

管理層討論及分析

業務回顧

本集團回顧

本集團於二零零四年再創驕人成績，集團營業額飆升32.9%至977,300,000港元（二零零三年：734,900,000港元），股東應佔溢利增長38.6%至57,500,000港元（二零零三年：41,500,000港元）。本集團獲得如此佳績，實有賴過去數年所奠下之基礎，特別是本集團於二零零三財政年度，將零售專門店數目由13間增加至21間。我們把握中國內地訪港旅客人數創下新高及香港經濟逐步改善之機遇，擴大集團零售網絡，使零售及批發部之營業額於二零零四年增長32.9%至899,800,000港元（二零零三年：677,200,000港元）。

儘管市場內新晉競爭對手湧現，本集團之美容服務部仍能繼續保持增長，營業額上升34.3%至77,500,000港元（二零零三年：57,700,000港元），相等於本集團二零零四年總營業額7.9%（二零零三年：7.9%）。

管理層深知，單靠在香港擴展零售網絡，不足以推動本集團持續增長。因此本集團按照既定策略，加強在市場推廣方面投入資源，推廣集團自有品牌產品和由本集團獨家分銷之品牌。本集團之毛利率上升至39.4%（二零零三年：38.1%），毛利上升37.7%至385,200,000港元（二零零三年：279,700,000港元），實為我們在市場推廣方面付出努力之成果。

零售及批發部回顧

自二零零三年下半年以來，中國內地訪港旅客數目增加，本地經濟環境普遍改善，帶動本地零售市場逐漸復甦。因此，零售及批發業務於二零零四年之營業額為899,800,000港元（二零零三年：677,200,000港元），按年增長32.9%，其中下半年營業額達463,500,000港元（二零零三年：378,500,000港元），較去年同期增長22.5%，情況明顯不再如二零零三年度般反覆波動。二零零四下半年營業額佔全年營業額大約51.5%，對比二零零三下半年營業額佔全年營業額55.9%。

Management's Discussion and Analysis

Operations Review

Group Review

The Group has another remarkable results in 2004. Group's turnover soared 32.9% to HK\$977.3 million (2003: 734.9 million), while profit attributable to shareholders rose 38.6% to HK\$57.5 million (2003: 41.5 million). These financial results were largely attributed to our foundation laid down in previous years, especially when we increased our number of retail outlets from 13 to 21 during the fiscal year of 2003. Such expanded retail network was able to take up the advantage of the recorded number of PRC inbound tourists as well as the gradually improved economy in Hong Kong at the best possible timing. The retail and wholesale division's turnover grew by 32.9% in 2004 to HK\$899.8 million (2003: HK\$677.2 million).

The beauty services division continued to maintain growth despite the market was over crowded with new competitors. The beauty services division's turnover increased by 34.3% to HK\$77.5 million (2003: HK\$57.7 million), equivalent to 7.9% of the Group's total turnover in 2004 (2003: 7.9%).

Management realized that our Group could not solely rely on expanding the retail network in Hong Kong in order to maintain growth. So based on the preset strategy, we increased our marketing resources to promote sales on our private label products and brands with exclusive distributorship. As a result of this marketing effort, our Group's gross profit margin increased to 39.4% (2003: 38.1%), while the Group's gross profit increased by 37.7% to HK\$385.2 million (2003: HK\$279.7 million).

Retail and Wholesale Division Review

Since the second half of 2003, the local retail market has picked up gradually due to the increasing number of PRC inbound tourists and the general improvement in economy. As a result, the retail and wholesale business contributed a turnover of HK\$899.8 million in 2004 (2003: HK\$677.2 million), representing an annual increase of 32.9%. The turnover for the second half amounted to HK\$463.5 million (2003: HK\$378.5 million), an increase of 22.5% comparing to the same period last year. The performance was obviously not as volatile as in 2003. In 2004, approximately 51.5% of turnover was generated in the second half, while it was 55.9% in 2003.

管理層討論及分析 (續)

Management's Discussion and Analysis (continued)

業務回顧 (續)

Operations Review (continued)

零售及批發部回顧 (續)

Retail and Wholesale Division Review (continued)

雖然二零零四年之租金隨經濟復甦而飆升，惟本集團之營業額亦同步增長，加上本集團重續租約時，始終堅守維持成本效益之原則，因此租金與銷售百分比仍能維持於10%以下。年內，本集團與九間現有零售專門店之業主洽談續約，其中3間無法達成協議而需要搬遷。然而，該三間零售專門店遷往新址後，表現更勝從前。

Came along with the economy recovery, the rental cost has been surging during 2004. Nevertheless, the Group's rental cost percentage to sales was kept under 10% given that the turnover has also increased at the same pace. This was achieved mainly because we always adhered to our principles of maintaining cost-effectiveness when we renewed our leases. During the year, we attempted to renew leases of nine existing retail outlets with the landlords, and three of them were unsuccessful and needed to be relocated. However, it turned out that these newly relocated shops were even performed better than the previous locations.

本集團亦本著同樣原則，以謹慎態度與準業主商討租金。二零零四年財政年度內零售專門店數目由21間增加至25間，新增零售專門店僅4間。零售網絡之擴展步伐雖然相對比二零零三年放緩，但符合管理層之預期及於二零零四年初訂下之計劃。

Followed the same principles, the Group was cautious in negotiating the rental cost with potential landlords. As a consequence, the number of retail outlets increased from 21 to 25 with only 4 new retail outlets opened in the fiscal year of 2004. The pace of retail network expansion was comparatively slower than 2003, but yet, fell within our management expectation which was planned in the beginning of 2004.

批發部之表現與零售業務相若，於二零零四年雖然僅佔本集團總營業額一小部份，但仍然保持穩定。

Like the retail business, the performance of the wholesales division though it's only accounted for a small portion of the Group's total turnover, was relatively stable in 2004.

銷售存貨週期為52日（二零零三年：54日）。由於本集團管理層時刻保持警覺，採取嚴格之控制存貨措施，因此本集團能夠保持適當之存貨水平。

The inventory turnover period on sales was 52 days (2003: 54 days). We were able to keep the inventory level in such an appropriate level consistently for years because our management was always alert to apply stringent measures in regulating the stock level.

合營企業業務回顧

Joint Venture Operations Review

本集團於二零零三年底開始之新合營企業業務，於二零零四年終於錄得盈利。由於此合營企業之業務尚在起步階段，其營運模式需不時作出改變，期間或對日常運作造成干擾，對年內業績表現帶來輕微負面影響。無論如何，至二零零四年底，合營企業之營運基本上已納入正軌，開始穩定發展。當第三間專門店於二零零四年底開業後，二零零五年之業務前景更見樂觀。

The new joint venture business, which was started in late 2003, has finally become profitable in 2004. As the development of this joint venture business was still at its early stage, the operation modes required to change occasionally and sometimes it might disrupted the daily operation. This has caused a slight negative impact on the performance during the year. By the end of year 2004, the operation was basically stable and moving on the right track. The performance of the business looks even brighter in 2005 when the third outlet was opened in late 2004.

美容服務部回顧

美容服務業之市場競爭則遠比其他業務激烈，尤以二零零四年下半年為甚。新晉經營者爭相加入市場，而本集團認為情況已演變為惡性競爭。猶幸本集團已建立忠實客戶群，得以維持理想之財務業績2,900,000港元（二零零三年：2,800,000港元）。營業額增加34.3%至77,500,000港元（二零零三年：57,700,000港元）。服務計劃之年內銷售為83,400,000港元（二零零三年：70,500,000港元），年終遞延收入結餘為37,800,000港元（二零零三年：31,900,000港元）。

本集團之已出售服務計劃及已使用服務數量仍然維持穩健增長，惟增長速度較往年顯著放緩。本集團管理層深信，在此惡性競爭環境下，我們必須以嚴格控制成本為首要任務，減慢擴充計劃步伐，以免客戶基礎突然攤薄，導致此業務承受成本上升之壓力。因此，本集團於二零零四年四月在澳門開設新美容中心後，決定不按照原定計劃於二零零四年下半年在香港增設任何美容中心。直至二零零四年底，本集團共有6間美容中心，5間位於香港，1間位於澳門。

儘管業內競爭不斷加劇，本集團之廣告及宣傳開支仍維持於與二零零三年相同之水平。本集團明白有需要嚴格控制成本，以維持財政穩健，但另一方面亦需為廣告宣傳維持一定之開支預算，以達到長期維繫客戶對品牌之忠誠度及強化市場定位之目的。從本集團服務計劃所達到之銷售水平來看，可見本集團之廣告宣傳工作，在激烈市場競爭中相對仍維持一定之成效。

Beauty Services Division Review

The beauty services business was operating in a much more hostile market environment, especially in the second half of 2004. Many new players joined the market and competition went to a point that we considered to be unhealthy. Fortunately, we have built a loyal clientele that helped us to maintain a healthy and satisfactory financial result of HK\$2.9 million (2003: HK\$2.8 million). The turnover increased by 34.3% to HK\$77.5 million (2003: HK\$57.7 million). The service package sold during the year was HK\$83.4 million (2003: HK\$70.5 million), and the deferred income balance was HK\$37.8 million by the end of the year (2003: HK\$31.9 million).

We can still maintain a healthy growth in both the service packages sold and the amount of service redeemed, but the rate of increment was slow down significantly as compared to previous years. Our management strongly believed that during such an abnormal competitive environment, we must put stringent cost control measures as our first priority and slow down the expansion plan to avoid a sudden dilution of customer base in order to avoid high cost pressure on this business segment. Therefore, after we opened a new beauty salon in Macau on April 2004, the Group decided not to open any beauty salon in Hong Kong in the second half of 2004 that we originally planned. By the end of 2004, the Group had a total six beauty salons, five in Hong Kong and one in Macau.

The advertising and promotion expenses were kept at the same level as in 2003, in spite of the increasing competitiveness existed. On one hand, we understood that we needed to maintain a healthy financial position with tight cost control measures, but on the other hand, we had to sustain our advertising and promotion budget for establishing brand loyalty and strengthening our market positioning in the long term. Given the level of package sales we achieved, the effectiveness of advertising and promotion was relatively maintained even in this tough market.

管理層討論及分析 (續)

展望

零售及批發部

展望將來，預期外在有利因素將持續發揮效應。預期失業情況於二零零五年將大幅改善，本地消費復甦將更為明顯。香港迪士尼樂園於二零零五年九月開幕後，本地零售市場之吸引力將有增無減。基於上述各種有利因素，本集團於二零零五年將更積極擴充零售網絡，計劃開設最少8間零售專門店。

租金一直是影響網絡擴展步伐之關鍵因素。然而，租金上調似乎主要限於黃金購物地段，況且升勢於過去數月已漸趨穩定。本集團預計，其他地段仍有大量鋪位供應，租金升幅應較為溫和。只要盈利增幅能抵銷租金升幅，本集團定會充分把握香港零售市場增長所帶來之商機。

除透過擴展零售市場以增加盈利之外，本集團亦將繼續專注於改善盈利率，投放更多資源進行品牌推广。在經濟復甦期間，消費者不太在意價格之高低，往往願意付出較高價錢，換取質量較高之產品和服務。透過建立本集團自有品牌及獨家代理產品之優質品牌形象，本集團計劃在五年內，將該等產品之銷售比重由20%增加至24%。

對於本集團之零售業務及美容服務業務而言，中國市場無疑是增長潛力龐大之市場。然而，本集團一向對發展中國市場採取審慎態度，今後也將繼續如是。儘管內地已經調低稅項及關稅，但本集團仍需解決若干其他問題，方可在中國內地建立最理想之營運業務。一切籌備工作均在積極進行中，本集團非常肯定，可於不久將來在中國內地開展零售專門店及美容中心業務。

Management's Discussion and Analysis (continued)

Outlook

Retail and Wholesale Division

Looking ahead, the prevailing positive factors will remain. The rebound in local spending will become more prominent in 2005 when the unemployment is expected to improve significantly. The retail market in Hong Kong may become even more attractive when the Disney opens in September 2005. Taking all these positive factors into account, the Group will take a more aggressive approach in retail network expansion and plan to open at least 8 retail outlets in 2005.

Rental cost is always the key factor that will affect the pace of network expansion. However, it seems that rental cost escalates mainly in those prime shopping areas and it has been stabilized in the last few months. In other locations, we anticipate that the rental cost increase will be moderate as there are still abundant supplies. As long as the rental cost increase can be matched by the increase in profit, the Group will take the opportunities to capitalize the gain from the growing retail market in Hong Kong.

In addition to increase the profit by retail network expansion, we will continue to focus on margin improvement by directing more resources on brand marketing. As in the period of recovering economy, consumers will usually become less price-sensitive, and they are more willing to pay higher prices in exchange for higher quality products and services. By building the high quality brand image of our private labels and exclusive products, we target to increase the proportion of sales on these products from 20% to 24% in five years.

China market is no doubt a market that offers huge growth potential for both retail and beauty services. Yet, our strategy in China is prudent and will continue to be. The taxes and tariffs have already been lowered but there are other issues that we have to tackle before we can set up the best possible business operation in China. All the preparation works are now underway, and we are very positive that we will start our retail outlet and beauty salon business in China soon.

管理層討論及分析 (續)

展望 (續)

零售及批發部 (續)

合營企業之業務於二零零五年將會更趨成熟穩定，於二零零四年底開業之第三間專門店現時運作順利，因此預期來自此項投資之盈利，將會逐步增長。本集團預期，迪士尼樂園於本年九月開幕後，中國內地訪港旅客人數將會顯著上升，屆時合營企業之表現將更加突出。

網上購物業務之所有籌備工作均已接近完成，並計劃在二零零五年第二季開始提供服務。直至現時為止，本集團對此項新業務僅投入有限資源，惟本集團已準備就緒，如客戶反應較預期熱烈，則將會投入更多資源。

美容服務部

預期美容服務市場將繼續充斥競爭，與二零零四年度情況相若。然而，本集團相信，市場目前正處於整合過程之中，部份經營者勢將在激烈競爭下面臨淘汰。本集團早已建立穩固根基，在市場漸趨成熟穩定後，必能成為主要經營者之一，在此利潤豐厚之市場中，穩佔可觀份額。

本集團於二零零四年放緩擴展速度，以免客戶基礎突然攤薄。於二零零五年，本集團計劃多開設兩間全新美容中心，並將現時一間美容中心遷至更寬敞之地點。前述之擴展速度符合本集團之既定策略，而我們認為此策略對現行市場環境仍然適用。新設之美容中心在短期內將不會對本集團業務帶來明顯貢獻，然而為今後之持續增長，擴展美容中心網絡乃是必要之舉。

Management's Discussion and Analysis (continued)

Outlook (continued)

Retail and Wholesale Division (continued)

Regarding to the joint venture business, the operation will become much more stable and mature in 2005. The profit derived from this investment is expected to increase gradually, especially when the third outlet opened in late 2004 which is now running smoothly. We expect that the performance of the joint venture business will be even more attractive when the Disney opens in this September, there will be a sharp increase in the number of PRC inbound tourists visiting Hong Kong.

All the preparation required for online shopping is close to complete. We plan to launch the business in the second quarter of 2005. Up to now, we only spent very limited resources into this new business. Nevertheless, we are always prepared to allocate more should the customer's responses are surprisingly positive.

Beauty Service Division

The beauty services market is expected to be as competitive as in the year 2004. However, we believe that the market is in a process of consolidation when some of the players cannot survive in the existing high competitive market. Given our solid base already established, our Group will surely be one of the key players that can take a handsome share of the highly profitable market when a mature market is gradually evolved.

After we slowed down the expansion to avoid a sudden dilution of customer base in 2004, we are planning to open two new beauty salons in 2005, and relocate one existing salon to a more spacious location. This pace of expansion follows the preset strategy which we still consider valid for the present market environment. These new salons will not significantly help to boost the business in a short period of time, but again, the expansion definitely is essential for the growth in the subsequent years.

管理層討論及分析 (續)

展望 (續)

美容服務部 (續)

本集團相信在短期內不能依賴新設美容中心推動服務計劃之銷售，因此我們採取更積極進取之定價策略及市場推廣活動，以促銷服務計劃。同時，本集團正在發掘新的市場推廣機會，力求提高市場推廣活動之成效，希望通過此一策略，以與二零零四年同等之資源，達到更高之銷售目標。此外，本集團將會繼續擴闊服務範圍，進一步提升一站式服務供應商之形象，增強對客戶之吸引力。市場對本集團近期變革之反應迄今非常正面。管理層有信心，本集團之美容服務部可在未來數年恢復高速增長。

財務回顧

流動資金及財務資源

本集團繼續採取審慎管理財務資源之方針，流動資金及財務資源水平仍然保持穩健。於二零零四年十二月三十一日，本集團之現金及銀行存款為65,500,000港元（二零零三年：61,400,000港元）。於二零零四年十二月三十一日，本集團之銀行借貸為3,400,000港元（二零零三年：13,600,000港元），當中2,500,000港元（二零零三年：12,500,000港元）須於未來12個月內償還。因此本集團之淨現金結餘，自一年前之47,800,000港元增加至62,100,000港元。

於二零零四年十二月三十一日，本集團之資產負債比率為0.03（二零零三年：0.14），該比率乃根據本集團之銀行借貸及股東資金135,900,000港元（二零零三年：100,100,000港元）計算。總負債比對股東資金比率為120.2%，較去年結算日之154.2%有所改善。流動比率為1.58（二零零三年：1.41）。

Management's Discussion and Analysis (continued)

Outlook (continued)

Beauty Service Division (continued)

Instead of relying on adding new salons to boost the package sales in the short term, we are employing more aggressive pricing strategies and marketing campaigns to promote the package sales. We are also exploring new marketing opportunities to increase the effectiveness of the marketing campaigns. This is particularly important as this is our goal to achieve higher sales targets with the same resources given as in 2004. In addition, we are broadening our services coverage to further enhance our one-stop service image as well as our attractiveness to clients. So far, the market response to our latest moves is very positive. Our management is confident that our beauty service division will go back on its fast growing track in the next couple of years.

Financial Review

Liquidity and Financial Resources

Liquidity and financial resources position remain strong as the Group continues to adopt a prudent approach in managing its financial resources. As at 31 December 2004, the Group's cash and bank deposits amounted to HK\$65.5 million (2003: HK\$61.4 million). The Group's bank borrowings as at 31 December 2004 were HK\$3.4 million (2003: HK\$13.6 million), out of which HK\$2.5 million (2003: HK\$12.5 million) were repayable within the next 12 months. Therefore, the Group had net cash balance (total cash on hand minus total bank borrowings) increasing to HK\$62.1 million from HK\$47.8 million a year ago.

As at 31 December 2004, the Group's gearing ratio was 0.03 (2003: 0.14), and was calculated based on the Group's bank borrowings and shareholders' funds of HK\$135.9 million (2003: HK\$100.1 million). Total liability to shareholders' fund improved to 120.2% as compared to 154.2% in the previous year end date. The current ratio stands at 1.58 (2003: 1.41).

管理層討論及分析 (續)

財務回顧 (續)

流動資金及財務資源 (續)

本集團擁有雄厚的現金收入及內部資源，於回顧年度內，所有資本開支均從該等資源撥支。本集團擁有81,100,000港元之未動用銀行融資額度，必可適時掌握市場內任何投資機遇。

由於本集團大部份資產、收款及付款均以港元或美元計算，故外匯波動風險很低。於二零零四年十二月三十一日，本集團並無外幣銀行借貸。本集團之銀行借貸按浮動息率計息，息率為銀行最優惠利率或短期銀行同業拆息利率。本集團將繼續監察其外匯狀況，如有需要將訂立遠期外匯合約對沖外匯風險。

股本架構

年內，本公司股本並無變動，而本公司於二零零四年十二月三十一日已發行218,800,000股本公司之普通股。

在結算日後，根據本公司購股權持有人按行使價每股1.65港元行使購股權，合共發行6,348,000股股份。因此，於本年報日，本公司之已發行股份總數為225,148,000股。

現金流量

經營業務現金流入由二零零三年之24,700,000港元增加至二零零四年之62,600,000港元。現金流入主要是由於錄得除稅前溢利66,300,000港元。非現金項目為14,900,000港元(主要為折舊12,000,000港元)，該項目受營運資金減少12,600,000港元(主要因存貨增加30,400,000港元相比應付貿易賬款及遞延收益合共增加20,700,000港元)所抵銷。

Management's Discussion and Analysis (continued)

Financial Review (continued)

Liquidity and Financial Resources (continued)

During the year under review, all capital expenditure of the Group was financed by its strong cash inflow and internal resources. With the unutilized banking facilities of the Group of HK\$81.1 million, the Group has confidence in capturing any investment opportunity available in the market.

The Group has little exposure to foreign exchange fluctuations as most of its assets, receipts and payments are in Hong Kong or US dollar. As at 31 December 2004, none of the Group's bank borrowings were in foreign currency. The Group's bank borrowings were on floating rate basis at either bank prime rate or short-term inter-bank offer rates. The Group will continue to monitor its foreign exchange position and, if necessary, will hedge its foreign exchange exposure by forward foreign exchange contracts.

Capital Structure

There is no movement of share capital during the year and the Company had in issue 218,800,000 ordinary shares of the Company as at 31 December 2004.

Subsequent to the year end, a total of 6,348,000 shares were issued pursuant to the exercise of the share options by the option holders of the Company at an exercise price of HK\$1.65 per share. As a result, the total number of issued shares of the Company as at the date of this annual report is 225,148,000.

Cash Flow

Cash inflow from operating activities increased to HK\$62.6 million in 2004 from HK\$24.7 million in 2003. The cash inflow was mainly due to HK\$66.3 million of profit before taxation. The total amount of non-cash items amounting to HK\$14.9 million (mainly the depreciation of HK\$12 million) was net off with decrease in working capital of HK\$12.6 million (resulting mainly from increase in inventories of HK\$30.4 million contrast with increase in trade payable and deferred revenue totally amounted to HK\$20.7 million).

管理層討論及分析 (續)

Management's Discussion and Analysis (continued)

財務回顧 (續)

Financial Review (continued)

現金流量 (續)

Cash Flow (continued)

投資活動現金流出由二零零三年之29,600,000港元減少至二零零四年之21,100,000港元。減少的原因大致上為減少購買固定資產。此外，應付股東的數額於二零零三年已悉數償還。

Cash outflow from investing activities decrease to HK\$21.1 million in 2004 from HK\$29.6 million in 2003. The decrease was largely due to the decrease in purchase of fixed assets. In addition, the amounts due to shareholders has been fully settled in 2003.

融資活動由二零零三年51,100,000港元現金流入大幅減少至二零零四年現金流出32,900,000港元，主要由於二零零三年發行新股集資49,200,000港元，而二零零四年則支付股息21,700,000港元及長期負債14,100,000港元所致。

Cash outflow from financing activities amounted to HK\$32.9 million from HK\$51.1 million inflow in 2003. The significant decrease was mainly due to a fund raised on the new issue of share for HK\$49.2 million in 2003 while there are payment of dividend for HK\$21.7 million and long term liabilities for HK\$14.1 million in 2004.

所得款項用途

Use of Proceeds

本集團於二零零三年七月以每股0.90港元發行及配售65,640,000股本公司新股，扣除有關開支後集資約38,000,000港元，本公司之股份於二零零三年七月十六日成功在香港聯合交易所有限公司主板上市。

The Group raised approximately HK\$38 million, net of related expenses, from the new issue and placing of 65,640,000 shares of the Company at HK\$0.90 per share in July 2003. The Company's shares were successfully listed on the Main Board of The Stock Exchange of Hong Kong Limited on 16 July 2003.

二零零三年七月十六日(上市日期)至二零零三年十二月三十一日期間，本集團共動用31,600,000港元，以完成售股章程所載之業務目標。

During the period from 16 July 2003 (date of listing) to 31 December 2003, the Group had incurred HK\$31.6 million to achieve the business objectives as set out in the Prospectus.

在回顧年度內，本集團動用餘下6,400,000港元，在澳門開設一所全新纖體美容及保健中心，以及在香港增設一所零售專門店。

During the year under review, the Group utilized the remaining HK\$6.4 million on the establishment of a new beauty and health salon in Macau and one additional retail outlet in Hong Kong.

股息

Dividend

董事會欣然建議派發末期股息每股9.6港仙(二零零三年：每股6.3港仙)，較上一年度增加3.3港仙。按建議派發之末期股息連同已支付之中期股息計算，全年派息比率約為50.3%(二零零三年：46.9%)。本集團擬按照集團之盈利增長，向其股東及投資者派發股息。

The Board is pleased to recommend a final dividend of 9.6 HK cents per share (2003: 6.3 HK cents per share), an increase of 3.3 HK cents from last year. The dividend payout ratio, including the interim dividend paid and the proposed final dividend for the year was approximately 50.3% (2003: 46.9%). It is the intention of the Group to distribute dividend to our shareholders and investors that is in line with our earning growth.

末期股息將於二零零五年六月二十日或前後派發。

The final dividend will be paid on or around 20 June 2005.

管理層討論及分析 (續)

財務回顧 (續)

暫停辦理股份過戶登記

本公司將於二零零五年五月二十六日(星期四)至二零零五年六月二日(星期四)(包括首尾兩天)暫停辦理股份過戶登記，期間一概不會登記任何股份轉讓。如要符合資格收取末期股息及出席即將舉行之股東週年大會，所有股份過戶連同有關股票及過戶表格必須於二零零五年五月二十五日(星期三)下午四時正前，送達本公司之香港股份過戶登記分處香港中央證券登記有限公司，地址為香港灣仔皇后大道中183號合和中心17樓1712-1716室，辦理登記手續。

或然負債

本集團於結算日之或然負債詳情，載於財務報表附註27。

本集團資產抵押

於二零零四年十二月三十一日，本集團並無任何資產抵押予任何財務機構。

人力資源

本集團深信，對於任何企業而言，員工皆為最寶貴的資產之一。在回顧年度內，本集團為加強全體前綫員工之客戶服務技巧，特別提供了一系列培訓課程，並邀請專業顧問擔任講員，豐富培訓內容。本集團又向高級行政人員及一般僱員授予購股權，藉以獎勵及挽留管理團隊中之優秀人才。同時，本集團亦為各級員工制訂可觀之薪酬方案及業績達標花紅。此等獎勵計劃有助於加強員工士氣，提高工作效率，令董事會更加相信，採納此一策略方針乃明智決定。

Management's Discussion and Analysis (continued)

Financial Review (continued)

Closure of Register of Members

The registers of the Company will be closed from Thursday, 26 May 2005 to Thursday, 2 June 2005, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the final dividend and attending the forthcoming annual general meeting, All transfer of shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's branch share registrars in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration no later than 4:00 p.m. on Wednesday, 25 May 2005.

Contingent Liabilities

Details of contingent liabilities of the Group at the balance sheet are set out in note 27 to the financial statements.

Charge on Group Assets

As at 31 December 2004, no Group asset was under charge to any financial institution.

Human Resources

The Group adheres to a strong belief that one of the most valuable assets of a corporation is its employees. During the year under review, the Group provided a series of training courses to enhance the customer service skills of all our frontline staff by inviting professional consultants as lecturers to enrich the scope of this program. The Group also offers share options to the senior executives and general staff, as a means to reward and retain high caliber of the management team. In the meantime, competitive remuneration packages and goal-oriented bonuses are paid to different levels of staff. These rewarding packages strengthen the morale among the staff and led to high efficiencies, which further reinforced the confidence of the Board's decision to have adopted this strategic direction.

管理層討論及分析 (續)

Management's Discussion and Analysis (continued)

財務回顧 (續)

Financial Review (continued)

人力資源 (續)

Human Resources (continued)

於二零零四年十二月三十一日，本集團在香港及澳門約有820名全職及兼職僱員（二零零三年：725名）。高級管理人員團隊共有18人，其中約半數已在本集團任職超過5年。本集團視人才為寶貴之人力資源，並認為本集團如要繼續獲得成功，必須吸引優秀人才留效。

On 31 December 2004, the Group had approximately 820 full-time and part-time employees (2003: 725 employees) in both Hong Kong and Macau. The senior management team consisted of 18 people, in which about half of them had been with the Group for over 5 years. The Group treasures people as valuable human resources and recognizes the importance of attracting and retaining high quality staff for the Group's continuous success.

與股東及投資者之關係

Relation with Shareholders and Investors

本公司之股東週年大會（「股東週年大會」），乃管理層與本公司股東之間的溝通良機。股東週年大會通告及有關文件將不遲於舉行會議日期前21個曆日送達全體股東，而股東亦積極參與股東週年大會。

The Company's Annual General Meeting ("AGM") provides a good opportunity as the communication between the management and the Company's shareholders. Notice of the AGM and related documentation are to be sent to all shareholders at least 21 calendar days before the meeting. It is well participated by the shareholders.

為與所有投資者及股東保持良好之長期關係，本集團除刊發年報及中期業績報告外，亦通過定期發放新聞稿或接受報章專訪，向股東及投資者披露有關其業務之所有相關資料。投資者及傳媒之任何查詢，均由執行董事、公司秘書或其他適當之高層管理人員即時回覆。

In order to maintain good and long-term relationship with all investors and shareholders, the Group discloses all relevant information on its activities to its shareholders and investors through regular press releases or press interviews apart from the Company's annual and interim reports. All inquiries from investors and media are responded by the executive directors, the company secretary or other appropriate members of the senior management.

本集團亦在香港參加多項路演，詳情摘述如下：

The Group also participated in various road shows in Hong Kong summarized as follows:

日期 Date	活動 Event	主辦機構 Organizer
二零零四年二月 February 2004	小組推介 Small Group Presentation	德意志銀行 Deutsche Bank
二零零四年七月 July 2004	企業日 Corporate Day	匯富集團 Kingsway Group
二零零四年十一月 November 2004	CEPA與旅遊業企業日 CEPA & Tourism Corporate Day	德意志銀行 Deutsche Bank
二零零五年二月 February 2005	小型市值企業評估日 Small Cap Corporate Assess Day	摩根大通 JP Morgan