

**CCIF**

Charles Chan, Ip &amp; Fung CPA Ltd.

陳葉馮會計師事務所有限公司

# REPORT OF THE AUDITORS

## 核數師報告

Auditors' report to the shareholders of  
**Hon Po Group (Lobster King) Limited**  
(Incorporated in the Cayman Islands with limited liability)

We have audited the financial statements on pages 25 to 71 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

The Company's directors are responsible for the preparation of financial statements which give a true and fair view. In preparing financial statements which give a true and fair view it is fundamental that appropriate accounting policies are selected and applied consistently.

It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### BASIS OF OPINION

We conducted our audit in accordance with Statements of Auditing Standards issued by the Hong Kong Society of Accountants. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the circumstances of the Company and the Group, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance as to whether the financial statements are free from material misstatement. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

**致漢寶集團(龍蝦大王)有限公司**  
全體股東之核數師報告  
(於開曼群島註冊成立之有限公司)

本核數師已完成審核刊於第25頁至71頁按照香港公認會計原則編製的財務報表。

### 董事及核數師各自之責任

貴公司董事須負責編製真實與公平的財務報表。在編製該等真實兼公平之財務報表時，董事必須採用適當之會計政策，並且貫徹應用該等會計政策。

本核數師之責任是根據審核工作的結果，對該等財務報表作出獨立意見，並僅向股東作為一個團體作出報告，而非作其他用途。本核數師不會就本報告內容對其他人仕負責或承擔責任。

### 意見之基礎

本核數師已按照香港會計師公會所頒佈之核數準則進行審核工作。審核範圍包括以抽查方式查核與財務報表所載數額及披露事項有關之憑證，亦包括評審董事於編製財務報表時所作之重大估計和判斷，所採用之會計政策是否適合 貴公司及 貴集團之具體情況，及有否貫徹應用並充份披露該等會計政策。

本核數師在策劃和進行審核工作時，均以取得所有吾等認為必需之資料及解釋為目標，以便獲得充分憑證，就該財務報表是否存有重大錯誤陳述，作出合理之確定。在作出意見時，本核數師亦已評估該等財務報表所載之資料在整體上是否足夠。本核數師相信，我們之審核工作已為下列之意見提供合理之基礎。

# REPORT OF THE AUDITORS

## 核數師報告

### FUNDAMENTAL UNCERTAINTY RELATING TO THE GOING CONCERN BASIS

In forming our opinion, we have considered the adequacy of the disclosures made in note 1(c) to the financial statements, the financial statements have been prepared on a going concern basis, the validity of which depends upon the successful outcome of the various measures taken by the Group to revitalise its operations back into profitable concerns and the ongoing support from its bankers and suppliers, to enable the Group to continue as a going concern and to meet its working capital and financing requirements for the foreseeable future. The financial statements do not include any adjustments that may be necessary should the implementation of such measures become unsuccessful and the failure to obtain support from its bankers and suppliers. We consider that appropriate estimates and disclosures have been made in the financial statements and our opinion is not qualified in this respect.

### OPINION

In our opinion the financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2003 and of the profit and cash flows of the Group for the year then ended and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

**Charles Chan, Ip & Fung CPA Ltd.**

*Certified Public Accountants*

Hong Kong, 16 April 2004

**Chan Wai Dune, Charles**

Practising Certificate Number P00712

### 有關持續經營基準存在基本不明朗之情況

於達致意見時，本核數師已考慮財務報表附註1(c)作出之披露之完備性，財務報表乃根據持續經營基準編製，其有效性須取決於 貴集團在採取不同之措施後能否成功地將結果轉為有盈利及取得銀行及供應商之持續支持以保持 貴集團作持續經營，並達致其於可預見將來之營運資金及財務所需。此財務報表並無包括在上述之措施不獲成功推行及未能取得銀行及供應商支持的情況下，而可能需要作出之任何調整。本核數師認為財務報表中已作出適當估計及披露，本核數師對此情況不作出保留意見。

### 意見

本核數師認為財務報表可真實公平地反映 貴公司及 貴集團於二零零三年十二月三十一日之財務狀況，以及 貴集團截至該日止年度之溢利及現金流量，且乃按香港公司條例之披露規定而妥善編製。

**陳葉馮會計師事務所有限公司**

*執業會計師*

香港，二零零四年四月十六日

**陳維端**

執業證書號碼P00712