# SHAW BROTHERS (HONG KONG) LIMITED

(Incorporated in Hong Kong with limited liability) (Stock Code: 0080)

#### ANNOUNCEMENT

## INTERIM RESULTS FOR THE SIX MONTHS ENDED 30TH SEPTEMBER 2007 INTERIM DIVIDEND FOR 2007/2008 AND CLOSURE OF BOOKS

The Directors of Shaw Brothers (Hong Kong) Limited (the "Company") are pleased to announce the Group's unaudited consolidated interim results for the six months ended 30th September 2007, the details of which are given below. These results have been reviewed by the Audit Committee of the Board of Directors who have in their review accepted the unaudited published consolidated financial information of Television Broadcasts Limited for the six months ended 30th June 2007 which have been included in the Group's financial information.

### CONDENSED CONSOLIDATED INCOME STATEMENT

FOR THE SIX MONTHS ENDED 30TH SEPTEMBER 2007

		Unaudited Six months ended 30th September		
		• • • •	As restated	
	Note	2007 HK\$'000	2006 HK\$'000	
Turnover		21,655	20,141	
Cost of sales		(13,721)	(11,268)	
Gross profit		7,934	8,873	
Other income	3	12,000	10,273	
Selling and distribution expenses		(189)	(252)	
General and administrative expenses		(13,470)	(15,530)	
Other operating expenses		(10, 240)	(10,436)	
Share of profits less losses of associates		123,475	120,040	
Profit before income tax	4	119,510	112,968	
Income tax expense	5			
Profit attributable to equity holders of the Company		119,510	112,968	
Interim dividend		19,920	19,920	
Interim dividend per share		HK\$0.05	HK\$0.05	
Earnings per share	6	HK\$0.30	HK\$0.28	

# CONDENSED CONSOLIDATED BALANCE SHEET

# AS AT 30TH SEPTEMBER AND 31ST MARCH 2007

	Note	Unaudited 30th September 2007 <i>HK\$'000</i>	Audited 31st March 2007 <i>HK\$'000</i>
ASSETS Non-current assets Property, plant and equipment Leasehold land Interests in associates		137,546 18,284 1,616,262	142,466 18,515 1,646,749
		1,772,092	1,807,730
Current assets Inventories Accounts receivable, prepayments, deposits and other receivables	7	1,019 36,018	7,728 30,176
Short term bank deposits Bank and cash balances	,	237,695	47,873
		277,508	88,615
Total assets		2,049,600	1,896,345
EQUITY Capital and reserves attributable to equity holders of the Company Share capital Other reserves Retained profits – Proposed final dividend – Others		99,598 25,823 - 1,718,514	99,598 21,938 159,356 1,602,737
Total equity		1,843,935	1,883,629
LIABILITIES Current liabilities Accounts payable, other payables and accruals Provision for staff long service payments Dividend payable	8	44,745 1,564 159,356	10,973 1,743
Total liabilities		205,665	12,716
Total equity and liabilities		2,049,600	1,896,345
Net current assets		71,843	75,899
Total assets less current liabilities		1,843,935	1,883,629

#### NOTES TO CONDENSED CONSOLIDATED FINANCIAL INFORMATION

#### **1.** Basis of preparation and accounting policies

This unaudited condensed consolidated financial information for the six months ended 30th September 2007 has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The unaudited condensed consolidated financial information should be read in conjunction with the annual financial statements for the year ended 31st March 2007.

The accounting policies adopted are consistent with those of the annual financial statements for the year ended 31st March 2007, except that the Group has adopted the new standards, amendments to standards and interpretations (collectively referred to as "new HKFRSs") issued by the HKICPA which are effective for accounting periods commencing on or after 1st January 2007.

HKAS 1 (Amendment)	Presentation of Financial Statements: Capital Disclosures
HKFRS 7	Financial Instruments: Disclosures
HK(IFRIC) – Int 10	Interim Financial Reporting and Impairment

The adoption of the new HKFRSs does not have a material impact on the results of operations and the financial position of the Group.

The Group has not early adopted the new HKFRSs that have been issued but are not yet effective for the accounting period ending 31st December 2007. The adoption of these new HKFRSs will not result in substantial changes to the Group's accounting policies.

The comparative figures have been reclassified to conform with changes in presentation in the current period.

# 2. Segment information

An analysis of the Group's revenues and contributions for the period by business segments is as follows:

	Six months ended 30th September 2007				
-	Filming				
	Property rental HK\$'000	Film distribution <i>HK\$'000</i>	facilities services HK\$'000	Investment holding <i>HK\$'000</i>	Group total <i>HK\$'000</i>
Turnover (Note)	1,934	80	19,641		21,655
Segment results	1,163	(490)	1,150	(2,198)	(375)
Unallocated items					(3,590)
Share of profits less losses of associates	-	-	-	123,475	123,475
Profit before income tax Income tax expense					119,510
Profit attributable to equity holders of the Company					119,510

#### Note:

Turnover was after eliminating inter-segment transactions amounting to HK\$122,000 attributable to filming facilities services.

	Six months ended 30th September 2006				
	Property	Film	Filming facilities	Investment	Group
	rental HK\$'000	distribution HK\$'000	services HK\$'000	holding <i>HK\$'000</i>	total <i>HK\$'000</i>
Turnover (Note)	1,818	1,330	16,993		20,141
Segment results	722	(883)	1,593	(2,508)	(1,076)
Unallocated items					(5,996)
Share of profits less losses of associates	_	-	_	120,040	120,040
Profit before income tax Income tax expense					112,968
Profit attributable to equity holders of the Company					112,968

### Note:

There were no sales between the business segments.

An analysis of the Group's revenues and contributions for the period by geographical segments is as follows:

	Turnover Six months ended 30th September		Profit before income tax Six months ended 30th September	
	2007	2006	2007	2006
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Hong Kong	21,655	19,255	(3,965)	(7,329)
South East Asia		886		257
	21,655	20,141	(3,965)	(7,072)
Share of profits less losses of				
associates			123,475	120,040
			119,510	112,968

#### 3. Other income

	Six months ended 30th September	
	2007	2006
	HK\$'000	HK\$'000
Management fee income	5,775	5,689
Interest income	5,116	3,321
Others	1,109	1,263
	12,000	10,273

#### 4. Profit before income tax

Profit before income tax has been arrived at after charging the following:

	Six months ended 30th September		
	2007	2006	
	HK\$'000	HK\$'000	
Depreciation charge Add/(less): Net amount realised from/	4,969	10,729	
(capitalised to) inventories	4,431	(1,410)	
	9,400	9,319	
Amortisation of leasehold land	231	231	
Amortisation of released films	77	1,435	
Employee benefit expense	18,305	15,647	
Operating leases – land and buildings	228	235	

#### 5. Income tax expense

Hong Kong profits tax has not been provided as the Group has no estimated assessable profit for the period (2006: nil). Tax on overseas profits has been calculated, where applicable, at the rates of taxation prevailing in the countries in which the Group operates.

#### 6. Earnings per share

The calculation of earnings per share is based on the Group's profit attributable to equity holders of the Company of HK\$119,510,000 (2006: HK\$112,968,000) and on 398,390,400 ordinary shares in issue throughout the two six-month periods ended 30th September 2007 and 2006. No fully diluted earnings per share is presented as there were no potentially dilutive shares outstanding.

### 7. Accounts receivable, prepayments, deposits and other receivables

The ageing analysis of accounts receivable is as follows:

	30th September 2007 <i>HK\$</i> '000	31st March 2007 <i>HK\$'000</i>
Current	9,413	5,836
1-3 months	257	930
Over 3 months	2,036	2,415
	11,706	9,181
Less: Specific provision for doubtful debts	(1,731)	(1,731)
	9,975	7,450

The Group has a defined credit policy. The general credit term ranges from 30 to 90 days.

#### 8. Accounts payable, other payables and accruals

The ageing analysis of accounts payable is as follows:

	30th September	31st March
	2007	2007
	HK\$'000	HK\$'000
Current	999	406
Over 3 months	41	41
	1,040	447

## **INTERIM DIVIDEND**

The Directors are pleased to declare an interim dividend of HK\$0.05 (2006: HK\$0.05) per ordinary share for the six months ended 30th September 2007, to shareholders whose names appear on the Register of Members of the Company on 24th January 2008, and will absorb HK\$19,919,520. A total of 398,390,400 ordinary shares of HK\$0.25 each were in issue as of 30th September 2007.

## **CLOSURE OF BOOKS**

The Register of Members of the Company will be closed from Saturday, 12th January 2008 to Thursday, 24th January 2008, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the above interim dividend, all transfers must be lodged with the Company's Registrar, Computershare Hong Kong Investor Services Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration no later than 4:30 p.m. on Friday, 11th January 2008. Dividend warrants will be dispatched to shareholders on or around 24th January 2008.

# MANAGEMENT DISCUSSION AND ANALYSIS

# **Filming Facilities Services**

Filming facilities services comprise Film Remastering and Film Processing Centres, and the contribution towards Group profits during the period was HK\$1,150,000.

# **Redevelopment Of Clearwater Bay Site**

We are continuing to pursue the feasibility of the Residential and Commercial developments being undertaken in one phase and the response from the Government is encouraging.

We are yet optimistic that the draft of the first provisional basic terms (without quoting of premium) will be available by the end of year 2007.

# **Associated Companies**

The contribution after taxation from Television Broadcasts Limited to Group profits during the period increased by 6%. The increase was mainly attributable to a growth of approximately 7% in Hong Kong advertising sales during the first half of 2007, notably in the local property sector, and a reduction of 20% in the share of the losses of TVB Pay Vision Holdings Limited, an associate of Television Broadcasts Limited.

# Movie City Project (Shaw Studios)

Fitting out of the Project is expected to be completed by March 2008 and early indications of demand for the facilities are encouraging.

# **Financial And Capital Structure**

The Group had no significant external borrowing and consequently none of the Group's assets are subject to any charge. There was no acquisition or disposal of material subsidiaries or associated companies in the course of the period.

## **Capital Commitments**

As at 30th September 2007, capital commitments of the Group amounted to HK\$80.0 Million (31st March 2007: HK\$91.8 Million), which would be funded by internal resources.

## **Contingent Liabilities**

As at 30th September 2007, the Group and the Company did not have any significant contingent liabilities.

## **Exposure To Fluctuations In Exchange Rates**

As the majority of the revenues, expenses, assets and liabilities of the Group are denominated in Hong Kong Dollars, the Group does not have significant risk in exposure to fluctuations in exchange rates.

## **Employees And Remuneration Policies**

As at 30th September 2007, the Group employed a total of 157 full time employees, all in Hong Kong. During the period under review, there was no significant change in the Group's remuneration policies.

# PURCHASE, SALE OR REDEMPTION OF SHARES

During the six months ended 30th September 2007, the Company has not redeemed any of its shares. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's shares during the period.

# COMPLIANCE WITH CODE ON CORPORATE GOVERNANCE PRACTICES

During the period from 1st April 2007 to 4th September 2007, the Company has been in compliance with the Code Provisions of the Code on Corporate Governance Practices (the "Code") as set out in Appendix 14 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Exchange") except for the following:

- (a) the Executive Chairman and the Managing Director were not subject to retirement by rotation pursuant to Article 88 of the Company's Articles of Association. The Board considers that the Chairman and the Managing Director, the former being the founder of the Company and the latter who joined the Company since 1969, possess a wealth of experience which is essential to the Board and contributes to the continued stability of the Company's business;
- (b) Non-executive Directors were not appointed for a specific term as required by the Code. However, they were subject to retirement by rotation and re-election at the Company's annual general meetings pursuant to Article 88 of the Company's Articles of Association;
- (c) Pursuant to Article 88 of the Company's Articles of Association, one-third of the Directors for the time being, excluding the Executive Chairman and the Managing Director (or, if their number was not a multiple of three, then the number nearest to but not greater than one-third) would retire from office by rotation at each annual general meeting of the Company, and consequently the Directors have retired by rotation at least once every three years.

At the Annual General Meeting of the Company held on 5th September 2007, the Company has amended Article 88 of the Company's Articles of Association to comply fully with the Code as from that date.

Save for the above, none of the Directors of the Company is aware of any information that would reasonably indicate that the Company is not, or was not for any part of the period between 1st April 2007 and 30th September 2007, in compliance with the Code.

# **COMPLIANCE WITH MODEL CODE**

The Board has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 of the Listing Rules.

All Directors and members of the Senior Management confirmed, following specific enquiry by the Company, that they had complied with the Model Code throughout the period between 1st April 2007 and 30th September 2007.

## AUDIT COMMITTEE

The Audit Committee is composed of all three independent Non-executive Directors, namely, Dr. Chow Yei Ching (Chairman of the Audit Committee), Ms. Ng Julie Yuk Shun and Mr. Nelson Hon Sang Chiu. They possess appropriate academic and professional qualifications or related financial management expertise. The Audit Committee is provided with sufficient resources to discharge its duties. The principal duties of the Audit Committee include review of the Group's financial reporting, the scope of audit services as well as the effectiveness of the system of internal controls and compliance. It will also discuss matters raised by the external auditors and regulatory bodies to ensure that appropriate recommendations are implemented.

The Audit Committee has reviewed with the Management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including a review of the unaudited condensed consolidated financial information for the six months ended 30th September 2007 before they were presented to the Board of Directors for approval.

The interim financial statements for the six months ended 30th September 2007 have been reviewed by the Audit Committee of the Company, but have not been audited.

# **INTERIM REPORT**

The interim report of the Company for the six months ended 30th September 2007 containing all the information required by the Listing Rules will be published on the Exchange's website (www.hkex.com.hk) and the Company's website (www.shawbrothers.com.hk) around mid December 2007.

On Behalf of the Board **Run Run Shaw** *Executive Chairman* 

Hong Kong, 29th November 2007

As at the date of this announcement, the Board of the Company comprises the following Directors:

Executive Directors:

Sir Run Run Shaw, GBM (*Executive Chairman*) Mona Fong (*Deputy Chairperson and Managing Director*) Jeremiah Rajakulendran

Independent Non-executive Directors:

Dr. Chow Yei Ching Ng Julie Yuk Shun Nelson Hon Sang Chiu

(This announcement is available on our corporate website at www.shawbrothers.com.hk under "Announcement" and on the website of Hong Kong Exchanges and Clearing Limited at www.hkex.com.hk under "Latest Listed Company Information" on 29th November 2007).