'000 港幣仟元	匯兌儲備 HK\$'000 港幣仟元	重估儲備 HK\$'000 港幣仟元	保留盈利 HK\$'000 港幣仟元	總額 HK\$'000 港幣仟元
At 1 April 2022	於2022年4月1日	1,977	(658)	(56,058)	403,684	(75,446)	273,499
Profit for the year	年內溢利	-	-	-	-	50,795	50,795
Other comprehensive income/(loss) for the year	年內其他全面收益/(虧損)	-	1,471	(6,360)	-	-	(4,889)
At 31 March 2023	於2023年3月31日	1,977	813	(62,418)	403,684	(24,651)	319,405
At 1 April 2023	於2023年4月1日	1,977	813	(62,418)	403,684	(24,651)	319,405
Profit for the year	年內溢利	-	-	-	-	473,151	473,151
Other comprehensive income/(loss) for the year	年內其他全面收益/(虧損)	-	2,646	(15,296)	-	130	(12,520)
Release of cumulative exchange reserve upon disposal	出售後累計匯兌儲備轉出	-	-	21,897	-	-	21,897
At 31 March 2024	於2024年3月31日	1,977	3,459	(55,817)	403,684	448,630	801,933

Nature and purpose of reserves

儲備之性質及用途

(i) Share premium

Share premium represents amount paid by shareholders for capital injection in excess of par value.

(i) 股份溢價

股份溢價指股東因註資而支付的金額超過面值。

(ii) Revaluation reserve

Revaluation reserve represents the cumulative net change in the fair value of financial assets held at FVTOCI at the end of reporting date and is dealt with in accordance with the accounting policy in Note 4(h).

(ii) 重估儲備

重估儲備指於報告期末持有的以公平值計入其他全面收益之金融資產的公平值累計變動淨額，並根據附註4(h)內之會計政策處理。

28. RESERVES (Continued)

Nature and purpose of reserves (Continued)

(iii) Exchange reserve

The exchange reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations. The reserve is dealt with in accordance with the accounting policies set out in Note 4(d).

(iv) Property, plant and equipment revaluation reserve

The property, plant and equipment revaluation reserve has been set up and is dealt with in accordance with the accounting policies adopted for land and buildings held for own use in Note 4(e).

29. DEFERRED INCOME TAX

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

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Deferred tax assets	遞延稅項資產	6,482	7,091
Deferred tax liabilities	遞延稅項負債	(26,287)	(26,278)
		(19,805)	(19,187)

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

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
At 1 April	於4月1日	(19,187)	(19,644)
(Charged)/credited to income statement	(扣除)/計入收益表(附註15)	(410)	595
(Note 15)		(208)	(138)
Exchange realignment	匯兌差額		
At 31 March	於3月31日	(19,805)	(19,187)

28. 儲備(續)

儲備之性質及用途(續)

(iii) 匯兌儲備

匯兌儲備包括所有因換算海外業務財務報表產生之匯兌差額。儲備乃根據附註4(d)所載會計政策處理。

(iv) 物業、機器及設備重估儲備

物業、機器及設備重估儲備之設立，採用根據附註4(e)中為自用而持有之土地及樓宇所載會計政策處理。

29. 遞延稅項

遞延稅項資產及遞延稅項負債分析如下：

	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
遞延稅項資產	6,482	7,091
遞延稅項負債	(26,287)	(26,278)
	(19,805)	(19,187)

遞延稅項賬目的變動如下：

	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
於4月1日	(19,187)	(19,644)
(扣除)/計入收益表(附註15)	(410)	595
	(208)	(138)
匯兌差額		
於3月31日	(19,805)	(19,187)

29. DEFERRED INCOME TAX (Continued)

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:

Deferred tax assets

		Depreciation allowances	Provision of unrealised profit in inventories 存貨中未 變現溢利 的準備	Other provisions 其他撥備	Other temporary differences 其他 暫時性差額	Total
		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
At 1 April 2022	於2022年4月1日	84	3,674	2,214	1,074	7,046
Credited/(charged) to income statement	計入/(扣除)收益表	57	1,297	(917)	(248)	189
Exchange differences	匯兌差額	-	(26)	(73)	(45)	(144)
At 31 March 2023	於2023年3月31日	141	4,945	1,224	781	7,091
At 1 April 2023	於2023年4月1日	141	4,945	1,224	781	7,091
(Charged)/credited to income statement	(扣除)/計入收益表	(136)	105	14	(358)	(375)
Exchange differences	匯兌差額	-	(145)	(46)	(43)	(234)
At 31 March 2024	於2024年3月31日	5	4,905	1,192	380	6,482

Out of the unrecognised tax losses of HK\$1,226.592 million (2023: HK\$1,225.096 million) carried forward, an amount of HK\$1,000.475 million (2023: HK\$976.137 million) can be carried forward indefinitely. The remaining HK\$226.117 million (2023: HK\$248.959 million) will expire in the following years:

29. 遞延稅項 (續)

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：

遞延稅項資產

	Depreciation allowances	Provision of unrealised profit in inventories 存貨中未 變現溢利 的準備	Other provisions 其他撥備	Other temporary differences 其他 暫時性差額	Total
	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
於2022年4月1日	84	3,674	2,214	1,074	7,046
計入/(扣除)收益表	57	1,297	(917)	(248)	189
匯兌差額	-	(26)	(73)	(45)	(144)
於2023年3月31日	141	4,945	1,224	781	7,091
於2023年4月1日	141	4,945	1,224	781	7,091
(扣除)/計入收益表	(136)	105	14	(358)	(375)
匯兌差額	-	(145)	(46)	(43)	(234)
於2024年3月31日	5	4,905	1,192	380	6,482

所結轉以抵銷未來應課稅之未確認稅項虧損總額為港幣1,226.592佰萬元(2023年：港幣1,225.096佰萬元)，其中港幣1,000.475佰萬元(2023年：港幣976.137佰萬元)可無限期結轉，其餘港幣226.117佰萬元(2023年：港幣248.959佰萬元)將在下列期限屆滿：

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

29. DEFERRED INCOME TAX (Continued)

Deferred tax assets (Continued)

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
In the first year	第1年	34,221	38,096
In the second year	第2年	48,050	37,661
In the third year	第3年	71,319	50,049
In the fourth year	第4年	51,917	72,370
In the fifth to tenth years inclusive	第5年至第10年(包括首尾兩年)	20,610	50,783
		226,117	248,959

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.

29. 遞延稅項(續)

遞延稅項資產(續)

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。

Deferred tax liabilities

遞延稅項負債

		Depreciation allowances 折舊準備 HK\$'000 港幣仟元	Revaluation of property, plant and equipment 物業、機器 及設備重估 HK\$'000 港幣仟元	Right-of-use assets 使用權資產 HK\$'000 港幣仟元	Total 總計 HK\$'000 港幣仟元
At 1 April 2022	於2022年4月1日	5,812	20,338	540	26,690
(Credited)/charged to income statement	(計入)/扣除收益表	(1,724)	1,248	70	(406)
Exchange differences	匯兌差額	–	–	(6)	(6)
At 31 March 2023	於2023年3月31日	4,088	21,586	604	26,278
At 1 April 2023	於2023年4月1日	4,088	21,586	604	26,278
Charged/(credited) to income statement	扣除/(計入)收益表	8	(48)	75	35
Exchange differences	匯兌差額	–	–	(26)	(26)
At 31 March 2024	於2024年3月31日	4,096	21,538	653	26,287

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

30. LEASE LIABILITIES

30. 租賃負債

		2024		2023	
		Minimum lease payment	Present value of lease liabilities	Minimum lease payment	Present value of lease liabilities
		最低租賃款項	最低租賃款項之現值	最低租賃款項	最低租賃款項之現值
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣仟元	港幣仟元	港幣仟元	港幣仟元
Minimum lease payment due:	到期最低租賃付款：				
– within one year	– 1年內	68,469	62,644	56,629	51,681
– more than one year but not exceeding two years	– 1年後但2年內	38,941	36,849	34,154	32,418
– more than two years but not exceeding five years	– 2年後但5年內	13,849	13,701	8,813	8,669
		121,259	113,194	99,596	92,768
Less: future finance charge	減：未來財務支出	(8,065)	N/A	(6,828)	N/A
Present value of lease liabilities	租賃負債現值	113,194	113,194	92,768	92,768
Less: Amount due for settlement within 12 months (shown under current liabilities)	減：12個月內到期結算金額 (於流動負債內呈列)		(62,643)		(51,681)
Amount due for settlement after 12 months	12個月後到期結算金額		50,551		41,087

The lease liabilities are denominated in the following currencies:

租賃負債按貨幣呈列如下：

		2024	2023
		HK\$'000	HK\$'000
		港幣仟元	港幣仟元
Hong Kong dollars	港幣	61,952	34,658
Malaysian ringgit	馬來西亞令吉	27,681	18,942
Singapore dollars	新加坡元	16,984	29,274
Renminbi	人民幣	4,889	7,519
Thai bahts	泰銖	1,688	2,375
		113,194	92,768

31. RETIREMENT BENEFIT OBLIGATIONS

The Group operates a Mandatory Provident Fund Scheme for all qualifying employees in Hong Kong. Hong Kong employees that have been employed continuously for at least five years are entitled to long service payments in accordance with the Hong Kong Employment Ordinance under certain circumstances. These circumstances include where an employee is dismissed for reasons other than serious misconduct or redundancy, that employee resigns at the age of 65 or above, or the employment contract is of fixed term and expires without renewal. The amount of LSP payable is determined with reference to the employee's final salary (capped at HK\$22,500) and the years of service, reduced by the amount of any accrued benefits derived from the Group's contributions to MPF scheme (Note 13(a)), with an overall cap of \$390,000 per employee. Currently, the group does not have any separate funding arrangement in place to meet its LSP obligation.

In June 2022, the Government gazetted the Amendment Ordinance, which abolishes the use of the accrued benefits derived from employers' mandatory MPF contributions to offset the LSP. The Abolition will officially take effect on the Transition Date (i.e. 1 May 2025). Separately, the Government of the HKSAR is also expected to introduce a subsidy scheme to assist employers for a period of 25 years after the Transition Date on the LSP payable by employers up to a certain amount per employee per year.

Under the Amendment Ordinance, the Group's mandatory MPF contributions, plus/minus any positive/negative returns, after the Transition Date can continue to be applied to offset the pre-Transition Date LSP obligation but are not eligible to offset the post-Transition Date LSP obligation. Furthermore, the LSP obligation before the Transition Date will be grandfathered and calculated based on the last monthly wages immediately preceding the Transition Date and the years of service up to that date.

31. 退休福利承擔

本集團對香港所有合資格僱員實行強制性公積金計劃。根據香港僱傭條例，在若干特定情況下，連續受僱最少五年的香港僱員有權獲得長期服務金。該等情況包括因嚴重行為失當或人手過剩以外的原因被解僱的僱員、年滿65歲或以上而辭任的僱員或僱傭合約屬固定年期且屆滿後並未重續。應付長期服務金的金額參考僱員最終薪金（上限為22,500港元）及服務年期釐定，並扣除本集團的強積金計劃（附註13(a)）供款產生的任何應計利益，每名僱員的整體上限為390,000港元。目前，本集團並未設立任何獨立撥資安排以履行其長期服務金責任。

於2022年6月，政府刊憲修訂條例，廢除以僱主強制性強積金供款之累算權益對沖長期服務金的安排。廢除機制將於過渡日期（即2025年5月1日）正式生效。另外，香港特別行政區政府亦預期開展一項資助計劃協助僱主支付僱主應付的長期服務金，自過渡日期起為期25年，每年每名僱員設有若干金額上限。

根據修訂條例，於過渡日期後，本集團的強制性強積金供款加／減任何正／負回報可繼續用於對沖過渡日期前的長期服務金責任，但不可抵銷過渡日期後的長期服務金責任。此外，過渡日期前的長期服務金責任將獲豁免，並按緊接過渡日期前的最後月薪及直至該日止的服務年期計算。

31. RETIREMENT BENEFIT OBLIGATIONS (Continued)

Movements in the present value of unfunded LSP obligation in the current year were as follows:

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
As at 1 April	截至4月1日	1,150	711
Amounts recognised in the profit or loss:	於損益中確認的金額		
Current service cost	當期服務成本	226	55
Interest cost	利息支出	33	15
Past service cost	過去服務成本	530	421
Remeasurements recognised in other comprehensive income:	於其他全面收益確認的重新計量金額：		
Actuarial gains arising from:	精算收益產生於：		
– Changes in financial assumptions	– 財務假設變動	(73)	–
– Experience adjustment	– 經驗調整	(57)	–
Benefit payments	福利支付	(6)	(52)
As at 31 March	截至3月31日	1,803	1,150

The average duration of the defined benefit obligation at 31 March 2024 is 8.0 years (2023: 9.9 years).

Of the expenses for the year, HK\$789,000 (2023: HK\$491,000) has been included in administrative expenses.

Significant actuarial assumptions for the determination of the LSP obligation are discount rate of 3.7% (2023: 3.0%), expected salary increase of 3.0% (2023: 3.0%) and expected investment return on offsetable MPF accrued benefits of 2.5% (2023: 2.5%). The sensitivity analysis below has been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

31. 退休福利承擔(續)

本年度未撥付長期服務金責任的現值變動如下：

	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
於2024年3月31日界定福利責任之平均年期為8.0年(2023年：9.9年)		
本年度支出中，789,000港元(2023：491,000港元)已計入行政支出。		
釐定長期服務金責任之重大精算假設為3.7%貼現率(2023年：3.0%)、預期薪酬增長3.0%(2023年：3.0%)及可對沖強積金累算權益的預期投資回報率為2.5%(2023年：2.5%)。下列敏感度分析乃於所有其他假設維持不變之情況下，根據報告期末各假設合理可能發生之變動而釐定。		

31. RETIREMENT BENEFIT OBLIGATIONS (Continued)

		2024		2023	
		Increase in rate	Increase/ (decrease) in LSP provision 長期服務金 撥備增加/ (減少) HK\$'000 港幣仟元	Increase in rate	Increase/ (decrease) in LSP provision 長期服務金 撥備增加/ (減少) HK\$'000 港幣仟元
Discount rate	貼現率	0.5%	(70)	0.5%	(54)
Expected salary increase	預期薪酬增加	0.5%	29	0.5%	84
Investment return on offsetable MPF contribution	可對沖強積金累算權益的 預期投資回報率	0.5%	(66)	0.5%	(122)

Decrease in the above rates by 0.5% (2023: 0.5%) would affect the LSP provision by approximately the same amount but in the opposite direction.

The sensitivity analysis presented above may not be representative of the actual change in the LSP obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

上述費率減少0.5% (2023年：0.5%) 將對長期服務金撥備產生大致相同金額但方向相反的影響。

由於若干假設可能互有關連，致使假設不太可能在孤立於其他假設下出現變動，因此上列敏感度分析可能並不代表長期服務金責任之實際變動。

32. TRADE AND OTHER PAYABLES

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Trade payables (note b)	應付貿易賬款(附註b)	55,787	64,763
Contract liabilities (note c)	合約負債(附註c)	892	1,345
Other payables (note d)	其他應付賬款(附註d)	15,082	24,826
Accruals	應計費用	46,752	55,331
		118,513	146,265

31. 退休福利承擔 (續)

32. 貿易及其他應付賬款

32. TRADE AND OTHER PAYABLES (Continued)

Note:

- (a) Trade payables are unsecured and usually paid within 30 days of recognition.
- (b) 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

Trade and other payables included amounts due to related companies of HK\$2.364 million (2023: HK\$940,000). Details of amounts due to related companies are disclosed in Note 36.

- (c) Contract liabilities include advances received from customers. The decrease in balance of contract liabilities is due to the decrease in advances from customers as at year end.
- (d) In 2023, include in other payable is a deferred consideration payable of approximately HK\$11.083 million, which represents a right to acquire the 12% equity interest of a subsidiary of the Company, namely Catena SA ("Catena"). The acquisition right is exercisable at the price equal to the proportional net assets value of Catena. However, if the net assets value is negative, the purchase price shall be set as zero. The acquisition right is exercisable until 31 December 2035.

As at 31 March 2024, management carried out a review on the net assets value and forecasts of future business performance of Catena and determined that the purchase price of 12% equity interest in Catena will be close to zero. As a result, a reversal of deferred consideration payable and related discounting interest of HK\$17.34 million was recognised to consolidated income statements during the year (note 9).

32. 貿易及其他應付賬款(續)

附註：

- (a) 應付貿易賬款為無抵押，通常於確認後30日內支付。
- (b) 按發票日期分析的應付貿易賬款賬齡如下：

2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
13,740	29,090
42,047	35,673
55,787	64,763

貿易及其他應付賬款包括應付關聯公司款項港幣2.364佰萬元(2023年：港幣940,000元)。應付關聯公司款項詳情於附註36披露。

- (c) 合約負債包括就交付鐘錶產品收取的短期款項。合約負債餘額減少仍由於客戶預付款項減少所致。
- (d) 於2023年，其他應付款項包括遞延應付代價約港幣11.083佰萬元，為收購本公司附屬公司Catena SA(「Catena」)12%股權的權利代價。收購股權權利的行使價相當於Catena 資產淨值比例。不過，如果Catena的資產淨值為負數時，購買價為零。收購股權權利可行使至2035年12月31日。

截至2024年3月31日，管理層對Catena的資產淨值以及對未來經營業績的預測進行審查，管理層認為Catena 12%股權的收購價格將接近於零。因此，於本報告期間內，將撥回遞延應付代價及相關折現利息港幣17.34佰萬元計入綜合損益表(附註9)。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

32. TRADE AND OTHER PAYABLES (Continued)

Note: (Continued)

- (e) The trade and other payables are denominated in the following currencies:

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Hong Kong dollars	港幣	49,472	69,230
Renminbi	人民幣	28,321	26,142
Malaysian ringgit	馬來西亞令吉	11,106	7,975
United states dollars	美元	8,947	18,497
Singapore dollars	新加坡元	7,812	7,449
Thai bahts	泰銖	6,420	5,994
Swiss francs	瑞士法郎	2,913	7,602
Others	其他	3,522	3,376
		118,513	146,265

33. BANK BORROWINGS

Note:

- (a) The Group's bank borrowings are repayable on demand, and classified as current liabilities.
- (b) The carrying amounts of assets pledged as security for the Group's bank borrowings are:

		Note 附註	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Property, plant and equipment	物業、機器及設備	17	136,014	145,718
Investment properties	投資物業	18	297,800	297,900
			433,814	443,618

- (c) The bank borrowings of the Group are denominated in Hong Kong dollars.
- (d) As at 31 March 2024, weighted average effective interest rate per annum for bank borrowings was 7.5% (2023: 3.7%).

32. 貿易及其他應付賬款(續)

附註：(續)

- (e) 貿易及其他應付賬款按貨幣呈列如下：

33. 銀行貸款

附註：

- (a) 本集團銀行貸款須應要求償還，因此列為流動負債。
- (b) 已抵押給銀行以獲取本集團銀行信貸的資產賬面值如下：

- (c) 本集團的銀行貸款以港元計值。

- (d) 於2024年3月31日，銀行貸款的加權平均實際年利率為7.5厘(2023年：3.7厘)。

34. CONSOLIDATED CASH FLOW INFORMATION

(a) Changes in liabilities arising from financing activities

Analysis of liabilities arising from financing activities and the movements in liabilities arising from financing activities for each of the years presented.

		Lease liabilities 租賃負債 HK\$'000 港幣仟元	Bank borrowings 銀行貸款 HK\$'000 港幣仟元	Total 總計 HK\$'000 港幣仟元
1 April 2022	於2022年4月1日	91,028	473,876	564,904
Cash flows	現金流量	(67,432)	(131,028)	(198,460)
Non-cash flows	非現金流量	66,215	–	66,215
Exchange differences	匯兌差額	2,957	–	2,957
31 March 2023	於2023年3月31日	92,768	342,848	435,616
1 April 2023	於2023年4月1日	92,768	342,848	435,616
Cash flows	現金流量	(65,240)	(108,864)	(174,104)
Non-cash flows	非現金流量	88,158	–	88,158
Exchange differences	匯兌差額	(2,492)	–	(2,492)
31 March 2024	於2024年3月31日	113,194	233,984	347,178

(b) Total cash outflow for leases

Amounts included in the cash flow statements for leases comprise the following:

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Within operating cash flows	於營運活動現金流量內	40,010	36,640
Within financing cash flows	於融資活動現金流量內	65,240	67,432
Represents lease rental paid	指已支付的租賃租金	105,250	104,072

34. 綜合現金流量表附註

(a) 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。

(b) 租賃之現金流出總額

計入現金流量表中的有關租賃金額包括如下：

34. CONSOLIDATED CASH FLOW INFORMATION (Continued)

(c) Disposal of a subsidiary

On 12 December 2023, a wholly owned subsidiary of the Company (the “Seller”) entered into a Share Sale agreement with an independent third party (the “Purchaser”) for a disposal of entire issued share capital of a wholly owned subsidiary of the Seller at an aggregate consideration of approximately HK\$535.103 million. The transaction was completed on 29 February 2024.

The net assets disposed of and the resulting gain on disposal are summarized as follows:

34. 綜合現金流量表附註(續)

(c) 出售附屬公司

於2023年12月12日，本公司一間全資附屬公司(「賣方」)與獨立第三方(「買方」)訂立股份銷售協議，出售賣方一間全資附屬公司的全部已發行股本，總代價約為港幣535.103佰萬。該交易已於2024年2月29日完成。

有關出售資產淨值及出售收益概述如下：

		HK\$'000 港幣仟元
Trade and other receivables	貿易及其他應收賬款	124
Cash and cash equivalents	現金及現金等值物	622
Trade and other payables	貿易及其他應付賬款	(153)
Net assets disposed of	出售資產淨值	593
Gain on disposal	出售收益	
Total consideration	總代價	535,103
Less: professional fees	減：專業服務費用	(3,126)
		531,977
Net assets disposed	出售資產淨值	(593)
Release of cumulative exchange reserve upon disposal	出售後累計匯兌儲備轉出	(21,897)
		509,487
Satisfied by:	支付：	
– Cash	– 現金	175,074
– Consideration receivable	– 應收代價	356,903
		531,977

34. CONSOLIDATED CASH FLOW INFORMATION (Continued)

(c) Disposal of a subsidiary (Continued)

An analysis of net inflows of cash and bank balances of the disposal is as follows:

		HK\$'000 港幣仟元
Cash consideration	現金代價	175,074
Less: Cash and bank balances of the disposed subsidiary	減：出售時的現金及銀行結餘	(622)
Net proceeds from disposal of a subsidiary	出售附屬公司所得款項淨額	174,452

34. 綜合現金流量表附註(續)

(c) 出售附屬公司(續)

有關出售事項的銀行結餘及現金淨流入分析如下：

35. COMMITMENTS

(a) Non-cancellable operating leases (where the Group is the lessor)

Minimum lease payments receivable on leases of certain land and buildings are as follows:

		2024 HK\$'000 港幣仟元	2023 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	4,774	3,534
– Later than one year but not later than five years	– 1年後但5年內	5,875	384
		10,649	3,918
Properties	物業		
Commitments for minimum lease payments receivable in relation to non-cancellable subleases of 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分租租金總額如下：		
– Not later than one year	– 1年內	710	1,107
– Later than one year but not later than five years	– 1年後但5年內	876	185
		1,586	1,292

35. 承擔

(a) 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：

35. COMMITMENTS (Continued)

(b) Non-cancellable operating leases (where the Group is the lessee)

The Group entered into certain short-term leases for office and retail shops. As at 31 March 2024, the outstanding lease commitments relating to these office and retail shops are approximately HK\$13.994 million (2023: HK\$13.569 million).

36. RELATED PARTY TRANSACTIONS

As at 31 March 2024, 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, therefore deemed to be interested in 855,200 shares of the Company through the Trust's interest in Yee Hing Company Limited.

(a) Significant transactions with related parties

Apart from disclosed elsewhere in the financial statements, 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

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Building management service income (note a)	物業管理收入(附註a)	2,580	2,580
Shared service income (note b)	共享服務收入(附註 b)	15,316	14,400
Rental income (note c)	租金收入(附註c)	3,633	3,130
Royalty income (note d)	特許權使用費收入(附註d)	654	608
		22,183	20,718

35. 承擔(續)

(b) 不可撤銷的營業租賃(本集團作為承租人)

本集團為若干辦公室和零售店舖簽訂短期租約。於2024年3月31日，該等辦公室及零售店舖相關的未償還租賃承擔約為港幣13.994佰萬(2023年：港幣13.569佰萬)。

36. 有關聯人士交易

於2024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。

(a) 與有關聯人士進行之重大交易

除財務報表其他部分所披露外，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

36. RELATED PARTY TRANSACTIONS (Continued)

(a) Significant transactions with related parties
(Continued)

(i) Provision of services to related companies
(Continued)

Note:

- (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 Company Limited, for the provision of the following services for the period from 1 April 2022 to 31 March 2025 (2023: 1 April 2022 to 31 March 2025):

- (i) contract administration with respect to contracts entered into between MPIL and third parties from time to time;
- (ii) property agency liaison and tenancy management;
- (iii) management of the property manager of Stelux House; and
- (iv) other miscellaneous administrative services.

The fee for the provision of the above services was agreed at HK\$215,000 (2023: HK\$215,000) 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 stores.
- (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 services 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.

36. 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：

- (a) 本集團全資附屬公司與義興有限公司全資附屬公司明華物業投資有限公司(「明華」)就於2022年4月1日至2025年3月31日期間提供以下服務訂立協議(2023年：由2022年4月1日至2025年3月31日)：

- (i) 明華與第三方不時訂立的合約下之合約行政；
- (ii) 物業代理洽商及租賃管理；
- (iii) 管理寶光商業中心物業管理公司；及
- (iv) 其他行政服務。

於服務協議年內，提供上述服務的有關費用為每個曆月港幣215,000元(2023年：港幣215,000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特許權許可服務。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。

36. RELATED PARTY TRANSACTIONS (Continued)

(a) Significant transactions with related parties
(Continued)

(ii) Purchases of goods and services from related parties

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
Purchase of goods (note a)	購買貨品(附註a)	15,818	1,584
Rental expenses (note b)	租金支出(附註b)	9,243	9,150
Lease management expenses (note c)	租賃管理費支出(附註c)	420	420
		25,481	11,154

Note:

- (a) During the year, certain subsidiaries of the Group purchased watch products from a related company which has directors in common with the Group.

Purchases of watch products from the related company are conducted in the normal course of the Group's business. The terms of transactions are determined and agreed between the Group and the counterparty and all balances due are repayable according to trade terms.

- (b) During the year, certain subsidiaries of the Group entered into tenancy agreements with the following related parties for office premises stores, warehouses, showroom and car-parking spaces:

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
MPIL	明華	7,687	7,743
Other related parties	其他有關聯人士	1,556	1,407
		9,243	9,150

- (c) A related company provided lease management services to the Group. The fee for the provision of such services is charged at pre-determined amount during the agreement period.

36. 有關聯人士交易(續)

(a) 與有關聯人士進行之重大交易(續)

(ii) 向有關聯人士購買貨品及服務

附註：

- (a) 於年內，本集團若干附屬公司向一間與本集團擁有共同董事的關聯公司購買鐘錶產品。

向關聯公司購買鐘錶產品為本集團日常業務。交易之條款由本集團與交易對手方釐定及協定，而所有餘款按交易條款支付。

- (b) 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、店鋪、倉庫、陳列室及停車位：

		2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
MPIL	明華	7,687	7,743
Other related parties	其他有關聯人士	1,556	1,407
		9,243	9,150

- (c) 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。

36. RELATED PARTY TRANSACTIONS (Continued)

(b) Balances with related parties

The balances due from/to related companies as disclosed in Notes 24 and 32 are unsecured, interest-free and repayable on demand. The related companies are entities which have directors in common with the Group.

(c) Key management compensation

36. 有關聯人士交易 (續)

(b) 與有關聯人士之間的結餘

附註24及32所披露的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。關聯公司指與本集團擁有共同董事之實體。

(c) 主要管理層報酬

	2024 HK\$'000 港幣千元	2023 HK\$'000 港幣千元
Salaries and other short-term employee benefits	5,603	4,838
Contribution to retirement benefit scheme	117	106
	5,720	4,944

37. CONTINGENT LIABILITIES

As at 31 March 2024, a subsidiary of the Company has secured various performance bonds to its landlord of certain retail shops and a supplier, details as follow:

37. 或然負債

於2024年3月31日，本公司一間附屬公司向若干零售店舖業主及供應商提供履約保證，詳情如下：

	2024 HK\$'000 港幣千元	2023 HK\$'000 港幣千元
Security given to banks for performance bonds	7,738	7,202

At 31 March 2024, the directors do not consider it probable that a claim will be made against the Group under the above guarantees.

於2024年3月31日，董事會並不認為就上述擔保向本集團提出申索的可能性。

38. COMPARATIVE FIGURES

The comparative figure of "trade and other payables" in the consolidated balance sheet have been reclassified to "retirement benefit obligations" to conform the current period's presentation. The new classification of the accounting items was considered to provide a more appropriate presentation of the state of affairs of the Company.

38. 比較數據

綜合資產負債表的「貿易及其他應付款項」的比較部份數字已被重新分類為「退休福利承擔」，以符合該期間的呈列。新分類的會計項目可以更適當地反映本公司的狀況。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

39. BALANCE SHEET AND RESERVE MOVEMENTS OF THE COMPANY

Balance sheet of the Company

39. 公司資產負債表及儲備變動表

公司資產負債表

		Note 附註	2024 HK\$'000 港幣仟元	2023 HK\$'000 港幣仟元
ASSETS	資產			
Non-current assets	非流動資產			
Investment in a subsidiary	附屬公司投資	40	—	—
			—	—
Current assets	流動資產			
Amounts due from subsidiaries	應收附屬公司款項	a	767,830	766,848
Trade and other receivables	貿易及其他應收賬款		261	294
Cash and cash equivalents	現金及現金等值物		2,022	2,038
			770,113	769,180
Total assets	資產總額		770,113	769,180
EQUITY	股權			
Share capital	股本		104,647	104,647
Reserves	儲備	b	34,714	34,714
			139,361	139,361
Total equity	股權總額			
LIABILITIES	負債			
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付賬款		2,546	2,013
Amounts due to subsidiaries	應付附屬公司款項	a	628,206	627,806
			630,752	629,819
Total liabilities	負債總額		630,752	629,819
Total equity and liabilities	股權及負債總額		770,113	769,180

Approved by the Board of Directors on 25 June 2024 and are signed on its behalf by:

Joseph C.C. Wong
黃創增
Chairman and Chief Executive Officer
主席及行政總裁

董事會在2024年6月25日批准並由下列人士代表簽署：

Liao Ching Mei
廖晶薇
Executive Director and Chief Financial Officer
行政董事及首席財務總裁

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

39. BALANCE SHEET AND RESERVE MOVEMENTS OF THE COMPANY (Continued)

Note:

- (a) The amounts due from/to subsidiaries are unsecured, interest-free and repayable on demand.
- (b) Reserve movements of the Company

39. 公司資產負債表及儲備變動表(續)

附註：

- (a) 應收及應付附屬公司的款項為無抵押、免息及應要求償還。
- (b) 公司儲備變動

		Share premium 股本溢價 HK\$'000 港幣仟元	Retained profits 保留盈利 HK\$'000 港幣仟元	Total 總額 HK\$'000 港幣仟元
At 1 April 2022	於2022年4月1日	1,977	32,737	34,714
Loss for the year	年內虧損	—	—	—
At 31 March 2023	於2023年3月31日	1,977	32,737	34,714
At 1 April 2023	於2023年4月1日	1,977	32,737	34,714
Loss for the year	年內虧損	—	—	—
At 31 March 2024	於2024年3月31日	1,977	32,737	34,714

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

40. PRINCIPAL SUBSIDIARIES

The principal subsidiaries at 31 March 2024 and 31 March 2023 are:

40. 主要附屬公司

截至2024年3月31日及2023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	Value 每股面值	Percentage of equity attributable to the Group (%) 集團所佔權益的百分比	
			Number 股數		2024	2023
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
CC 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 Watch 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
City Chain (Bermuda) Holdings Limited	Bermuda 百慕達	Investment holding 投資控股	12,000	US\$1 1美元	100	100
Stelux Watch Group (Hong Kong) Limited	Hong Kong 香港	Investment holding 投資控股	2	HK\$1 港幣1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
Oswald Property Management Company Limited	Hong Kong 香港	Property investment 物業投資	2	HK\$100 港幣100元	100	100

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

40. PRINCIPAL SUBSIDIARIES (Continued)

40. 主要附屬公司 (續)

			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	
	Place of incorporation/ operation 註冊成立／經營地	Principal activities 主要業務	Number 股數	Value 每股面值	2024	2023
Property (Continued) 物業(續)						
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
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
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	Baht100 100泰銖	100	100
			210,000 ^a	Baht100 100泰銖		
Pronto Watch SA	Switzerland 瑞士	Watch distribution 鐘錶分銷	100	SFr1,000 1,000瑞士 法郎	100	100
Solvil et Titus SA	Switzerland 瑞士	Watch distribution 鐘錶分銷	300	SFr1,000 1,000瑞士 法郎	100	100
CYMA SA	Switzerland 瑞士	Watch distribution 鐘錶分銷	100,000	SFr1 1瑞士法郎	100	100
Lissignol Sarl	Switzerland 瑞士	Watch distribution 鐘錶分銷	200	SFr100 100瑞士法郎	100	100

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

40. PRINCIPAL SUBSIDIARIES (Continued)

40. 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	2024	2023
Retailing and trading (Continued) 零售及貿易(續)						
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
Stelux Trading (International) Limited	Hong Kong 香港	Watch distribution 鐘錶分銷	2	HK\$1 港幣1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
Universal Geneve SA	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
Catena SA	Switzerland 瑞士	Manufacture of watch movements 手錶機芯製造商	1,016,667	SFr1 1瑞士法郎	100 ^b	100 ^b

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
綜合財務報表附註

40. PRINCIPAL SUBSIDIARIES (Continued)

40. 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	
				2024	2023
Retailing and trading (Continued)					
零售及貿易 (續)					
Stelux Thong Sia (Guangdong) Trading Limited	The PRC (foreign-invested commercial enterprise)	Watch retailing, trading and related services	HK\$258,500,000	100	100
寶光通城(廣東)商貿有限公司	中國／中國大陸(外商投資 商業企業)	鐘錶零售、貿易及相關 服務	港幣258,500,000元		

Note:

- (a) Non-redeemable preference shares.
- (b) 100% equity interest included 88% of equity interest and a right to purchase 12% of equity interest.

附註：

- (a) 不可贖回優先股
- (b) 100%權益包括88%股權及以買入認購權購買12%股權