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New Century Group Hong Kong Limited

新世紀集團香港有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 234)

ANNOUNCEMENT OF RESULTS FOR THE YEAR ENDED 31 MARCH 2018

The board of directors (the “Board”) of New Century Group Hong Kong Limited (the “Company”) is pleased to announce the audited consolidated results of the Company and its subsidiaries (the “Group”) for the year ended 31 March 2018 together with comparative figures for the previous year as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Year ended 31 March 2018

	Note	2018 HK\$'000	2017 HK\$'000
REVENUE	4	202,055	182,616
Cost of services provided		<u>(24,951)</u>	<u>(29,169)</u>
Gross profit		177,104	153,447
Other income and gains	4	3,351	1,121
Administrative expenses		(25,904)	(25,426)
Foreign exchange differences, net		9,237	(1,514)
Deficit on revaluation of cruise ships, net		(78)	(27,201)
Fair value gains on investment properties, net		35,634	6,600
Finance costs		(725)	(796)
Loss on dissolution of a subsidiary		<u>—</u>	<u>(242)</u>

* For identification purpose only

CONSOLIDATED STATEMENT OF PROFIT OR LOSS (*continued*)*Year ended 31 March 2018*

	Notes	2018 HK\$'000	2017 HK\$'000
PROFIT BEFORE TAX	5	198,619	105,989
Income tax expense	6	<u>(2,107)</u>	<u>(622)</u>
PROFIT FOR THE YEAR		<u>196,512</u>	<u>105,367</u>
Attributable to:			
Owners of the Company		148,611	76,482
Non-controlling interests		<u>47,901</u>	<u>28,885</u>
		<u>196,512</u>	<u>105,367</u>
EARNINGS PER SHARE			
ATTRIBUTABLE TO ORDINARY			
EQUITY HOLDERS OF THE			
COMPANY	7		
Basic		<u>HK2.57 cents</u>	<u>HK1.32 cents</u>
Diluted		<u>HK2.57 cents</u>	<u>HK1.32 cents</u>

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 March 2018

	2018 HK\$'000	2017 HK\$'000
PROFIT FOR THE YEAR	196,512	105,367
OTHER COMPREHENSIVE INCOME/(LOSS)		
Other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods:		
Exchange differences:		
Exchange differences on translation of foreign operations	26,800	(10,855)
Reclassification adjustment for the dissolution of a foreign operation	—	242
Net other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods	26,800	(10,613)
Other comprehensive income/(loss) not to be reclassified to profit or loss in subsequent periods:		
Surplus/(deficit) on revaluation of a cruise ship	(11,011)	9,725
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR, NET OF TAX	15,789	(888)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	212,301	104,479
Attributable to:		
Owners of the Company	162,177	74,325
Non-controlling interests	50,124	30,154
	212,301	104,479

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 March 2018

	Notes	2018 <i>HK\$'000</i>	2017 <i>HK\$'000</i>
NON-CURRENT ASSETS			
Property, plant and equipment		283,438	277,317
Investment properties		676,424	630,860
Available-for-sale investment		780	780
Total non-current assets		960,642	908,957
CURRENT ASSETS			
Trade receivables	9	32,829	6,054
Derivative financial instruments		107	159
Prepayments, deposits and other receivables	10	8,616	4,606
Equity investments at fair value through profit or loss		139,154	422,001
Tax recoverable		10	2,843
Cash and cash equivalents		793,767	389,363
Total current assets		974,483	825,026
CURRENT LIABILITIES			
Derivative financial instruments		3,291	839
Interest-bearing bank and other borrowings		1,574	2,245
Accruals, other payables and deposits received	11	23,444	39,436
Tax payable		804	—
Due to a related company		9	—
Total current liabilities		29,122	42,520
NET CURRENT ASSETS		945,361	782,506
TOTAL ASSETS LESS CURRENT LIABILITIES		1,906,003	1,691,463

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CONSOLIDATED STATEMENT OF FINANCIAL POSITION (*continued*)
31 March 2018

	Note	2018 <i>HK\$'000</i>	2017 <i>HK\$'000</i>
NON-CURRENT LIABILITIES			
Interest-bearing bank and other borrowings		21,863	21,138
Loan advanced from a non-controlling shareholder of the Group's subsidiary		171,823	171,823
Deposits received	11	3,999	3,123
Deferred tax liabilities		3,749	3,111
Total non-current liabilities		201,434	199,195
Net assets		1,704,569	1,492,268
EQUITY			
Equity attributable to owners of the Company			
Issued capital		14,451	14,451
Reserves		1,622,219	1,460,042
		1,636,670	1,474,493
Non-controlling interests		67,899	17,775
Total equity		1,704,569	1,492,268

Notes:

1. BASIS OF PREPARATION

The Group's financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for cruise ships, investment properties, equity investments at fair value through profit or loss and derivative financial instruments, which have been measured at fair value. The financial statements are presented in Hong Kong dollar ("HK\$") and all values are rounded to the nearest thousand except when otherwise indicated.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries (collectively referred to as the "Group") for the year ended 31 March 2018. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following revised HKFRSs for the first time for the current year's financial statements.

Amendments to HKAS 7

Disclosure Initiative

Amendments to HKAS 12

*Recognition of Deferred Tax Assets for
Unrealised Losses*

Amendments to HKFRS 12

Disclosure of Interests in Other Entities:

*included in Annual Improvements
to HKFRSs 2014-2016 Cycle*

Clarification of the Scope of HKFRS 12

None of the above amendments to HKFRSs has had a significant financial effect on the financial statements. Disclosure has been made in the financial statements upon the adoption of amendments to HKAS 7, which require an entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their businesses and services and has three reportable operating segments as follows:

- (a) the cruise ship charter services segment engages in the provision of chartering services of cruise ships;
- (b) the property investments segment invests in prime office space and commercial shops for their rental income potential; and
- (c) the securities trading segment engages in the trading of marketable securities for short-term investment purposes.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax. The adjusted profit before tax is measured consistently with the Group's profit before tax except that interest income, finance costs, loss on dissolution of a subsidiary as well as corporate income and expenses are excluded from such measurement.

Segment assets exclude cash and cash equivalents, tax recoverable and other unallocated corporate assets as these assets are managed on a group basis.

Segment liabilities exclude interest-bearing bank and other borrowings, a loan advanced from a non-controlling shareholder of the Group's subsidiary, amount due to a related company, tax payable, deferred tax liabilities and other unallocated corporate liabilities as these liabilities are managed on a group basis.

There were no intersegment sales and transfers during the year (2017: Nil).

	Cruise ship charter services		Property investments		Securities trading		Total	
	2018	2017	2018	2017	2018	2017	2018	2017
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Segment revenue:								
Income from external customers	106,390	104,824	21,635	20,833	74,030	56,959	202,055	182,616
Other income and gains	–	–	29	28	–	–	29	28
Total revenue and other income	<u>106,390</u>	<u>104,824</u>	<u>21,664</u>	<u>20,861</u>	<u>74,030</u>	<u>56,959</u>	<u>202,084</u>	<u>182,644</u>
Segment results	84,129	46,589	52,366	22,448	77,157	56,889	213,652	125,926
<i>Reconciliation:</i>								
Interest income							3,262	1,093
Unallocated income and gains							3,347	–
Loss on dissolution of a subsidiary							–	(242)
Corporate and other unallocated expenses							(20,917)	(19,992)
Finance costs							<u>(725)</u>	<u>(796)</u>
Profit before tax							<u>198,619</u>	<u>105,989</u>

	Cruise ship charter services		Property investments		Securities trading		Total	
	2018	2017	2018	2017	2018	2017	2018	2017
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Segment assets	277,375	260,285	677,446	632,156	163,557	427,658	1,118,378	1,320,099
<i>Reconciliation:</i>								
Corporate and other unallocated assets							816,747	413,884
Total assets							1,935,125	1,733,983
Segment liabilities	20,160	35,501	5,550	5,466	3,291	839	29,001	41,806
<i>Reconciliation:</i>								
Corporate and other unallocated liabilities							201,555	199,909
Total liabilities							230,556	241,715
Other segment information:								
Depreciation	24,951	29,169	–	–	–	–	24,951	29,169
Fair value gains on investment properties, net	–	–	(35,634)	(6,600)	–	–	(35,634)	(6,600)
Deficit on revaluation of cruise ships, net	11,089	17,476	–	–	–	–	11,089	17,476
Fair value gains on equity investments at fair value through profit or loss, net	–	–	–	–	(63,015)	(39,253)	(63,015)	(39,253)
Fair value losses/(gains) on derivative financial instruments, net	–	–	–	–	2,504	(768)	2,504	(768)
Capital expenditure*	23,303	43,057	–	–	–	–	23,303	43,057

* Capital expenditure consists of additions to property, plant and equipment.

Geographical information

(a) Revenue, other income and gains from external customers

	2018 HK\$'000	2017 HK\$'000
Hong Kong	75,081	65,717
Southeast Asia except Hong Kong	127,003	116,927
	<u>202,084</u>	<u>182,644</u>

The revenue information above is based on the locations of the customers.

(b) Non-current assets

	2018 HK\$'000	2017 HK\$'000
Hong Kong	554,678	520,117
Southeast Asia except Hong Kong	405,184	388,060
	<u>959,862</u>	<u>908,177</u>

The non-current asset information above is based on the locations of the assets and excludes financial instruments.

Information about a major customer

Revenue from a customer of the corresponding years amounting to over 10% of the total revenue of the Group is as follows:

	2018 HK\$'000	2017 HK\$'000
Customer A ¹	<u>89,907</u>	<u>88,852</u>

¹ Revenue from the provision of cruise ship charter services

4. REVENUE, OTHER INCOME AND GAINS

Revenue represents cruise ship charter service income, gross rental income from investment properties, fair value gains/losses on equity investments at fair value through profit or loss, fair value gains/losses on derivative financial instruments and dividend income during the year.

An analysis of revenue and other income and gains is as follows:

	2018 <i>HK\$'000</i>	2017 <i>HK\$'000</i>
Revenue		
Cruise ship charter service income	106,390	104,824
Gross rental income from investment properties	21,635	20,833
Fair value gains on equity investments at fair value through profit or loss – held for trading, net	63,015	39,253
Fair value gains/(losses) on derivative financial instruments – transactions not qualifying as hedges, net	(2,504)	768
Dividend income from equity investments at fair value through profit or loss – held for trading	13,519	16,938
	202,055	182,616
Other income and gains		
Bank interest income	3,262	1,093
Others	89	28
	3,351	1,121

5. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

	2018 HK\$'000	2017 HK\$'000
Depreciation	26,025	30,165
Auditor's remuneration	1,435	1,360
Employee benefit expense (including directors' remuneration):		
Wages and salaries	15,006	14,225
Pension scheme contributions	459	685
Total staff costs	15,465	14,910
Minimum lease payments under operating leases	144	192
Foreign exchange differences, net	(9,237)	1,514
Direct operating expenses (including repairs and maintenance)		
arising from rental-earning investment properties	2,623	2,748
Fair value gains on investment properties, net	(35,634)	(6,600)
Loss on disposal of property, plant and equipment	144	–

6. INCOME TAX

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits arising in Hong Kong during the year. In the prior year, no provision for Hong Kong profits tax had been made as the Group had available tax losses brought forward from prior years to offset the assessable profits generated. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates.

	2018 HK\$'000	2017 HK\$'000
Current – Hong Kong		
Charge for the year	1,450	–
Overprovision in prior years	(20)	–
Current – Elsewhere		
Charge for the year	43	–
Overprovision in prior years	(4)	(19)
Deferred	638	641
Total tax charge for the year	2,107	622

7. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of the basic earnings per share amounts is based on the profit for the year attributable to ordinary equity holders of the Company, and the number of ordinary shares of 5,780,368,705 (2017: 5,780,368,705) in issue during the year.

The calculation of the diluted earnings per share amounts is based on the profit for the year attributable to ordinary equity holders of the Company. The number of ordinary shares used in the calculation is the number of ordinary shares in issue during the year, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares into ordinary shares.

No adjustment has been made to the basic earnings per share amounts presented for the years ended 31 March 2018 and 2017 in respect of a dilution as the impact of the share options outstanding had an anti-dilutive effect on the basic earnings per share amounts presented.

The calculations of the basic and diluted earnings per share are based on:

	2018 HK\$'000	2017 HK\$'000
Earnings		
Profit attributable to ordinary equity holders of the Company, used in the basic and diluted earnings per share calculation	<u>148,611</u>	<u>76,482</u>
	2018	2017
Shares		
Number of ordinary shares in issue during the year, used in the basic and diluted earnings per share calculation	<u>5,780,368,705</u>	<u>5,780,368,705</u>

8. DIVIDEND

The directors do not recommend the payment of a final dividend for the year ended 31 March 2018 (2017: Nil).

9. TRADE RECEIVABLES

	2018 <i>HK\$'000</i>	2017 <i>HK\$'000</i>
Trade receivables	<u><u>32,829</u></u>	<u><u>6,054</u></u>

The Group's billing terms with customers are mainly on credit. Invoices are normally payable within 30 days of issuance. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are regularly reviewed by senior management. The main type of collateral held by the Group as security is deposits received from tenants and charterers with an aggregate value of HK\$21,857,000 (2017: HK\$1,644,000). Except trade receivables of HK\$24,296,000 (2017: HK\$5,497,000) which bear interest at fixed rates, the trade receivables are non-interest-bearing.

An aging analysis of the trade receivables as at the end of the reporting period, based on the invoice date, is as follows:

	2018 <i>HK\$'000</i>	2017 <i>HK\$'000</i>
Within 1 month	30,645	6,054
1 to 2 months	<u>2,184</u>	<u>—</u>
	<u><u>32,829</u></u>	<u><u>6,054</u></u>

10. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2018 <i>HK\$'000</i>	2017 <i>HK\$'000</i>
Prepayments	930	935
Deposits and other receivables	<u>7,686</u>	<u>3,671</u>
	<u><u>8,616</u></u>	<u><u>4,606</u></u>

None of the above assets is either past due or impaired and there was no recent history of default.

11. ACCRUALS, OTHER PAYABLES AND DEPOSITS RECEIVED

	2018 <i>HK\$'000</i>	2017 <i>HK\$'000</i>
Accruals	1,684	2,137
Other payables and deposits received	25,759	40,422
	27,443	42,559
Portion classified as non-current liabilities	(3,999)	(3,123)
Current portion	23,444	39,436

The other payables are non-interest-bearing and are normally settled on 90-day terms.

CHAIRMAN'S STATEMENT

On behalf of New Century Group Hong Kong Limited (the “Company”), I am pleased to present to the shareholders the annual report of the Company and its subsidiaries (“New Century” or the “Group”) for the year ended 31 March 2018 (the “Year”).

Business Review

Global economy enjoyed a widespread upswing on the back of robust investment, surging businesses, consumer confidence as well as steady job creation in 2017. However, the China-United States trade war began in the first half of 2018, citing a history of “unfair trade practices” and triggering the stability of global economy and financial market. Looking into the investment and financial markets in Hong Kong, the stock market fluctuated and the property market maintained its momentum during the Year. Leveraged on the Group’s strong capital base and prudent investment approach, New Century attained stable growth during the Year.

The Group’s revenue increased year-on-year by 10.6% to HK\$202,055,000 during the Year. Gross profit rose year-on-year by 15.4% to HK\$177,104,000. Profit attributable to owners of the Company jumped year-on-year by 94.3% to HK\$148,611,000. Basic earnings per share was HK2.57 cents for the Year.

The Group’s cruise ship charter services business continued to generate steady income. Charter service income from three vessels – “Amusement World”, “Leisure World” and “Aegean Paradise” remained stable at HK\$106,390,000 during the Year. Since the existing charter agreements of the three vessels will be determined on 30 June 2018, the Group has signed new charter agreements for two vessels, Leisure World and Aegean Paradise, with the existing charterer for a 2-year term commencing from 1 July 2018 at the reduced daily charter fees, while at the same time, the Group is identifying potential charterer for Amusement World, it is expected that revenue from the cruise ship charter services will shrink for the year ending 31 March 2019.

Thanks to the positive property market in Hong Kong and Singapore during the Year, revenue of the Group’s property investments remained stable at HK\$21,635,000. Rental income from Hong Kong’s investment properties increased slightly by 1.2% to HK\$19,927,000 which was contributed by the increase in rental rate for certain tenancies. Rental income from Singapore’s investment properties surged 48.9% to HK\$1,708,000 as a result of improvement in occupancy rate. In general, the Group’s investment properties in both Hong Kong and Singapore achieved a satisfactory overall occupancy rate of 99% with an average annual rental yield of 3.2%.

We adopted prudent approach for our securities trading business. Leveraging on the favorable market environment, the Group recorded a profit of HK\$77,157,000 in securities trading during the Year compared to HK\$56,889,000 last year.

Prospects

Looking forward, the trade war between China and the United States may further gloom the global economy and financial markets, the Group will closely monitor the trend of the global environment and maintain pragmatic approach for its business. The Group will proactively identify potential opportunities which can generate reasonable return in order to improve the earning capability. The Group will continue to improve its business structures and to realize synergies between business segments. The Group is also committed to achieving better performance so as to maximize shareholders' value.

On behalf of the Board, I would like to express my sincere gratitude to our shareholders and business partners for their support. I would also like to thank our employees for their loyalty, dedication and hard work throughout the Year.

MANAGEMENT DISCUSSION AND ANALYSIS

Results

For the year ended 31 March 2018, the Group recorded an increase in revenue from HK\$182,616,000 last year to HK\$202,055,000 this Year. The increase was mainly attributable to the increase in net realized and unrealized fair value gains on equity investments at fair value through profit or loss from HK\$39,253,000 last year to HK\$63,015,000 this Year.

Together with (i) fair value gains on investment properties of HK\$35,634,000 for the Year compared with HK\$6,600,000 last year; (ii) revaluation deficit on cruise ships recognised in the consolidated statement of profit or loss of HK\$78,000 for the Year compared with HK\$27,201,000 last year; and (iii) foreign exchange gains of HK\$9,237,000 for the Year compared with foreign exchange losses of HK\$1,514,000 last year, the Group's profit attributable to owners of the Company was HK\$148,611,000 for the year ended 31 March 2018 compared with HK\$76,482,000 last year. Basic earnings per share was HK2.57 cents (2017: HK1.32 cents).

Closure of Register of Members

The annual general meeting of the Company is scheduled on Tuesday, 21 August 2018 (the "Annual General Meeting"). For determining the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Thursday, 16 August 2018 to Tuesday, 21 August 2018, both days inclusive, during which period, no transfer of shares will be effected. In order to be eligible to attend and vote at the Annual General Meeting, all transfers of shares, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on Wednesday, 15 August 2018.

Operations

Cruise Ship Charter Services

During the Year, the charter services income of the three cruise ships, “Amusement World”, “Leisure World” and “Aegean Paradise”, remained stable at HK\$106,390,000 (2017: HK\$104,824,000). As at 31 March 2018, revaluation deficit on cruise ships of HK\$78,000 (2017: HK\$27,201,000) was recorded in the consolidated statement of profit or loss, therefore, segment profit increased significantly by 80.6% to HK\$84,129,000 this Year (2017: HK\$46,589,000).

Property Investments

During the Year, the Group’s income from property investments remained stable at HK\$21,635,000 (2017: HK\$20,833,000). Rental income from Hong Kong properties recorded an increase of 1.2% to HK\$19,927,000 this Year (2017: HK\$19,686,000) mainly due to an increase in rental rate for certain tenancies. Rental income from Singapore properties increased significantly by 48.9% to HK\$1,708,000 (2017: HK\$1,147,000) which was attributable to the improvement in occupancy rate. Investment properties achieved excellent occupancy rate of 99% (2017: 95%) in general with an average annual rental yield of 3.2% (2017: 3.3%). As at 31 March 2018, fair value gains of investment properties amounted to HK\$35,634,000 (2017: HK\$6,600,000), in which Hong Kong properties recorded fair value gains of HK\$33,900,000 (2017: fair value losses of HK\$4,600,000) and Singapore properties recorded fair value gains of HK\$1,734,000 (2017: HK\$11,200,000). As a result, profit from this segment increased significantly by 133.3% to HK\$52,366,000 this Year (2017: HK\$22,448,000).

Securities Trading

The Group’s securities portfolio mainly consists of blue chips in the Hong Kong and Singapore stock markets. During the Year, revenue from securities trading amounted to HK\$74,030,000 (2017: HK\$56,959,000). The increase represented a net realized gains on disposal of equity investments of HK\$81,341,000 (2017: net realized losses of HK\$34,401,000), net unrealized losses on equity investments at fair value through profit or loss of HK\$18,326,000 (2017: net unrealized gains of HK\$73,654,000), dividend income from equity investments at fair value through profit or loss of HK\$13,519,000 (2017: HK\$16,938,000) and net fair value losses on derivative financial instruments of HK\$2,504,000 (2017: net fair value gains of HK\$768,000). The Group recorded a profit of HK\$77,157,000 this Year (2017: HK\$56,889,000) from this segment.

As at 31 March 2018, the Group’s equity investments at fair value through profit or loss amounted to HK\$139,154,000. There were no individual equity investments held by the Group which value was more than 5% of the net assets of the Group.

Name of stock listed on the stock exchange of Hong Kong (Stock Code)	Number of shares held as at 31 March 2018	Percentage of shareholding held as at 31 March 2018	Investment cost as at 31 March 2018 <i>HK\$'000</i>	Market value as at 31 March 2018 <i>HK\$'000</i>	Percentage to net assets value of the Group as at 31 March 2018
The Hong Kong and China Gas Company Limited (0003)	620,000	0.0044	9,731	9,994	0.59
Henderson Land Development Company Limited (0012)	60,000	0.0015	2,995	3,066	0.18
Sun Hung Kai Properties Limited (0016)	32,000	0.0011	3,946	3,968	0.23
Hong Kong Exchanges and Clearing Limited (0388)	4,000	0.0003	970	1,021	0.06
SJM Holdings Limited (0880)	200,000	0.0035	1,387	1,364	0.08
China Construction Bank Corporation (0939)	3,196,400	0.0013	21,462	25,763	1.51
China Mobile Limited (0941)	32,960	0.0002	2,474	2,371	0.14
Industrial and Commercial Bank of China Limited (1398)	585,000	0.0007	3,026	3,937	0.23
China South City Holdings Limited (1668)	400,000	0.0050	755	708	0.04
Ping An Insurance (Group) Company of China, Ltd. (2318)	109,200	0.0015	5,723	8,714	0.51
Tracker Fund of Hong Kong (2800)	230,000	0.0073	6,104	6,992	0.41
Bank of China Limited (3988)	4,560,600	0.0055	17,525	19,246	1.13
Total for equity investments in Hong Kong			76,098	87,144	5.11

Name of stock listed on the stock exchange of Singapore (ISIN Code)	Number of shares held as at 31 March 2018	Percentage of shareholding held as at 31 March 2018	Investment cost as at 31 March 2018 (equivalent to) HK\$'000	Market value as at 31 March 2018 (equivalent to) HK\$'000	Percentage to net assets value of the Group as at 31 March 2018
CapitalLand Mall Trust (SG1M51904654)	300,000	0.0085	3,726	3,732	0.22
DBS Group Holdings Ltd (SG1L01001701)	40,000	0.0016	3,723	6,578	0.39
Genting Singapore Limited (GB0043620292)	500,000	0.0042	3,270	3,229	0.19
Oversea-Chinese Banking Corporation Limited (SG1S04926220)	40,000	0.0010	2,086	3,066	0.18
Singapore Exchange Limited (SG1J26887955)	300,000	0.0280	13,435	13,222	0.78
Singapore Press Holdings Limited (SG1P66918738)	400,000	0.0250	6,534	6,028	0.35
SPH REIT (SG2G02994595)	300,000	0.0117	1,782	1,785	0.10
Singapore Telecommunications Limited (SG1T75931496)	300,000	0.0018	6,570	6,046	0.35
Suntec Real Estate Investment Trust (SG1Q52922370)	300,000	0.0113	3,389	3,391	0.20
United Overseas Bank Limited (SG1M31001969)	30,000	0.0018	3,302	4,933	0.29
Total for equity investments in Singapore			47,817	52,010	3.05
Grand total for equity investments at fair value through profit or loss			123,915	139,154	8.16

Information on the performance of the Group's equity investments for the year ended 31 March 2018 was as below:

	Net realized gains on disposal for the year ended 31 March 2018 HK\$'000	Net unrealized fair value losses for the year ended 31 March 2018 HK\$'000	Dividend income for the year ended 31 March 2018 HK\$'000
Stocks listed on the stock exchange of Hong Kong	64,102	(15,034)	8,590
Stocks listed on the stock exchange of Singapore	17,239	(3,292)	4,929
Total	<u>81,341</u>	<u>(18,326)</u>	<u>13,519</u>

Contingent Liabilities

As at 31 March 2018, the Company had outstanding guarantees of HK\$216,910,000 (31 March 2017: HK\$194,870,000) given to banks to secure general credit facilities for certain subsidiaries. Credit facilities in an aggregate amount of HK\$22,740,000 (31 March 2017: HK\$22,853,000) had been utilized by the subsidiaries from such guarantees at the end of the reporting period.

Charge on the Group's Assets

As at 31 March 2018, some of the Group's land and building and investment properties with an aggregate carrying amount of HK\$474,533,000 (31 March 2017: HK\$430,101,000), some of the Group's trade receivables (rental) with a carrying amount of HK\$78,000 (31 March 2017: HK\$119,000) and the Group's equity investments with a carrying amount of HK\$139,154,000 (31 March 2017: HK\$422,001,000) were pledged to banks and securities dealers for loan facilities worth HK\$265,414,000 (31 March 2017: HK\$335,486,000) granted to the Group. As at 31 March 2018, HK\$23,437,000 (31 March 2017: HK\$23,383,000) of the loan facilities had been utilized by the Group.

Liquidity and Financial Resources

As at 31 March 2018, the Group had net current assets of HK\$945,361,000 (31 March 2017: HK\$782,506,000) and equity attributable to owners of the Company worth HK\$1,636,670,000 (31 March 2017: HK\$1,474,493,000).

The Group's total indebtedness (representing the aggregate amount of interest-bearing loans from banks and securities dealers) was HK\$23,437,000 (31 March 2017: HK\$23,383,000), which were denominated in Singapore dollar and Hong Kong dollar and charged at floating interest rates. They were secured by mortgages over the Group's investment properties with a carrying amount of HK\$142,324,000 (31 March 2017: HK\$324,660,000), equity investments with a carrying amount of HK\$48,118,000 (31 March 2017: HK\$52,286,000) and assignment of some of the Group's trade receivables (rental) with a carrying amount of HK\$5,000 (31 March 2017: HK\$119,000).

Regarding total indebtedness, HK\$1,574,000 (31 March 2017: HK\$2,245,000) will be repayable within one year or on demand, HK\$3,740,000 (31 March 2017: HK\$3,428,000) will be repayable from the second to fifth years and the remaining balance of HK\$18,123,000 (31 March 2017: HK\$17,710,000) will be repayable after five years.

The Group's gearing ratio (total indebtedness divided by equity attributable to owners of the Company) at the end of the reporting period remained as 0.01 (31 March 2017: 0.02).

Exposure to Equity Prices, Foreign Exchange and Interest Rate Risks

The Group is exposed to risks arising from individual equity investments classified as trading equity investments. The Group's investments are listed on the stock exchanges of Hong Kong and Singapore and are valued at quoted market prices at the end of the reporting period.

As at 31 March 2018, the Group's cash and cash equivalents were held predominately in Hong Kong dollar, Singapore dollar and United States dollar. The Group's borrowings were denominated in Hong Kong dollar and Singapore dollar at floating interest rates. The Group has an exposure to the risk of change in interest rates arising primarily to its long-term debt obligations with floating interest rates. In the opinion of the directors, the Group has no significant interest rate risk. The Group currently does not have a foreign currency hedging policy. However, management closely monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

Human Resources

As at 31 March 2018, the Group had a total of 23 staff in Hong Kong. Remuneration packages for employees and directors are structured according to market terms as well as individual performance and experience. Benefits plans maintained by the Group include mandatory provident fund scheme, medical insurance, share option scheme and discretionary bonuses. As at 31 March 2018, the Group had 386,640,000 outstanding share options granted to eligible directors and employees of the Group.

Event after the Reporting Period

In view of the existing charter agreements for all our three vessels – “Amusement World”, “Leisure World” and “Aegean Paradise”, which will be determined on 30 June 2018, the Group, on 10 May 2018, entered into charter agreements in relation to the three vessels with Everwin Cruise Limited (“Everwin Cruise”), a connected person of the Company, which is wholly owned by Mr. Ng (Huang) Cheow Leng, a controlling shareholder of the Company, for a period commencing from 1 July 2018 and ending on 31 March 2021.

However, on 14 June 2018, the Group entered into new charter agreements with the existing charterer for chartering Leisure World and Aegean Paradise for a 2-year term commencing from 1 July 2018. In turn, on the same date, the Group entered into the termination agreements with Everwin Cruise to terminate all three charter agreements dated 10 May 2018. For details, please refer to the announcements of the Company dated 10 May, 4 June and 14 June 2018 respectively.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company’s listed securities during the year.

CORPORATE GOVERNANCE

The Company has complied with all the code provisions of the Corporate Governance Code as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) for the year ended 31 March 2018.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 of the Listing Rules as its own code of conduct regarding securities transactions by the directors of the Company. Having made specific enquiry of all directors of the Company, all of them confirmed that they have complied with the required standard set out in the Model Code during the year.

AUDIT COMMITTEE

The Company's audit committee comprises three independent non-executive directors, namely, Mr. Cheung Chun Kwok, Mr. Kwan Kai Kin, Kenneth and Mr. Ho Yau Ming. The audit committee has reviewed the audited consolidated financial statements of the Group for the year ended 31 March 2018 including the accounting principles and practices adopted by the Group and discussed auditing, internal control, risk management and financial reporting matters.

On behalf of the Board

Ng Wee Keat

Chairman

Hong Kong, 28 June 2018

As at the date of this announcement, the Board comprises Mr. Ng Wee Keat (Chairman), Ms. Sio Ion Kuan (Deputy Chairman), Ms. Ng Siew Lang, Linda (Chief Operating Officer), Ms. Lilian Ng, Ms. Chen Ka Chee and Mr. Yu Wai Man as executive directors and Mr. Cheung Chun Kwok, Mr. Kwan Kai Kin, Kenneth and Mr. Ho Yau Ming as independent non-executive directors.