



## CHAIRMAN'S STATEMENT 主席報告

I am pleased to present to shareholders the 2005 annual report of the Company and its subsidiaries ("Group").

### BUSINESS REVIEW

#### Carnival operations

##### *Over 2-years track record*

The Company's carnival business has been in full fledged operations since March 2004 undertaking and completing successfully over three carnivals in Dalian, Foshan and Guangzhou, the People's Republic of China ("PRC") involving over 1,000 workers with over 665,000 visitors. Each carnival was a sizable event with considerable attraction to the visitors. The management has been to achieve improved results and efficiency from one carnival to the next. The management has achieved a profitable moving carnival just recently completed in February 2006 at Nanhu, Guangzhou, the PRC with over 270,000 visitors.

##### *Shaoguan 3-years carnival*

Since the end of September 2005, the Company has been approached by the City Government of Shaoguan to hold a fixed location carnival at the city centre of that city. Shaoguan has a local population of over 700,000 people with 3 major cities of above 3 million people within one hour drive nearby. Shaoguan has over 5 million tourists visiting each year. At present, there is no sizable carnival or amusement park in Shaoguan to cater for all these people and tourists. The Company has on 4 January 2006 signed an agreement with the City Government of Shaoguan, under which the Group has obtained the possession of a piece of vacant site of some 16,300 sq. m. at the city centre of Shaoguan, at a relatively low annual rental for 3 years commencing from 6 February 2006. As publicly announced, the City Government of Shaoguan has already delivered the possession of a site at the city centre to the Company to hold the carnival. The Group has acquired additional amusement rides and has, in addition to its used own rides, rented some Chinese-made amusement rides. The Group would operate over 40 rides, games stalls and electronic amusement games for such carnival. The Group's office in Shaoguan is in full operation. The site preparation work has been fully completed, a sales of admission tickets agreement has already been signed with a major travel agent in the PRC, the amusement rides have been properly set up and the carnival will have its full grand opening on 29 April 2006.

本人欣然向股東提呈本公司及其附屬公司（「本集團」）之二零零五年年報。

#### 業務回顧

##### 嘉年華會業務

##### *兩年來往績記錄*

本公司之嘉年華會業務自二零零四年三月起即不斷茁壯，發展漸趨成熟，先後在中華人民共和國（「中國」）大連、佛山及廣州成功籌辦超過三次嘉年華會，聘用逾1,000名工作人員，入場人數逾665,000人次。每次嘉年華會均成為觸目盛事，吸引大批遊客。管理層在籌辦嘉年華會上取得之成績及效果一次比一次出色，如剛於二零零六年二月在中國廣州南湖圓滿結束之流動嘉年華會便帶來不俗溢利，入場人數逾270,000人次。

##### *為期3年之韶關嘉年華會*

自二零零五年九月底以來，韶關市政府不斷接觸本公司，希望本公司在該市之中心區選址籌辦嘉年華會。韶關當地人口逾700,000人，距離毗鄰3個人口逾3,000,000人之主要城市僅一小時車程。韶關每年吸引逾5,000,000名遊客。目前韶關並無任何具規模之嘉年華會或遊樂園供當地人及遊客遊玩。本公司已於二零零六年一月四日與韶關市政府簽訂協議，據此，本集團以較低之年租取得韶關市中心一幅面積約16,300平方米之空地之管有權，由二零零六年二月六日起計為期3年。如早前所公佈，韶關市政府已將市中心一個地盤之管有權移交本公司籌辦嘉年華會。本集團已添置額外機動遊戲，除本身之現有設施外，另已租用若干中國製造之機動遊戲。本集團將在該嘉年華會上營運超過40款機動遊戲、攤位遊戲及電子遊戲。本集團之韶關辦事處已全面投入運作。地盤平整工程已全部完成，有關方面已與中國一間主要旅行社簽訂門票銷售協議，所需機動遊戲已安裝妥當，嘉年華會將於二零零六年四月二十九日隆重開幕。

## **BUSINESS REVIEW – continued**

### **Carnival operations – continued**

#### *Shaoguan 3-years carnival – continued*

Following the letter on intent dated 15 November 2005, the Group is about to conclude signed a profit sharing agreement with one of the famous hot spring hotels (“Hotel”) in Shaoguan to offer bundle package for its hotel guests to visit our Shaoguan City carnival. This bundle package arrangement could help generate substantial visitors per annum to Shaoguan carnival. Under this proposed profit sharing agreement, the Hotel and the Group shall share all the net profit after tax derived from this Shaoguan carnival for the whole 3 years on a 40/60 basis after excluding all incomes from sponsorship/promotion and paying a net profit after tax of RMB8 million per year to the Group, all the guests of the Hotel would enjoy a 60% discount to all the facilities of this Shaoguan carnival, and the Hotel would guarantee the Group to receive at least a net profit after tax of RMB8 million per year derived from this Shaoguan carnival.

### **Fixed location amusement park**

#### *Panyu Project (番禺) – a 20-years term*

San Tai San Import & Export International Company Limited (“Santai”) has since early January 2006 discussed with the Panyu Town Government (廣州市番禺區石基鎮文邊村經濟合作社) (“Panyu Town government”) to re-develop a piece of land of some 200,000 sq. m. into a nature amusement park. Following lengthy discussion, Santai and the Company have set up a 20:80 equity joint venture company to take up this re-development as the Company has looked for a suitable site in the PRC to re-build its amusement park in the PRC. Santai is engaged in the coin-operated redemption games and arcade games in Macau and whose owners are also amusement ride manufacturer in Panyu, the PRC with many years of experience, and its business also includes manufacturing of coin-operated redemption games, skill crane machines, prize vending machines, bumper cars, carnival games, amusement rides and themed attractions etc.

## **業務回顧 – 續**

### **嘉年華會業務 – 續**

#### *為期3年之韶關嘉年華會 – 續*

繼於二零零五年十一月十五日簽訂意向書之後，本集團即將與韶關其中一間著名溫泉酒店（「該酒店」）簽訂利潤攤分協議，為該酒店住客提供參觀韶關市嘉年華會之套票優惠。此項套票優惠安排每年將為韶關嘉年華會帶來大批遊客。根據擬訂立之利潤攤分協議，該酒店與本集團將按40/60之比例攤分所有於3年內來自此韶關嘉年華會之稅後純利（在扣除所有來自贊助／推廣之收入及向本集團支付每年人民幣8,000,000元之稅後純利後）；該酒店全部住客使用韶關嘉年華會之設施均享有四折優惠；及該酒店將擔保本集團來自韶關嘉年華會之稅後純利每年至少可達人民幣8,000,000元。

### **定點遊樂園**

#### *番禺項目 – 為期20年*

新大新國際進出口有限公司（「新大新」）自二零零六年一月初起即與廣州市番禺區石基鎮文邊村經濟合作社（「番禺區政府」）磋商將一幅面積約200,000平方米之土地重新發展為生態遊樂園。經進行冗長之磋商工作後，新大新與本公司已按20:80之股權比例成立合營公司進行此項重新發展工程，因本公司已在中國覓得合適地點重建其遊樂園。新大新在澳門從事投幣式獎品換領遊戲及大型電玩遊戲業務，其擁有人亦為機動遊戲製造商，在中國番禺經營多年，其業務亦包括製造投幣式獎品換領遊戲、抓獎機、扭蛋機、碰碰車、嘉年華會遊戲、機動遊戲及主題遊樂設施等。



## CHAIRMAN'S STATEMENT 主席報告

### BUSINESS REVIEW – continued

#### Fixed location amusement park – continued

*Panyu Project (番禺) – a 20-years term – continued*

The joint venture company has on 21 March 2006 signed a lease contract with the Panyu Town government. Under the lease contract, the joint venture company will rent an agricultural land of some 200,000 sq. m. for 20 years at a relatively low monthly rental to set up a nature amusement park with various facilities including an amusement park of 40,000 sq. m. The Panyu Town government would at its own cost prepare and level 40,000 sq. m. of land site for building an amusement park to install amusement rides and games stalls to enhance the attraction of this nature amusement park. The rental payment will commence on 1 June 2006 while delivery of the possession of the site will be far earlier. At the end of the 20 years lease, the joint venture may seek for a renewal, and upon expiration of any lease term, all fixtures (which are not removable) would be left behind. Documentation for approving the building of the nature amusement has already been started. A re-development plan is being drawn up.

At present the current site has both organic and non-organic farming, fishing ponds and a restaurant with certain developed landscape. The Company has planned to re-develop this site into a nature amusement park which will have fishing ponds, organic farming, horse riding, small animal rearing houses, restaurants, boating facilities, tennis courts, swimming pools, archery centre, outward bound facilities, 62 guest lodging cottages, amusement rides, games stalls and electronic amusement game machines. The management believes that this nature amusement park would attract lots of visitors especially during the national spring and fall tours. The 62 guest lodging cottages would also cater for visitors for outward bound activities. To reduce overheads and enhance efficiency, the facilities for fishing ponds and organic farming would be sub-contracted to outside parties with expertise in these areas based on a revenue sharing basis. To enable generating revenue much earlier, the car park and amusement park with dining facilities within this nature amusement park would be first developed and completed by December 2006. The management anticipates that the grand opening of the entire nature amusement park can take place in around June 2007. It is projected that the total development cost of this nature amusement park would be around RMB28 million, and further development could, after the grand opening in June 2007, be carried gradually if so desired.

### 業務回顧 – 續

#### 定點遊樂園 – 續

*番禺項目 – 為期20年 – 續*

合營公司已於二零零六年三月二十一日與番禺區政府簽訂租賃合同。根據租賃合同，合營公司將以較低月租租用一幅面積約200,000平方米之農地用作開設生態遊樂園，租期20年。園內設施包括一個佔地40,000平方米之遊樂園。番禺區政府將自資為40,000平方米之遊樂園用地進行平整，以供安裝機動遊戲設施及遊戲攤位，提高生態樂園吸引力。租金將於二零零六年六月一日起繳交，而地盤管有權將提早移交。於20年租期臨近終結時，合營公司可尋求續租，而於租期屆滿時，所有不可移除之固定裝置將留在原處。有關方面已開始辦理興建生態遊樂園之審批文件。有關方面現正策劃重新發展方案。

目前上址為有機及無機農場、釣魚場及一間風景怡人之食肆。本公司計劃將上址重新發展為一個生態遊樂園，園內設施將包括釣魚場、有機農場、騎術訓練場、小動物餵飼場、食肆、划艇設施、網球場、泳池、射箭中心、外展訓練設施、62幢貴賓渡假別墅、機動遊戲、攤位遊戲及電子遊戲機。管理層認為，此生態遊樂園將可吸引大量遊客，尤其於春秋兩季之全國旅遊高峰期。該62幢貴賓渡假別墅亦為遊客提供外展訓練活動。為減輕營運成本及提高效率，釣魚場及有機農場等設施將以攤分收入形式外判予對上述業務別具專長之外界業者承包。為求早日提供收入，生態遊樂園將先行發展停車場及附設用膳設施之遊樂園，工程將於二零零六年十二月之前完成。管理層預計整個生態遊樂園將約於二零零七年六月隆重開幕。此生態遊樂園之總發展成本估計將約為人民幣28,000,000元，而於二零零七年六月正式開幕之後，將視乎需要逐步進行其他發展項目。

## **BUSINESS REVIEW – continued**

### **Fixed location amusement park – continued**

*Nanhu Project (南湖) and Taishan project*

The Company is still negotiating with the management of Nanhu amusement park on the rental terms to rent the Nanhu fixed location amusement park for 15 years. As previously mentioned, the renting of Nanhu amusement park would generate immediate revenue to the Group. As already announced, the Taishan project has been slow because of the difficulty and high costs in performing landscape work and obtaining the relevant approvals, and with the re-development of the Panyu site into a nature amusement park already on-going, the Company has decided to abandon the Taishan project. A cancellation agreement has been signed on 24 March 2006 to release all the obligations and liabilities of the parties involved.

## **OUTLOOK**

The Directors believe that the Group has established a sound track record of its carnival business, and with the new site in the PRC to re-develop a nature amusement park, the Group is well-positioned to further improve the performance of its carnival amusement business. The management will consider opportunities to expand the Group's business into other areas that will compliment its carnival amusement business especially in the sale of food and beverages as an integral part of its carnival amusement business, contributing considerable values of turnover to the Group.

**CHAN SEE KIT, JOHNNY**

*Chairman*  
Hong Kong

25 April 2006

## **業務回顧 – 續**

### **定點遊樂園 – 續**

*南湖項目及台山項目*

本公司仍就租用南湖定點遊樂園15年之租務條款與南湖遊樂園之管理層進行磋商。如早前所公佈，租用南湖遊樂園可即時為本集團帶來收入。根據已發表之公佈，台山項目之景觀工程及申領批文手續既困難，且牽涉高昂成本，故進展非常緩慢，加以在番禺選址重新發展生態遊樂園之項目經已展開，本公司遂決定放棄台山項目。各方已於二零零六年三月二十四日簽訂註銷協議，彼此互不追究責任。

## **展望**

董事會認為，本集團之嘉年華會業務取得不俗成績，加以在中國選址重新發展生態遊樂園，本集團已作好準備以進一步改善旗下嘉年華會業務之表現。管理層將慎重考慮有助本集團將經營範圍擴展至可配合其嘉年華會業務發展之其他業務領域，尤其是食物及飲品銷售方面（因本集團自一九九九年已將食物及飲品銷售納入其嘉年華會業務），藉以提高本集團之營業額。

主席  
**陳思杰**  
香港

二零零六年四月二十五日