

## 董事總經理報告

### MANAGING DIRECTOR'S STATEMENT

#### 業績

本集團截至二零零二年十二月三十一日止年度股東應佔經審核綜合淨溢利為97,198,000港元(二零零一年:102,782,000港元),相對上年度而言,輕微下調5,584,000港元或5%。營業額和經營溢利分別大幅上升261%和288%至1,080,332,000港元(二零零一年:299,273,000港元)和253,462,000港元(二零零一年:65,396,000港元)的主要原因是物業發展及建築物料業務的貢獻所致。每股溢利為1.1港仙(二零零一年:1.2港仙),即下降8%。於二零零二年十二月三十一日,本集團之每股資產淨值為0.5港元(二零零一年:0.48港元)。

#### 整體表現

本集團錄得售出之總樓面面積約250,000平方米(二零零一年:113,000平方米),較二零零一年增加121%。其中96%為商/住物業,而4%為工業物業。華東區的物業銷售成績對本集團年內的理想表現有較大的貢獻。

年內,建成商/住物業總樓面面積約309,000平方米(二零零一年:119,000平方米),較去年上升160%。於二零零二年年底,在建工程總樓面面積約423,000平方米(二零零一年:606,000平方米),較上年下調30%。

有關上述資料之地區分佈見第9頁之圖表。

於二零零二年三月十四日,上海聯合水泥有限公司(「上海水泥」)修訂其合營企業合同及章程後,成為上海聯合水泥股份有限公司(「上聯水泥」)的附屬公司。上聯水泥乃一間上市公司,而本集團持有上聯水泥54.77%權益。合併上海水泥之賬目導致本集團的營業額、毛利及經營溢利增加。而物業發展新項目之增加及合併上聯水泥之賬目亦令市場及分銷費用、行政費用、財務費用及少數股東權益有所增加。

#### Results

For the year ended 31st December, 2002, the Group achieved an audited consolidated net profit attributable to shareholders of HK\$97,198,000 (2001: HK\$102,782,000) which represents a slight decrease of HK\$5,584,000, or 5% compared with the previous year. The significant increase in turnover and operating profit to HK\$1,080,332,000 (2001: HK\$299,273,000) and HK\$253,462,000 (2001: HK\$65,396,000) respectively, representing an increase of 261% and 288% respectively, were the result of contributions from property development and construction materials. Earnings per share was 1.1 HK cents (2001: 1.2 HK cents), representing a decrease of 8%. As at 31st December, 2002, the Group's net assets per share was HK\$0.5 (2001: HK\$0.48).

#### Overall Performance

The Group recorded sales of total gross floor areas ("GFA") of approximately 250,000m<sup>2</sup> (2001: 113,000m<sup>2</sup>), representing an increase of 121% over the 2001 figure. Of this, 96% came from residential or commercial property and 4% from industrial property. Properties sold in the Eastern region of the PRC contributed significantly to the satisfactory performance.

During the year, a total GFA of approximately 309,000m<sup>2</sup> (2001: 119,000m<sup>2</sup>) of residential/commercial properties was completed, representing a 160% increase over last year. By the end of 2002, a total GFA of approximately 423,000m<sup>2</sup> (2001: 606,000m<sup>2</sup>) was under construction, representing a 30% decrease from the preceding year.

A detailed breakdown of the above figures in terms of territorial distribution are shown in graphic form on page 9.

After the amendment of its joint venture contract and articles on 14th March, 2002, Shanghai Allied Cement Co., Ltd. ("Shanghai SAC") has become a subsidiary of Shanghai Allied Cement Limited ("SAC"), a listed company in which the Group holds 54.77% interest. The consolidation of the accounts of Shanghai SAC results in an increase in turnover, gross profit and operating profit. The increase in new property development together with the consolidation of the accounts of SAC have led to an increase in marketing and distribution costs, administration expenses, finance costs and minority interests.

MANAGING DIRECTOR'S STATEMENT (continued)

鑑於現時市場情況，本集團管理層相信在賬目上為若干共同控制公司及一間聯營公司之權益作出減值準備5,541,000港元，為若干仍未售出物業之存貨作減值15,180,000港元，並作呆壞賬準備24,102,000港元，乃審慎之舉。

**中國之投資環境**

儘管歐洲及美國在二零零二年經濟持續疲弱，中國的國內生產總值仍錄得約8%強勁的增長。中國首四個生產總值最高的城市為上海、北京、廣州和深圳，彼等於二零零二年之生產總值增長分別為10.9%、10.2%、13%和15%。深圳的人均生產總值達5,558美元，為全國之冠。隨著中國加入世貿組織後，外資相繼湧入，於二零零二年，外商投資額達到520億美元。

於年內，房地產投資上升21.9%至人民幣7,740億元；未償還個人房屋按揭貸款近人民幣8,260億元，較二零零一年度標升46%。此外，於二零零二年首十個月內，已出售房屋的總值為人民幣3,059億元，面積約為1.298億平方米，相對去年同期而言，出售面積上升27.6%，而售價升幅則為35.4%。然而，房地產的急速發展亦導致某些地區出現較高的房屋空置率。

Owing to the current market situation, the management believes it is prudent to provide for impairment losses of HK\$5,541,000 in relation to certain interests of jointly controlled entities and an associate, a write-down of HK\$15,180,000 for inventories of certain remaining unsold properties, and a provision of HK\$24,102,000 for doubtful debts.

**Investment Environment in the PRC**

The PRC showed an outstanding GDP growth of around 8% amidst very sluggish economies in Europe and the United States in 2002. Its four most productive cities were Shanghai, Beijing, Guangzhou and Shenzhen and their GDP grew 10.9%, 10.2%, 13% and 15% respectively in 2002. Shenzhen's per capita GDP reached US\$5,558 which is the highest in the country. Following the PRC's entry into the WTO, foreign investors continued to flood into the PRC with a total of US\$52 billion investment in 2002.

During the year, investment in real estate rose by 21.9% to RMB774 billion. Outstanding personal housing mortgages reached RMB826 billion, surging 46% from 2001. A total of 129.8 million square meters of houses worth RMB305.9 billion were sold in the first 10 months of the year under review, which represents an increase of 27.6% in areas and 35.4% in value over the same period last year. However, the rapid development of the property sector has led to relative high vacancy rates in some areas.

## 董事總經理報告 (續)

## MANAGING DIRECTOR'S STATEMENT (continued)

大城市如上海、北京、廣州及深圳之房屋價格，尤以高檔單位而言，於二零零二年下半年亦遇到一定的壓力。不過，上海成功取得世博的主辦權、二零零四年舉辦的世界一級方程式賽車、定於二零零六年落成開放的環球片場主題公園，以及黃浦江兩旁的發展藍圖均帶動當地的物業市場。大量的投資現時正湧入為舉辦二零零八年奧運會而進行的一系列設施的建築工程，而該些活動將帶動對北京高檔住宅的需求。此外，二十四小時的通關措施亦增加對深圳物業的需求。相信在該些大城市之豪華住宅將可重拾上升的趨勢。

除了大城市外，第二及第三線城市經濟亦於二零零二年錄得長足的增長。當地基建、彼等與主要城市間的交通網絡及其他社會配套設施的不斷改善，有助刺激當地居民對新房屋的渴求和改善生活水平。一般都廣泛地預測第二及第三線之城市的房屋價格應持續向上及為發展商提供更多的發展機會。

政府實行若干新政策如高透明度的土地規例和建立全國土地拍賣制度，令到其他地區的發展商現時可與當地發展商互相競投土地，這樣一來，會有更多價格比較廉宜、質素更高的房屋可供消費者選購。中央銀行及商業銀行已開始調整房屋按揭貸款和對小型及缺乏經驗的發展商的貸款政策，此舉令到物業市場長遠而言可以更健康地發展。

Housing prices, especially of luxury units, in large cities such as Shanghai, Beijing, Guangzhou and Shenzhen may have experienced pressure during the last six months of 2002. However, success for Shanghai in winning the World Expo, Formula One racing in 2004, a Vivendi Universal theme park planned to open in 2006, and the blueprint to develop the waterfront of the Huangpu River were added incentives to fuel its property market. Massive investment is being poured into the construction work for various facilities for the 2008 Olympic Games, and such activities and movement will stimulate the need for high-end homes in Beijing. Also, the 24-hour opening of the Shenzhen border spurred the demand in Shenzhen property market. It is believed that the market for luxury homes in such big cities may regain its upward trend again.

Other than the large cities, economic growth in the second and third line cities also recorded big rises in 2002. The improved local infrastructure and transportation network, especially the connection with major cities and other social facilities stimulate the desire for new houses and improvement in living standards. It is widely predicted that housing prices should continue their upward momentum and provide more development opportunities in those second and third line cities.

Various new government policies such as the transparent land regulations and establishment of a nationwide land auction system were implemented. Developers from other regions can now bid for land against local developers which will result in cheaper, higher quality housing for consumers. The central and commercial banks have begun to regulate housing mortgages and their financing to small and inexperienced property developers. Such actions should enable the property sector to have a healthier development in the long term.

MANAGING DIRECTOR'S STATEMENT (continued)

**前景**

一般廣泛地預測二零零三年中國的國內生產總值增長將超逾7%。分析家預期物業市場於二零零三年之表現將較國內生產總值的增幅高出7%。根據數據顯示，於二零零三年首二月，國內工業產值上漲17.5%，而汽車產值更大幅攀升62%。另外，外商的資金繼續湧入中國，於二零零三年首兩個月，升幅為54%，相信政府將會繼續推動國內消費及增加出口以刺激經濟增長。

縱使若干不利因素或指標如投資過多及房屋空置率上升，導致房地產泡沫成為熱門話題，尤以主要城市之豪華高檔住宅為甚，但是，預期繁榮的經濟、高增長的收入、歷史性新低的利率及眾多的地區性措施將繼續帶動國內人民提高生活水平和渴求優質住宅的意慾。

此外，土地拍賣制度的設立，銀行按項目進度而發放貸款的新貸款制度皆為維持物業市場長遠健康發展的有利因素。天安作為一間全國性的資深地產發展商，在不同城市擁有充份的優質土地儲備，而現時的市場境況將提供本集團更多機會，而本集團亦充滿信心去實現二零零三年的目標。

於二零零三年，本集團預計可供銷售物業之總樓面面積約有30萬平方米，主要位於上海、北京、深圳、大連、南京、常州、無錫和長春，該等項目將為本集團帶來可觀收入。集團同時會於適當時間在主要城市如上海和北京策略性地增加土地儲備。

**Outlook**

The PRC's GDP growth is widely predicted to reach more than 7% in 2003. Analysts expect the property sector to outperform GDP growth by 7% in 2003. According to the statistics, the mainland's industrial output surged 17.5% and vehicle output was up 62% in the first two months of 2003. Foreign direct investment continued to flood into the PRC and increased by 54% for the first two months of 2003. It is believed that the government will continue to stimulate economic growth by encouraging domestic spending and rising exports.

Certain unfavourable factors or indicators such as excessive investment and rising vacancy rates have led to a debate over a potential property bubble especially for the luxury high-end units in the major cities. However, a booming economy, growing incomes, historically low interest rates and various municipal policies are expected to contribute to a desire for rising standards in lifestyle and better quality flats.

Furthermore, the establishment of the land auction system and the new financing arrangement for construction against progress are favourable factors in maintaining a long-term healthy development of the property market. Tian An is a nationwide experienced property developer with adequate quality landbank in various cities, and accordingly the current market situation provides us with major opportunities and the Group has confidence that it will successfully meet its targets for 2003.

In 2003, the Group anticipates that properties to be offered for sale will be around 300,000m<sup>2</sup> in terms of GFA. Cities where properties will be sold will include Shanghai, Beijing, Shenzhen, Dalian, Nanjing, Changzhou, Wuxi and Changchun. These projects will generate significant income to the Group. The Group will also increase its strategic landbank in major cities such as Shanghai and Beijing at the right time.

董事總經理報告 (續)

MANAGING DIRECTOR'S STATEMENT (continued)

**致謝**

於年內及至本報告完成之期間內，朱希鐸先生、吳玗先生及張冬小姐辭任本公司董事，本人謹藉此機會對辭任之董事於過去作出的貢獻致以謝意。

最後，本人謹對全體員工的貢獻及努力與股東的支持表示感謝。

董事總經理

許業榮

香港，二零零三年三月二十六日

**Appreciation**

During the year under review and in the period up to the completion of this report, Mr. Zhu Xiduo, Mr. Wu Gan and Ms. Zhang Dong resigned as directors of the Company. I wish to take this opportunity to express my gratitude to the resigning directors for their valuable contributions.

I would also like to thank our staff for their dedication and hard work and our shareholders for their continued support.

**David Hui Yip Wing**

*Managing Director*

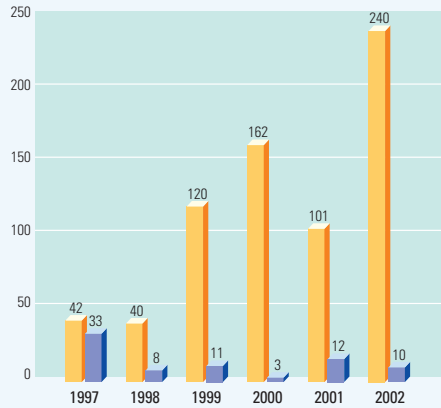
Hong Kong, 26th March, 2003

MANAGING DIRECTOR'S STATEMENT (continued)

銷售樓面面積

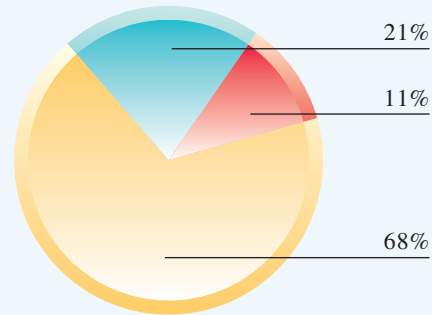
Gross Floor Area ("GFA") Sold

平方米 (千位) m<sup>2</sup> ('000)



銷售樓面面積之地區分佈

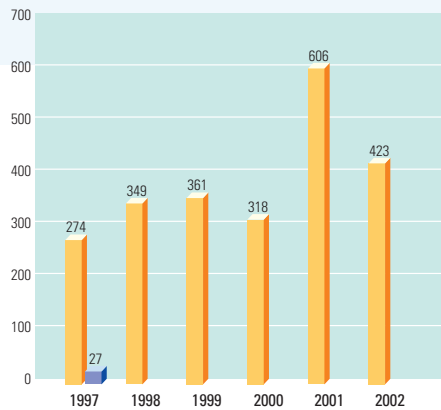
Gross Floor Area Sold by Region



發展中物業樓面面積

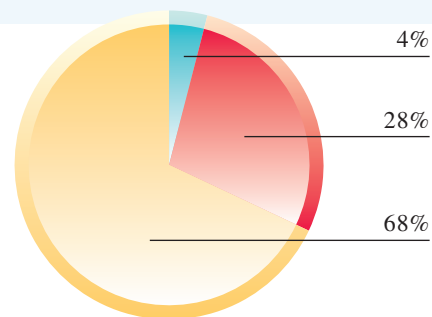
Properties Under Construction in terms of GFA

平方米 (千位) m<sup>2</sup> ('000)



發展中物業之地區分佈

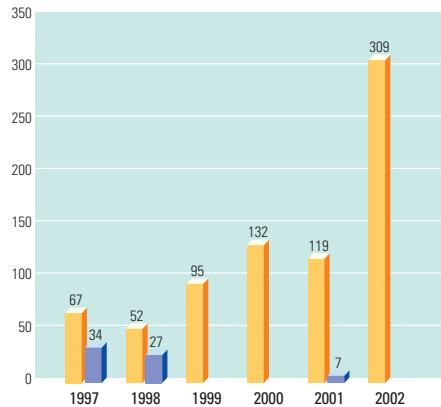
Properties Under Construction by Region



建成樓面面積

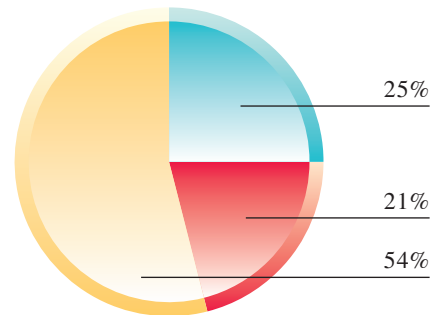
Properties Completed in terms of GFA

平方米 (千位) m<sup>2</sup> ('000)



建成樓面之地區分佈

Properties Completed by Region



商住 Residential/Commercial 工業 Industrial

華東 Eastern China 華南 Southern China 華北 Northern China