

Chevalier International Holdings Limited
其士國際集團有限公司

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code 股份代號：25)

Strive for Excellence
with a Global Vision

環球視野 追求卓越



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FINANCIAL SUMMARY

財務概要

REVENUE 收入

46.7% increase from 2017
較二零一七年上升46.7%

HK\$ 港幣

6,980

million 百萬元

PROFIT FOR THE YEAR 年度溢利

58.9% increase from 2017
較二零一七年上升58.9%

HK\$ 港幣

971

million 百萬元

EARNINGS PER SHARE 每股盈利

68.2% increase from 2017
較二零一七年上升68.2%

HK\$ 港幣

3.01

元

TOTAL EQUITY 總權益

9.8% increase from 2017
較二零一七年上升9.8%

HK\$ 港幣

9,336

million 百萬元

NET ASSETS PER SHARE 每股資產淨值

9.5% increase from 2017
較二零一七年上升9.5%

HK\$ 港幣

28.9

元

DIVIDENDS PER SHARE 每股股息

191.7% increase from 2017
較二零一七年上升191.7%

HK\$ 港幣

1.75

元

TOTAL EMPLOYEE NUMBERS

總員工人數

2017: 3,200

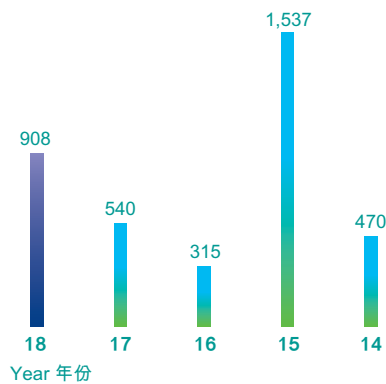
4,000

full time staff 全職員工

2018
HIGHLIGHTS
二零一八年撮要

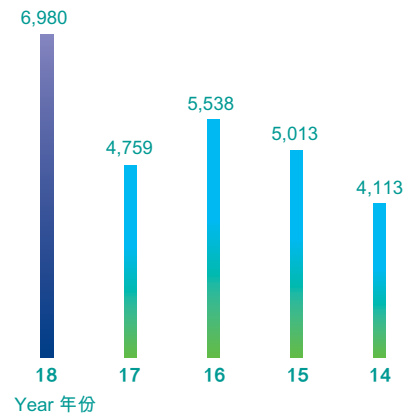
PROFIT ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY
本公司股東應佔溢利

(HK\$ million 港幣百萬元)



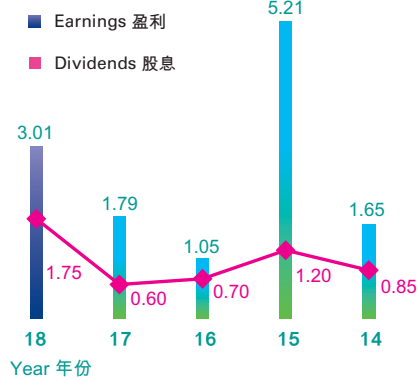
REVENUE
收入

(HK\$ million 港幣百萬元)



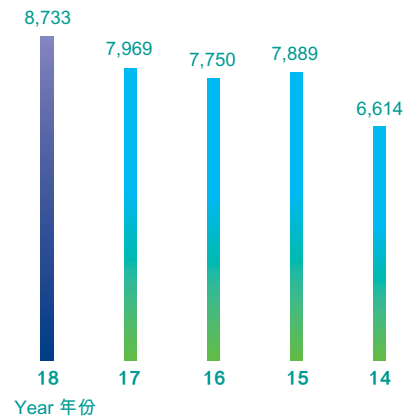
EARNINGS AND DIVIDENDS PER SHARE
每股盈利及股息

(HK\$ 港幣)



SHAREHOLDERS' FUNDS
股東資金

(HK\$ million 港幣百萬元)

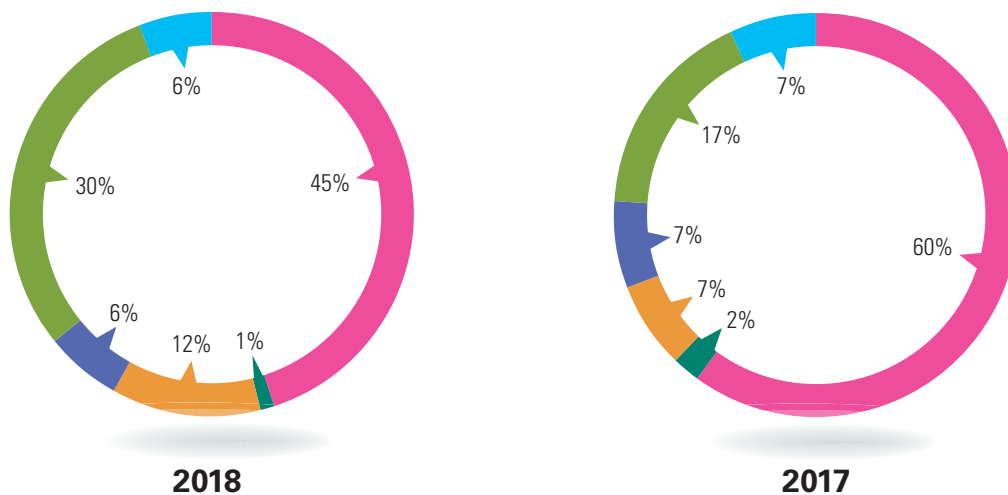


FINANCIAL SUMMARY

財務概要

SEGMENT REVENUE

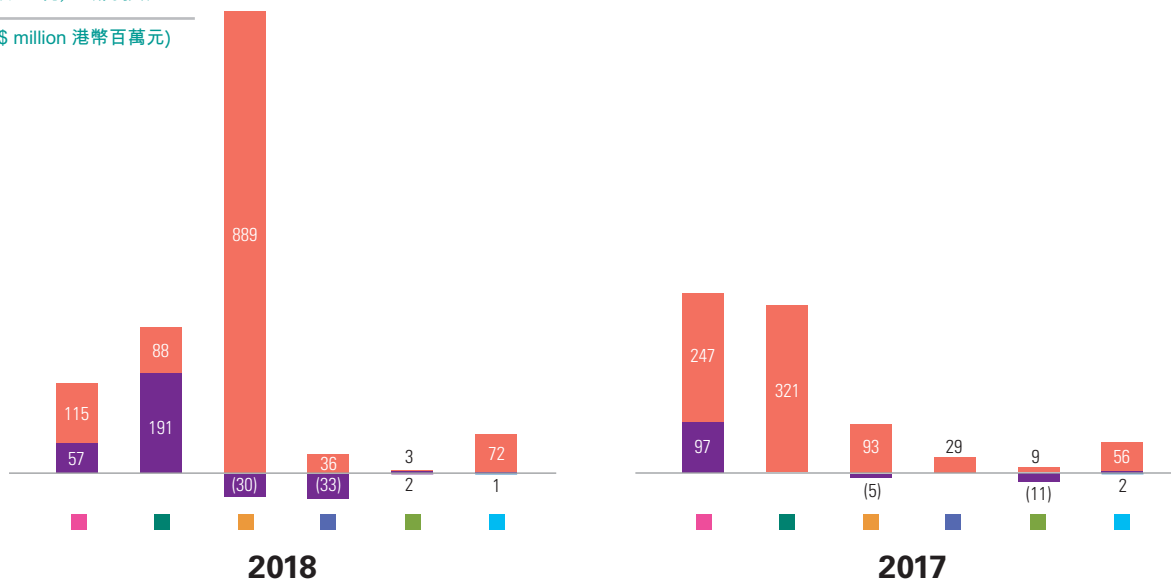
分類收入



SEGMENT PROFIT/(LOSS)

分類溢利/(虧損)

(HK\$ million 港幣百萬元)



Construction and engineering
建築及機械工程

Property investment
物業投資

Property development and operations
物業發展及營運

Healthcare investment
保健護理投資

Car dealership
汽車代理

Others
其他

Subsidiaries
附屬公司

Associates and joint ventures
聯營公司及合營企業

The following is a summary of the total assets, total liabilities, results and other financial information of Chevalier International Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) as of year ended 31 March for the last five years.

下列為其士國際集團有限公司(「本公司」)及其附屬公司(統稱「本集團」)於過往五年內截至三月三十一日止年度之總資產、總負債、業績及其他財務資料概要。

Financial Information (HK\$ million)	財務資料(港幣百萬元)	2018 二零一八年	2017 二零一七年	2016 二零一六年	2015 二零一五年	2014 二零一四年
Total assets	總資產	16,105	15,064	14,520	15,329	13,926
Total liabilities	總負債	6,769	6,561	6,282	6,930	6,849
Total equity	總權益	9,336	8,503	8,238	8,399	7,077
Non-controlling	非控股權益	603	534	488	510	463
Shareholders' funds	股東資金	8,733	7,969	7,750	7,889	6,614
Share capital	股本					
– in number (million)	– 數目(百萬元)	302	302	302	300	293
– in value (HK\$1.25 per share)	– 數值(每股港幣1.25元)	377	377	377	375	366
Revenue	收入	6,980	4,759	5,538	5,013	4,113
Profit attributable to shareholders of the Company	本公司股東應佔溢利	908	540	315	1,537	470
Per Share Basis (HK\$)		每股計算(港幣)				
Earnings – basic	盈利–基本	3.01	1.79	1.05	5.21	1.65
Dividends	股息	1.75	0.60	0.70	1.20	0.85
Net assets value	資產淨值					
– excluding non-controlling interests	– 不包括非控股權益	28.9	26.4	25.7	26.3	22.6

		2018 二零一八年 HK\$ million 港幣百萬元	2017 二零一七年 HK\$ million 港幣百萬元
Segment Revenue*	分類收入*		
Construction and engineering	建築及機械工程	4,175	4,759
Property investment	物業投資	136	144
Property development and operations	物業發展及營運	1,105	589
Healthcare investment	保健護理投資	598	525
Car dealership	汽車代理	2,754	1,317
Other	其他	533	555
Total	總額	9,301	7,889
Segment Profit/(Loss)*	分類溢利/(虧損)*		
Construction and engineering	建築及機械工程	172	344
Property investment	物業投資	279	321
Property development and operations	物業發展及營運	859	88
Healthcare investment	保健護理投資	3	29
Car dealership	汽車代理	5	(2)
Others	其他	73	58
Total	總額	1,391	838

* Included share of revenue/results of associates and joint ventures
包括所佔聯營公司及合營企業之收入/業績

CORPORATE INFORMATION

企業資料

CHAIRMAN EMERITUS

Dr. CHOW Yei Ching

EXECUTIVE DIRECTORS

Mr. KUOK Hoi Sang (*Chairman and Managing Director*)

Mr. TAM Kwok Wing (*Deputy Managing Director*)

Mr. HO Chung Leung

Mr. MA Chi Wing

Miss Lily CHOW

NON-EXECUTIVE DIRECTORS

Dr. KO Chan Gock, William

Mr. CHOW Vee Tsung, Oscar

INDEPENDENT NON-EXECUTIVE DIRECTORS

Ir. Dr. CHOW Ming Kuen, Joseph

Mr. YANG Chuen Liang, Charles

Professor POON Chung Kwong

Mr. Irons SZE

SECRETARY

Mr. MUI Chin Leung

AUDITOR

PricewaterhouseCoopers

Certified Public Accountants, Hong Kong

22nd Floor, Prince's Building

Central, Hong Kong

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited

Berkadia Commercial Mortgage LLC

Chong Hing Bank Limited

DBS Bank Ltd., Hong Kong Branch

Hang Seng Bank Limited

The Hongkong and Shanghai Banking Corporation Limited

Shanghai Commercial Bank Limited

SOLICITORS

Appleby

Robertsons

REGISTERED OFFICE

Canon's Court

22 Victoria Street

Hamilton, HM 12, Bermuda

榮譽主席

周亦卿博士

執行董事

郭海生先生 (*主席兼董事總經理*)

譚國榮先生 (*副董事總經理*)

何宗樑先生

馬志榮先生

周莉莉小姐

非執行董事

高贊覺博士

周維正先生

獨立非執行董事

周明權博士

楊傳亮先生

潘宗光教授

施榮懷先生

秘書

梅展良先生

核數師

羅兵咸永道會計師事務所

香港執業會計師

香港中環

太子大廈二十二樓

主要往來銀行

中國銀行(香港)有限公司

Berkadia Commercial Mortgage LLC

創興銀行有限公司

星展銀行有限公司香港分行

恒生銀行有限公司

香港上海滙豐銀行有限公司

上海商業銀行有限公司

律師

毅柏律師事務所

羅拔臣律師事務所

註冊辦事處

Canon's Court

22 Victoria Street

Hamilton, HM 12, Bermuda

PRINCIPAL PLACE OF BUSINESS

22nd Floor, Chevalier Commercial Centre
8 Wang Hoi Road, Kowloon Bay
Hong Kong
Telephone: (852) 2318 1818
Facsimile: (852) 2757 5138

PRINCIPAL SHARE REGISTRAR

MUFG Fund Services (Bermuda) Limited
The Belvedere Building
69 Pitts Bay Road
Pembroke HM 08
Bermuda

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Tricor Standard Limited
Level 22, Hopewell Centre
183 Queen's Road East, Hong Kong

SHARE LISTING

The Stock Exchange of Hong Kong Limited
Stock Code: 25

WEBSITE

<http://www.chevalier.com>

主要營業地點

香港
九龍灣宏開道八號
其士商業中心二十二樓
電話：(852) 2318 1818
傳真：(852) 2757 5138

主要股份登記處

MUFG Fund Services (Bermuda) Limited
The Belvedere Building
69 Pitts Bay Road
Pembroke HM 08
Bermuda

香港股份登記及 過戶分處

卓佳標準有限公司
香港皇后大道東一八三號
合和中心二十二樓

股份上市

香港聯合交易所有限公司
股份代號：25

網址

<http://www.chevalier.com>

FINANCIAL CALENDAR

Announcement of Results

Interim Results	28 November 2017
Final Results	28 June 2018

Book Close Dates

Special Interim Dividend	19 September 2017
Interim Dividend	14 December 2017
Annual General Meeting	22 to 29 August 2018
Final Dividend	6 to 12 September 2018

Annual General Meeting 29 August 2018

Payment of Dividends

Special interim dividend of HK\$1.40 per share	27 September 2017
Interim dividend of HK\$0.10 per share	21 December 2017
Final dividend of HK\$0.25 per share	18 September 2018

財務日誌

業績公佈

中期業績	二零一七年十一月二十八日
末期業績	二零一八年六月二十八日

截止過戶日期

特別中期股息	二零一七年九月十九日
中期股息	二零一七年十二月十四日
股東週年大會	二零一八年八月二十二日至二十九日
末期股息	二零一八年九月六日至十二日

股東週年大會 二零一八年八月二十九日

派發股息

特別中期股息	二零一七年九月二十七日
每股港幣 1.40 元	
中期股息	二零一七年十二月二十一日
每股港幣 0.10 元	
末期股息	二零一八年九月十八日
每股港幣 0.25 元	

LETTER TO SHAREHOLDERS

致股東之函件

Dear Shareholders,

Once again, it is time for the Chevalier Group to review its performance in the last year. 2017/18 was a fruitful year for the Group. With confidence and high hopes in the future of Hong Kong's real estate market, the Group successfully acquired five sites for redevelopment and made use of the low interest rate environment. The total consideration paid exceeded HK\$2 billion. The Group will prudently select and grow its properties portfolio with the long term aim of enhancing the Group's reasonable return.

The Finance Committee of the Legislative Council (LegCo) of the HKSAR Government has already granted over HK\$132 billion for government construction projects for this current LegCo year, this amount may likely be increased to a total sum of HK\$170 billion. No doubt, demand from both the private and public sectors will continuously feed the construction and engineering market with work. Yet, it is questionable whether the construction industry can cope with the sudden surge in demand, considering that the underlying issue of shortage of skilled and non-skilled labour in the different trades of work in the construction and engineering industry still remains unresolved. The industry must overcome these in order to fully benefit from the HK\$170 billion that may be granted. With this in mind, in order to strengthen construction productivity, innovative construction method such as modular integrated construction is now being advocated by the HKSAR Government within the industry in order to shorten construction period, increase cost-effectiveness and enhance site safety.

With a firm belief that demand for healthcare related services is on the rise, and in view of the ageing population in the US and in fact, worldwide, the Group spent a total of over HK\$800 million in 2017/18 in acquiring senior housing facilities and medical office buildings in the US. The Group is hopeful about the long-term prospects of healthcare businesses worldwide and is confident that our modest portfolio of senior housing facilities and medical office buildings will continue to provide a steady income for the Group and, in the long run, asset appreciation opportunities.

I am confident that the Group's solid foundation and steady performance will help the Group deal with challenges ahead. With our talented and experienced management team, the Group will continue to thoroughly assess potential business opportunities in a cautious manner and enhance the shareholders' value in the years to come.

On behalf of the Board, I would like to express my heartfelt gratitude and appreciation to my fellow directors, business partners and shareholders for their support and to all staff for their dedication, hard work and contribution.

KUOK Hoi Sang
Chairman and Managing Director

各位股東：

現在又到了審視其士集團去年表現的時候。二零一七／一八年度對本集團而言是取得卓越成果的一年。鑑於對未來香港房地產市場的信心及寄望，憑藉低息環境，本集團成功購得五幅可供重新發展的土地。支付總代價超過港幣20億元。本集團將審慎選擇及發展其物業組合，目標在提升本集團的長期合理回報。

香港特區政府立法會（立法會）的財務委員會已為本屆立法會年度的政府建築項目授出超過港幣1,320億元，該數額有望增加至港幣1,700億元。毫無疑問，私營及公營市場的需求將持續為建築及機械工程市場提供工程項目。然而，經考慮建築及工程行業不同工種的熟練及非熟練勞工短缺的相關問題仍未得到解決，建築行業能否應對驟升的需求值得商榷。業界必須克服該等困難從而在授出的巨額港幣1,700億元中獲益。有鑑於此，為加強建築生產力，香港特區政府在業界提倡組裝合成建築法等創新建築方法以縮短施工期，提高成本效益並加強工地安全。

由於相信保健護理相關服務的需求會持續攀升及鑑於美國乃至全球人口老齡化，本集團於二零一七／一八年度合共投入超過港幣8億元於美國購置安老院舍設施及醫療辦公室大樓。本集團對全球保健護理業務的長遠前景寄予厚望，並相信我們的安老院舍設施及醫療辦公室大樓的適度投資組合將繼續為本集團帶來穩定收入，並提供長期的資產升值機會。

本人深信，本集團堅實的基礎及平穩的業績有助於本集團應對將面臨的挑戰。憑藉我們擁有能幹及經驗豐富的管理團隊，本集團於未來將繼續以審慎態度全面評估潛在商機及提升股東價值。

本人謹代表董事會衷心感謝諸位董事、業務夥伴及股東的鼎力支持及對盡忠職守、努力不懈作出貢獻的全體員工致以誠摯的謝意。

主席兼董事總經理
郭海生

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The Group's consolidated revenue was HK\$6,980 million (2017: HK\$4,759 million), representing an increase of 47% when compared with the last financial year. Taking into account its share of revenue in its associates and joint ventures, total segment revenue was HK\$9,301 million (2017: HK\$7,889 million), representing an increase of 18%. With contributions from one-off gains resulting from (i) the disposal of an interest in the Chengdu project, (ii) the disposal of an interest in a wholly-owned subsidiary in Hong Kong, (iii) the recognition of the pre-sales of residential properties in Changchun, and (iv) the fair value increase from the revaluation of the Group's investment properties, profit for the year ended 31 March 2018 boosted substantially by 59% to HK\$971 million, when compared to HK\$611 million from last year. Profit attributable to the Company's shareholders for the year ended 31 March 2018 increased substantially to HK\$908 million (2017: HK\$540 million), and earnings per share was HK\$3.01 (2017: HK\$1.79).

CONSTRUCTION AND ENGINEERING

The Construction and Engineering segment's revenue for the year ended 31 March 2018 recorded a decrease of 12% to HK\$4,175 million (2017: HK\$4,759 million). Reflecting the decrease in revenue, profit of this segment decreased by 50% from HK\$344 million to HK\$172 million. The drop in both revenue and profit was mainly due to the rise in construction and labour costs.

The building construction division focused on private and public sectors projects and implemented effective cost control measures such as Building Information Modelling to enhance operation efficiency so as to cope with stringent competition in the construction market.

Contribution from the electrical and mechanical engineering division remained stable in Hong Kong and Macau. The division secured contracts from a casino and hotel in Macau for the provision of mechanical and electrical works during the year under review.

The aluminium windows and curtain walls division recorded a decrease in profit during the year due to continuous increase in labour cost resulting from the severe shortage of manpower in the market. It is anticipated that the performance of this division will be encouraging in the coming year with several contracts secured in both Hong Kong and Australia.

The building supply division recorded a positive contribution to this segment with the increase in secured contracts for the installation of kitchen cabinet in light of more residential buildings being completed during the year. This division will continue to cooperate with potential partners and explore business opportunities.

The environmental engineering division business experienced some setback during the year under review and provisions were made. However, with the increase in Government expenditure on public works, namely the desalination plant and sewage and water treatment works upgrading projects, the division was awarded several tenders for environmental related projects in the sewage and water segment. The Group is optimistic about the performance of this division in the coming year with the new contracts on hand.

本集團的綜合收入為港幣69.80億元(二零一七年：港幣47.59億元)，較上個財政年度增長47%。經計入其所佔聯營公司及合營企業收入後，總分類收入為港幣93.01億元(二零一七年：港幣78.89億元)，增長18%。憑藉(i)出售成都項目權益，(ii)出售香港全資附屬公司的權益，(iii)確認長春住宅物業的預售，及(iv)本集團投資物業重估的公允值增加等帶來的一次性收益貢獻，截至二零一八年三月三十一日止年度的溢利由上年度的港幣6.11億元大幅增長59%至港幣9.71億元。截至二零一八年三月三十一日止年度的本公司股東應佔溢利大幅增至港幣9.08億元(二零一七年：港幣5.40億元)，而每股盈利則為港幣3.01元(二零一七年：港幣1.79元)。

建築及機械工程

建築及機械工程分類截至二零一八年三月三十一日止年度錄得收入下降12%至港幣41.75億元(二零一七年：港幣47.59億元)。反映收入下降，此分類溢利由港幣3.44億元下降50%至港幣1.72億元。收入及溢利的下降主要由於建築及勞工成本上漲。

樓宇建築部門專注於私營及公營機構項目，並已實施有效的成本控制措施如建築信息模擬以便提高營運效率，從而應對建築市場的激烈競爭。

機電工程部門於香港及澳門維持穩定回報。於回顧年度，該部門從澳門一所娛樂場及酒店獲得一份提供機電工程合約。

鋁窗及幕牆部門於本年度的溢利錄得減少，乃由於市場嚴重缺乏勞工導致勞工成本持續上漲所致。預計憑藉於香港及澳洲獲得的數份合約，該部門於來年的表現將令人鼓舞。

鑑於本年度更多住宅樓宇落成，獲得的櫥櫃安裝合約相應增多，建材供應部門錄得對此分類的積極貢獻。該部門將繼續與潛在伙伴合作及開拓商機。

環境工程部門業務於回顧年度出現倒退及已作撥備。然而，隨著政府增加對公共工程的開支，如淡化廠與污水處理水務工程提升項目，該部門已獲中標數個污水及水務分類之環境相關項目。因手頭上有新的合約，本集團對該部門於來年的表現保持樂觀。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The associates of the lift and escalator division recorded a decrease in turnover and contribution as a result of setback from the sales of equipment and installation in the PRC market during the year. With the recent occurrence of several high-profile lift incidents, the general public in Hong Kong is very much concerned with the safety of lift and escalators, which may in turn lead to an increase in demand for lift modernisation and replacement for buildings with equipment that is over 30 years old. The Group is optimistic about the sales and installation of lifts and escalators business for this division.

As at 31 March 2018, the total value of all outstanding construction and engineering contracts of the Group's subsidiaries amounted to HK\$4,777 million. Major contracts include:

1. Construction of a Government Complex at Tuen Mun, New Territories;
2. Construction of the expansion of the Blood Transfusion Service Headquarters of the Red Cross at Homantin, Kowloon;
3. Construction of the extension of the Operating Theatre Block for Tuen Mun Hospital, New Territories;
4. Upgrade of sewage treatment capacity of the Kwun Tong Preliminary Treatment Works;
5. Mechanical and electrical works for a casino in Macau;
6. Design, supply and installation of curtain wall and aluminium cladding for 450-456G Queen's Road West, Hong Kong;
7. Design, supply and installation of curtain wall and aluminium cladding for 15 Middle Road, Tsim Sha Tsui, Kowloon; and
8. Design, supply and installation of kitchen cabinets for residential units at Lohas Park 6, Tseung Kwan O, New Territories.

PROPERTY INVESTMENT

During the year under review, the Property Investment segment primarily comprised of the properties rental businesses in Hong Kong and the PRC. With the repossession of properties owned at Kowloon Bay from tenants for self-use by the Group as headquarters during the year, segment revenue recorded a decrease of 6% to HK\$136 million and segment profit also decreased by HK\$42 million to HK\$279 million.

During the year, the Group acquired a property at 1B and 1C Davis Street, Hong Kong at the consideration of HK\$228 million. The property comprises of residential and commercial units and has a total gross floor area of about 9,100 square feet. The property provides stable rental income and also offers potential capital appreciation to the Group.

升降機及電扶梯聯營部門錄得營業額及貢獻下滑，原因是本年度於中國市場的設備銷售及安裝受挫。由於近期發生數宗升降機事故，引起香港普羅大眾對升降機及電扶梯的安全高度關注，這將導致樓齡三十年以上的樓宇對升降機現代化及更換設備的需求上升。本集團對該部門升降機及電扶梯的銷售及安裝業務持樂觀態度。

於二零一八年三月三十一日，本集團附屬公司之所有未完成建築及機械工程合約價值總額為港幣47.77億元。主要合約包括：

1. 承建新界屯門的政府綜合大樓；
2. 承建九龍何文田紅十字會輸血服務總部之擴建工程；
3. 承建新界屯門醫院手術室大樓之擴建工程；
4. 觀塘基本污水處理廠提升污水處理量工程；
5. 澳門一所娛樂場的機電工程；
6. 為香港皇后大道西450-456G號設計、供應及安裝幕牆及鋁掛板；
7. 為九龍尖沙咀中間道15號設計、供應及安裝幕牆及鋁掛板；及
8. 為新界將軍澳日出康城第六期的住宅單位設計、供應及安裝櫥櫃。

物業投資

於回顧年度，物業投資分類主要包括香港及中國的物業租賃業務。由於本年度本集團向租戶收回九龍灣的物業作總部之用，分類收入下降6%至港幣1.36億元及分類溢利亦減少港幣4,200萬元至港幣2.79億元。

於本年度，本集團收購位於香港爹核士街1B號及1C號的物業，代價為港幣2.28億元。該物業包括住宅及商業單位，總樓面面積約為9,100平方呎。該物業將為本集團提供穩定租金收入，且亦將帶來潛在的資本增值。

PROPERTY DEVELOPMENT AND OPERATIONS

During the year under review, the Property Development and Operations segment's revenue increased by 88% from HK\$589 million to HK\$1,105 million. After taking into consideration (i) the disposal of an interest in the Chengdu project, (ii) the disposal of an interest in a wholly-owned subsidiary in Hong Kong, and (iii) the recognition of the pre-sales of residential properties in Changchun, segment profit rose sharply by 876% from HK\$88 million to HK\$859 million.

City Hub, a 50-50 joint venture Urban Renewal Authority ("URA") redevelopment project at Chi Kiang Street/Ha Heung Road, To Kwa Wan, received the Certificate of Compliance from the Government in January 2018 and sales commenced in February 2018. The market responded positively and approximately 90 units were sold as at 31 March 2018.

During the year, the Group secured another URA redevelopment project at Fuk Chak Street and Li Tak Street at Tai Kok Tsui, Kowloon. Leased site area of this project is approximately 8,200 square feet and the plan is to develop small to medium sized residential units with a total residential gross floor area of about 55,000 square feet and 7,000 square feet of commercial area. The project is scheduled for completion by 2020/2021.

The Group acquired Darton Tower located at 4 Tai Yip Street, Kowloon during the year at a consideration of HK\$360 million. The plan is to redevelop the property into a multi-storey retail and office building with a total gross floor area of approximately 72,000 square feet. It is anticipated to complete by 2021/2022.

The Group also acquired the residential properties at Nos. 292A-D Prince Edward Road West, Homantin, Kowloon with site area of approximately 7,800 square feet. Total consideration was HK\$334 million. Since the properties are situated in an upmarket area in Kowloon, the Group plans to redevelop the properties into a luxurious residential block with a total gross floor area of approximately 39,000 square feet. Completion of the project is expected to be in 2021/2022.

In March 2018, the Group acquired properties at No. 5 Hang Lok Lane, Shatin for redevelopment at the consideration of HK\$403 million. Site area is approximately 48,000 square feet. The transaction completed in May 2018. The Group believes that, in view of demands in the Hong Kong property market, together with the Group's past experience in real estate projects, the acquisition represents an opportunity for the Group to further expand its property development business.

Whilst units of "My Villa" in Beijing remain for sale in the market during the year, the pre-sale of residential units in Phase II of "Chevalier City" in Changchun received good response due to a strong demand for affordable housing. Over 70% of the residential units were pre-sold and recognised in 2017/2018. Planning of Phase III of "Chevalier City", covering approximately 100,000 square metres and providing about 1,100 residential units, will commence upon receipt of approvals from the relevant government authorities. It is expected to complete by 2020/2021.

物業發展及營運

於回顧年度，物業發展及營運分類的收入由港幣5.89億元增長88%至港幣11.05億元。經計及(i)出售成都項目的權益，(ii)出售香港全資附屬公司的權益，及(iii)確認長春住宅物業的預售，分類溢利由港幣8,800萬元急升876%至港幣8.59億元。

於土瓜灣浙江街／下鄉道的50-50合營企業之市區重建局(「市建局」)重建項目「津匯」於二零一八年一月從政府取得合規證書，並於二零一八年二月開始出售。市場反應熱烈，截至二零一八年三月三十一日已售出約90個單位。

於本年度，本集團獲得市建局另一個在九龍大角咀福澤街及利得街的重建項目。此項目租賃佔地面積約為8,200平方呎，計劃發展中小型住宅單位，總住宅樓面面積約55,000平方呎及商業面積7,000平方呎。該項目計劃於二零二零年／二零二一年峻工。

本集團於本年度購入九龍大業街4號的達通大廈，代價港幣3.60億元。該物業計劃發展成多層零售及寫字樓，總樓面面積約72,000平方呎。預計於二零二一年／二零二二年完工。

本集團亦購入九龍何文田太子道西292A-D號的住宅物業，佔地面積約7,800平方呎。總代價港幣3.34億元。由於該等物業位於九龍優質地段，本集團計劃將該等物業重建為豪華住宅，總樓面面積約39,000平方呎。預期項目於二零二一年／二零二二年完成。

於二零一八年三月，本集團購入沙田恆樂里第5號物業用作重建，代價港幣4.03億元。地盤面積約為48,000平方呎。該交易已於二零一八年五月完成。本集團相信，鑑於香港物業市場需求，以及本集團於房地產項目的過往經驗，該收購是本集團進一步拓展物業發展業務的機會。

本年度正當北京的「歐郡」單位仍然在市場上銷售，長春「香港城」二期住宅單位預售取得良好反應概因市場對保障性住房的強烈需求。逾70%住宅單位已預售及於二零一七年／二零一八年入賬。「香港城」三期(面積約100,000平方米及提供約1,100個住宅單位)的規劃將於收到相關政府部門的批文後開始動工。預期於二零二零年／二零二一年完工。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The cold storage and logistics business remained steady although there was a slight decrease in turnover due to unfavourable market changes. The Group's strategic plan is to expand its cold chain logistics business into international freight forwarding, and it has been working in line with key account clients by providing additional quality in-store service and all-in-one total logistics reefer service solution to support its key account clients in facing the changes in the ever competitive and demanding market.

HEALTHCARE INVESTMENT

Segment revenue recorded an increase of 14% from HK\$524 million to HK\$598 million. However, after taking into consideration the transaction costs of the acquisition of various new investments, contribution of this segment dropped by 90% to HK\$3 million.

During the year, the Group acquired two senior housing facilities in Michigan, the US, which together provide an aggregate of 299 units covering independent living, assisted living and memory care services with a total rentable area of over 170,000 square feet. Total consideration was US\$33 million (equivalent to approximately HK\$257 million).

During the year, the Group also acquired, through capital contribution in a joint venture, three medical office buildings in New York, Pennsylvania and Rhode Island, the US, at approximately US\$70 million (equivalent to approximately HK\$546 million) in cash. Aggregate total gross floor area is approximately 428,200 square feet. The Group believes that the acquisition of the medical office buildings offers an opportunity to expand the Group's investment portfolio in the US from elderly housing to a wider range of healthcare related properties. In order to reflect the scope of business of this segment after the investment in these three medical office buildings, the name of this segment was changed to "Healthcare Investment".

As at 31 March 2018, the Group owned 25 senior housing facilities providing 1,017 assisted living beds, 759 memory care beds, 119 skilled nursing beds and 299 independent living units to serve different needs of the aged population in the US.

Subsequent to the financial year, the Group further acquired ten senior housing properties at the consideration of US\$66 million (equivalent to approximately HK\$516 million). The properties together provide an aggregate of approximately 1,060 units covering independent living, assisted living and memory care services with a total rentable area of over 450,000 square feet.

儘管市場不利變化導致營業額略為下調，冷藏倉庫及物流業務保持穩定。本集團的策略計劃是擴大冷鏈物流業務至國際貨運代理，並已按主要客戶要求運作，提供更多優質入倉服務及一站式冷藏物流服務解決方案以支持其主要客戶面對持久的競爭及市場需求的變化。

保健護理投資

分類收入錄得由港幣5.24億元增長14%至港幣5.98億元。然而，經計及所收購的各項新投資的交易成本，該分類的貢獻下滑90%至港幣300萬元。

於本年度，本集團購入位於美國密歇根州的兩項安老院舍設施，合共提供299個單位，包含自理起居、協助起居及失智護理服務，可租用總面積逾170,000平方呎。總代價為美金3,300萬元（相當於約港幣2.57億元）。

於本年度，本集團亦透過對一間合營企業以現金7,000美元（相當於約港幣5.46億元）注資購買位於美國紐約、賓夕法尼亞及羅得島三棟醫療辦公室大樓，總樓面面積約428,200平方呎。本集團認為購買醫療大樓為本集團帶來擴大大於美國投資物業組合的機會，範疇由安老院舍擴大至保健護理相關物業。為了反映在投資該等三棟醫療辦公室大樓後該分類的業務範圍，該分類名稱更改為「保健護理投資」。

於二零一八年三月三十一日，本集團擁有25個安老院舍設施，提供1,017個安養床位、759個失智護理床位、119個專業護理床位及299個獨立起居單位，以應對美國老年人口的各種需要。

於本財政年度後，本集團進一步購入10個安老院舍物業，代價美金6,600萬元（相當於約港幣5.16億元）。該等物業合共提供約1,060個單位，包含自理起居、協助起居及失智護理服務，可租用總面積逾450,000平方呎。

CAR DEALERSHIP

Following the consolidation of the PRC car dealership business into the Group in the last financial year and benefiting from the steady growth of household disposable income and the introduction of new models from automobile manufacturers in the PRC, revenue of the Car Dealership segment boosted to HK\$2,754 million. However, due to thin sales margin and intense competition in people-oriented repair and maintenance services within the automobile industry, profit of this segment amounted to HK\$5 million.

In Chengdu, a group of companies representing over 85% revenue of this segment and providing 6 import and domestic car brands operates a total of 14 4S shops. Over 14,000 units of cars were sold during the year putting us in a leading position in Chengdu's domestic car market.

In Canada, the overall performance of our two automobile dealerships, namely Action Honda and Aurora Chrysler was satisfactory for the year under review. Our Canada team is confident that both dealerships will continue to excel and meet performance in the coming year.

OTHERS

During the year, segment revenue recorded a slight drop from HK\$555 million to HK\$533 million, however, segment profit recorded an increase of 26% from HK\$58 million to HK\$73 million. Notwithstanding the drop in segment revenue, segment profit increased as a result of positive contribution from the investment portfolio of the insurance and investment business.

During the year under review, the Total Gross Premium Written of the insurance and investment business increased. The Employees' Compensation Premium continues to contribute significantly to this segment's revenue and profit. Property Insurance attracted good quality business and maintained a positive underwriting performance. To diversify the risks and to protect against extreme events, the Group always reviews and ensures its reinsurance programs are sufficient in meeting with current and future potential risk exposure. In the volatile and competitive market in Hong Kong, the business will continue to adopt a prudential underwriting approach and focus on building its capability to ensure sustainable growth.

汽車代理

於上個財政年度將中國汽車代理業務併入本集團後，受惠於家庭可支配收入的穩定增長以及於中國引入汽車製造商的新款汽車，汽車代理分類的收入提升至港幣27.54億元。然而，由於汽車行業以人為本的維修及保養服務的銷售利潤低及競爭激烈，該分類溢利為港幣500萬元。

佔該分類收入的85%以上，提供6個進口及國內汽車品牌的一系列公司在成都經營合共14間4S店舖。於本年度售出超過14,000輛汽車，使我們在國內成都汽車市場處於領先地位。

於本回顧年度，加拿大兩間汽車代理Action Honda及Aurora Chrysler的整體表現理想。在加拿大的團隊對該兩間汽車代理於來年繼續表現卓越及達至目標充滿信心。

其他

於本年度，分類收入由港幣5.55億元略為下調至港幣5.33億元，然而，分類溢利由港幣5,800萬元升至港幣7,300萬元，錄得26%增長。儘管分類收入下降，分類溢利因保險及投資業務的投資組合的積極貢獻而出現增長。

於回顧年度，保險及投資業務的簽單保費總額增加。僱員賠償保費繼續對該分類的收入及溢利作出顯著貢獻。財產保險因有素質業務而維持了積極的承保表現。為了分散風險及防範極端事件，本集團經常審查及確保其再保險計劃可充分應對現時及未來潛在風險。在香港波動及競爭的市場中，該業務將繼續採納審慎的承保方式，並專注於構建自身能力，確保可持續增長。

FINANCIAL REVIEW

財務評述

CONSOLIDATED INCOME STATEMENT

Revenue

Revenue of the Group increased from HK\$4,759 million in the year 2016/17 to HK\$6,980 million in the year 2017/18. The increase was mainly due to consolidation of the PRC car dealership business into the Group.

Gross profit

Gross profit increased from HK\$744 million in the year 2016/17 to HK\$875 million in the year 2017/18 and gross profit margin decreased from 15.6% to 12.5%.

Other income, net

Other income, net of HK\$74 million was recorded in the year 2017/18 (2016/17: HK\$106 million). The decrease was mainly due to turnaround of investment income of HK\$22 million in the year 2016/17 to loss of HK\$2 million in the year 2017/18.

Other gains, net

Other gains, net of HK\$154 million were recorded for the year 2017/18 (2016/17: HK\$206 million). The decrease was primarily due to the impairment loss on trade and other debtors, retention receivables, interest in an associate and properties for sale totalling HK\$47 million and lower increase in fair value gains of investment properties to HK\$191 million (2016/17: HK\$226 million).

Gain/(loss) on disposal of subsidiaries

The disposal of an interest in the Chengdu project in August 2017 by the Group resulted in a gain of HK\$620 million.

In 2017/18, the Group disposed of its entire interest in Talent Luck leading to a gain on disposal of HK\$93 million.

Selling and distribution costs

The consolidation of the PRC car dealership business into the Group constituted the increase in selling and distribution costs from HK\$101 million in the year 2016/17 to HK\$147 million in the year 2017/18.

綜合收益表

收入

本集團的收入由二零一六／一七年度港幣47.59億元增加至二零一七／一八年度港幣69.80億元。該增加主要由於將中國內地汽車代理業務併入本集團所致。

毛利

毛利由二零一六／一七年度港幣7.44億元增加至二零一七／一八年度港幣8.75億元，而毛利率由15.6%降至12.5%。

其他收入，淨額

於二零一七／一八年度，其他收入，淨額錄得港幣7,400萬元(二零一六／一七年度：港幣1.06億元)。該減少乃主要由於二零一六／一七年度投資收入港幣2,200萬元轉為二零一七／一八年度虧損港幣200萬元所致。

其他收益，淨額

於二零一七／一八年度，其他收益，淨額錄得港幣1.54億元(二零一六／一七年度：港幣2.06億元)。該減少乃主要由於貿易及其他應收賬款、應收保留款項、一間聯營公司之權益及待售物業之減值虧損合共港幣4,700萬元及投資物業公允值收益下降至港幣1.91億元(二零一六／一七年：港幣2.26億元)所致。

出售附屬公司收益／(虧損)

於二零一七年八月本集團出售成都項目之權益導致港幣6.20億元之收益。

二零一七／一八年度，本集團出售其於祥龍興業的全部權益，獲得出售之收益港幣9,300萬元。

銷售及經銷成本

由於將中國內地汽車代理業務併入本集團，銷售及經銷成本由二零一六／一七年度之港幣1.01億元增加至二零一七／一八年度之港幣1.47億元。

Share of results of associates

The Group's share of results of associates dropped from HK\$88 million in the year 2016/17 to HK\$58 million in the year 2017/18, mainly due to the setback from the sales of the equipment and installation of lift and escalator division in Mainland China.

Share of results of joint ventures

The Group's share of results of joint ventures recorded a loss of HK\$60 million in the year 2017/18 (2016/17: HK\$5 million). The loss this year was mainly coming from the joint ventures in Hong Kong under Property Development and Operations segment and new joint ventures in the US under Healthcare Investment segment.

Taxation

Taxation in the year 2017/18 was derived from the current tax expenses of HK\$271 million (2016/17: HK\$89 million) and the deferred tax expenses of HK\$25 million (2016/17: HK\$43 million). Increase in current tax expenses mainly arose from the tax expenses on disposal gain of Chengdu project of HK\$160 million.

Profit attributable to shareholders of the Company

Profit attributable to shareholders of the Company of HK\$908 million was achieved in the year 2017/18 (2016/17: HK\$540 million), a substantial increase of HK\$368 million mainly accounted for the aforementioned gain on disposal of Chengdu project and increase in fair value of investment properties.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Investment properties

The carrying value of investment properties decreased by HK\$42 million to HK\$3,791 million as at 31 March 2018 (2017: HK\$3,833 million) representing addition of investment properties of HK\$114 million, acquisition of subsidiaries of HK\$230 million, fair value gain amounted to HK\$191 million and exchange gain of HK\$131 million, offset by transfer of certain properties to property, plant and equipment of HK\$707 million.

Property, plant and equipment

The carrying value of the Group's property, plant and equipment was substantially increased by HK\$455 million to HK\$2,785 million as at 31 March 2018 (2017: HK\$2,330 million) which resulted from the acquisition of two senior housing facilities in Michigan, the US, acquiring new properties in Hong Kong and transfer of certain properties from investment properties, offset by disposal of Talent Luck which held a staff quarter.

Goodwill

The increase in the carrying value of goodwill of HK\$52 million to HK\$682 million as at 31 March 2018 was mainly due to the acquisition of two senior housing facilities in Michigan, the US.

所佔聯營公司業績

本集團所佔聯營公司業績由二零一六／一七年度之港幣8,800萬元減少至二零一七／一八年度之港幣5,800萬元，主要由於中國內地的升降機及電扶梯部門的設備銷售及安裝受挫所致。

所佔合營企業業績

本集團於二零一七／一八年度所佔合營企業業績錄得虧損港幣6,000萬元(二零一六／一七年度：港幣500萬元)。本年度之虧損主要來自物業發展及營運分類之香港合營企業及保健護理投資分類之美國新合營企業所致。

稅項

於二零一七／一八年度之稅項乃來自本年度稅項支出港幣2.71億元(二零一六／一七年度：港幣8,900萬元)及遞延稅項支出港幣2,500萬元(二零一六／一七年度：港幣4,300萬元)。本年度稅項支出之增加主要因出售成都項目收益之稅項支出港幣1.60億元所致。

本公司股東應佔溢利

於二零一七／一八年度，本公司股東應佔溢利為港幣9.08億元(二零一六／一七年度：港幣5.40億元)，大幅增加港幣3.68億元主要由於上述出售成都項目收益及投資物業公允值增加。

綜合財務狀況表

投資物業

投資物業賬面值減少港幣4,200萬元至二零一八年三月三十一日之港幣37.91億元(二零一七年：港幣38.33億元)，相當於增加投資物業港幣1.14億元、收購附屬公司港幣2.30億元、公允值收益港幣1.91億元及匯兌收益港幣1.31億元，經轉撥若干物業至物業、廠房及設備港幣7.07億元抵銷。

物業、廠房及設備

本集團物業、廠房及設備的賬面值大幅增加港幣4.55億元至二零一八年三月三十一日之港幣27.85億元(二零一七年：港幣23.30億元)，乃由於收購美國密歇根州兩項安老院舍設施、於香港購入新物業及自投資物業轉撥若干物業，經出售祥龍興業之員工宿舍抵銷。

商譽

商譽賬面值增加港幣5,200萬元至二零一八年三月三十一日之港幣6.82億元，主要由於收購美國密歇根州兩項安老院舍設施所致。

FINANCIAL REVIEW

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Interests in joint ventures (under non-current assets) and amounts due from joint ventures (under current assets)

Interests in joint ventures consisted of interests in joint ventures, including goodwill, of HK\$696 million (2017: HK\$183 million) and non-current portion of amounts due from joint ventures of HK\$416 million (2017: HK\$409 million).

The increment of interests in joint ventures mainly represented capital contribution of HK\$578 million by the Group to the new joint venture in the US under Healthcare Investment segment.

Available-for-sale investments

The increase in available-for-sale investments of HK\$142 million to year end balance of HK\$266 million was mainly due to the amount granted for development expenditure of a church and facility building at Ventris Road, Happy Valley, Hong Kong during the year.

Properties under development (under non-current and current assets)

Properties under development (under non-current and current assets) increased by HK\$1,051 million representing the addition of several new properties development projects in Hong Kong of HK\$1,374 million, the development costs of HK\$258 million incurred for properties development projects, offset by completion of a property development project in Changchun, Mainland China HK\$668 million.

Investments at fair value through profit or loss

The decrease in investment at fair value through profit or loss by HK\$124 million to year end balance of HK\$431 million was basically due to the disposal of investments during the year.

Properties for sale

The addition of HK\$201 million to properties for sale represented the completion of a property development project in Changchun, Mainland China.

Bank balances and cash

As at 31 March 2018, bank balances and cash decreased to HK\$1,723 million (2017: HK\$1,762 million) mainly due to payments for acquiring new properties and projects during the year, of which 64.6% (2017: 80.5%) of bank balances and cash were denominated in Hong Kong and US dollars while 27.6% (2017: 13.9%) were denominated in Renminbi.

合營企業之權益(列為非流動資產)及應收合營企業賬款(列為流動資產)

合營企業之權益由合營企業之權益，包括商譽，港幣6.96億元(二零一七年：港幣1.83億元)及應收合營企業賬款非流動部份港幣4.16億元(二零一七年：港幣4.09億元)在內組成。

合營企業之權益增加主要為本集團注資港幣5.78億元於保健護理投資分類之美國新合營企業。

可供出售之投資

可供出售之投資增加港幣1.42億元至年末結餘港幣2.66億元，主要由於年內授予位於香港跑馬地雲地利道之教堂及設施大樓的開發支出金額所致。

發展中物業(列為非流動及流動資產)

發展中物業(列為非流動及流動資產)增加港幣10.51億元，相當於增加數個香港新物業發展項目港幣13.74億元、物業發展項目之發展成本港幣2.58億元，惟被中國內地長春物業發展項目竣工港幣6.68億元抵銷。

按公允值列入損益處理之投資

按公允值列入損益處理之投資減少港幣1.24億元至年末結餘港幣4.31億元，基本由於年內出售投資所致。

待售物業

待售物業增加港幣2.01億元，乃指完成位於中國內地長春市之一項物業發展項目。

銀行結存及現金

於二零一八年三月三十一日，銀行結存及現金減少至港幣17.23億元(二零一七年：港幣17.62億元)，主要由於年內收購新物業及項目的付款所致，其中64.6%(二零一七年：80.5%)的銀行結存及現金以港幣及美元為單位，而27.6%(二零一七年：13.9%)以人民幣為單位。

Creditors, bills payable, deposits and accruals

The significant decrease in creditors, bills payable, deposits and accruals of HK\$280 million to year end balance of HK\$1,642 million was basically due to disposal of the Chengdu project and decrease in accrued contract costs.

Bank and other borrowings (under current and non-current liabilities)

Net drawn down of bank and other borrowings of HK\$549 million increased the balance to HK\$3,377 million as at 31 March 2018 (2017: HK\$2,790 million) as a result of payments for acquiring new properties and projects during the year. At the end of the reporting period, 95.8% and 3.9% (2017: 88.2% and 10.8%) of the balance were denominated in Hong Kong and US dollars and Renminbi respectively.

The Group's within one year bank and other borrowings in respect of the portion was increased from 18.6% as at 31 March 2017 to 22.7% as at 31 March 2018.

Majority of the borrowings in Hong Kong and Mainland China are carrying floating interest rates, of which most of them are based on Hong Kong or London Interbank Offered Rates or the People's Bank of China Benchmark Loan Rate, while majority of the borrowings in the US carry fixed interest rates insured by the US government.

SHAREHOLDERS' EQUITY

As at 31 March 2018, the Group's net assets attributable to shareholders of the Company amounted to HK\$8,733 million, an increase of HK\$764 million when compared with 31 March 2017 of HK\$7,969 million. Such increase was mainly resulted from the profit attributable to shareholders of the Company of HK\$908 million and exchange difference on translation of operations of overseas subsidiaries, associates and joint ventures of HK\$367 million, offset by dividend payment of HK\$574 million.

LEVERAGE RATIOS

The Group generally finances its operations with internally generated cash flow and credit facilities provided by its principal bankers in Hong Kong, Mainland China and the US.

As at 31 March 2018, included in the Group's total debt amounted to HK\$3,377 million (2017: HK\$2,790 million), HK\$1,137 million (2017: HK\$955 million) was attributable to senior housing business, in which HK\$1,102 million (2017: HK\$955 million) was without recourse to the Company.

應付賬款、應付票據、存入按金及預提費用

應付賬款、應付票據、存入按金及預提費用大幅減少港幣2.80億元至年末結餘港幣16.42億元，基本是由於出售成都項目及應計合約成本減少所致。

銀行及其他借款(列為流動及非流動負債)

銀行及其他借款提款淨額港幣5.49億元增加結餘至二零一八年三月三十一日的港幣33.77億元(二零一七年:港幣27.90億元)，主要由於年內收購新物業及項目的付款所致。於報告期末，95.8%及3.9%(二零一七年:88.2%及10.8%)的結餘分別以港幣及美元以及人民幣為單位。

本集團一年期內之銀行及其他借款由二零一七年三月三十一日之18.6%增加至二零一八年三月三十一日之22.7%。

大多數於香港及中國內地之借款按浮動利率計息，其中大部份根據香港或倫敦銀行同業拆息或中國人民銀行基準貸款利率計息，而大多數於美國之借款則按固定利率計息並獲美國政府承保。

股東權益

於二零一八年三月三十一日，本集團之本公司股東應佔資產淨值為港幣87.33億元，較二零一七年三月三十一日的港幣79.69億元增加港幣7.64億元。該增加主要是由於本公司股東應佔溢利港幣9.08億元及換算海外附屬公司、聯營公司及合營企業之業務所產生之外匯兌換差額港幣3.67億元，被分派股息港幣5.74億元抵銷所致。

槓桿比率

本集團一般以內部產生之現金流量及其於香港、中國內地及美國的主要往來銀行提供之信貸融資撥付營運所需資金。

於二零一八年三月三十一日，本集團的總債務為港幣33.77億元(二零一七年:港幣27.90億元)，其中安老院舍業務佔港幣11.37億元(二零一七年:港幣9.55億元)，其中港幣11.02億元(二零一七年:港幣9.55億元)無向本公司追索的權利。

FINANCIAL REVIEW

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Analysis of the net debt is set out below:

淨債務之分析載列如下：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Unsecured:	無抵押：		
– senior housing business	– 安老院舍業務	377	523
– other business	– 其他業務	2,100,130	1,380,644
		2,100,507	1,381,167
Secured:	有抵押：		
– senior housing business	– 安老院舍業務	1,136,571	954,260
– other business	– 其他業務	139,424	455,012
		1,275,995	1,409,272
Total debt	總債務	3,376,502	2,790,439
Bank balances and cash	銀行結存及現金	(1,723,452)	(1,761,632)
Net debt	淨債務	1,653,050	1,028,807

As at 31 March 2018, with the increase in bank and other borrowings, total debt to equity ratio increased to 36.2% (2017: 32.8%), which was expressed as a percentage of bank and other borrowings over the Group's net assets of HK\$9,336 million (2017: HK\$8,503 million). Net debt to equity ratio increased to 17.7% (2017: 12.1%), which was expressed as a percentage of net bank and other borrowings (representing total bank and other borrowings net of bank balances and cash) over the Group's net assets. Ratio of total debt to total assets of HK\$16,105 million (2017: HK\$15,064 million) increased from 18.5% to 21.0% as at 31 March 2018.

With the existing banking facilities and the recurrent cash generation from its operations, the Group has sufficient financial resources to meet the funding requirements for its ongoing operations as well as its future expansion.

於二零一八年三月三十一日，隨著銀行及其他借款增加，總債務與權益比率上升至36.2%（二零一七年：32.8%），此乃按銀行及其他借款與本集團資產淨值港幣93.36億元（二零一七年：港幣85.03億元）之百分比列示。淨債務與權益比率上升至17.7%（二零一七年：12.1%），此乃按銀行及其他借款淨額（即銀行及其他借款總額扣除銀行結存及現金）與本集團資產淨值之百分比列示。總債務與總資產港幣161.05億元（二零一七年：港幣150.64億元）之比率由18.5%上升至二零一八年三月三十一日的21.0%。

憑藉本集團現有之銀行信貸及經常性營運現金，本集團具備足夠之財務資源以應付日常營運及未來業務擴展之資金需求。

TREASURY POLICIES

The Group adopts conservative treasury policies in cash and financial management. The Group's treasury activities are centralised in order to achieve better risk control and minimise cost of funds. Cash is generally placed in short-term deposits with majority denominated in Hong Kong dollar, Renminbi or US dollar. The Group's liquidity and financing requirements are frequently reviewed. In anticipating new investments or maturity of bank and other borrowings, the Group will consider new financing while maintaining an appropriate level of gearing.

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND INTEREST RATES

The major currencies used to operate the businesses are Hong Kong dollar, Renminbi and US dollar. As at 31 March 2018, the Group had arranged foreign currency swap contracts amounting to HK\$57 million (2017: HK\$111 million) to hedge part of its foreign currency risk from various foreign currencies used for business operations. The Group had outstanding interest rate swap contracts which amounted to HK\$427 million (2017: HK\$800 million) in total as at 31 March 2018, enabling the Group to manage its interest rate exposure.

CHARGE ON ASSETS

As at 31 March 2018, bank and other borrowings of HK\$1,276 million (2017: HK\$1,409 million) and other unutilised banking facilities were secured by charges on investment properties of HK\$1,226 million (2017: HK\$1,282 million), property, plant and equipment of HK\$922 million (2017: HK\$747 million), other non-current assets of HK\$22 million (2017: HK\$22 million), inventories of HK\$78 million (2017: HK\$73 million), debtors, deposits and prepayments of HK\$69 million (2017: HK\$59 million) and deposits at bank of HK\$54 million (2017: HK\$406 million).

CONTINGENT LIABILITIES

Details of the contingent liabilities are set out in note 39 to the consolidated financial statements.

COMMITMENT

Details of the commitment are set out in note 40 to the consolidated financial statements. The commitment is to be financed by borrowings and internal funds.

庫務政策

本集團對現金及財務管理採取審慎之庫務政策。為達到更好的風險管理及降低資金成本，本集團中央處理庫務事宜。目前現金一般會存放為主要以港幣、人民幣或美金為單位之短期存款。本集團經常檢討其流動性及融資要求，並不時因應新投資項目或銀行及其他借款之還款期，在維持恰當的負債比率下，考慮新的融資安排。

外匯匯率及利率浮動之風險

業務營運所用之主要貨幣為港幣、人民幣和美金。於二零一八年三月三十一日，本集團已安排外匯掉期合約港幣5,700萬元（二零一七年：港幣1.11億元），以對沖來自經營業務所用各類外幣所產生之部份外幣風險。於二零一八年三月三十一日，本集團持有之未到期利率掉期合約為港幣4.27億元（二零一七年：港幣8億元），用以管理利率風險。

資產抵押

於二零一八年三月三十一日，銀行及其他借款港幣12.76億元（二零一七年：港幣14.09億元）及其他未動用銀行信貸均以投資物業港幣12.26億元（二零一七年：港幣12.82億元）、物業、廠房及設備港幣9.22億元（二零一七年：港幣7.47億元）、其他非流動資產港幣2,200萬元（二零一七年：港幣2,200萬元）、存貨港幣7,800萬元（二零一七年：港幣7,300萬元）、應收賬款、存出按金及預付款項港幣6,900萬元（二零一七年：港幣5,900萬元），以及銀行存款港幣5,400萬元（二零一七年：港幣4.06億元）之抵押作為擔保。

或然負債

或然負債之詳情載於綜合財務報表附註39。

承擔

承擔之詳情載於綜合財務報表附註40。承擔將通過借款及內部資金撥付。

MANAGEMENT PROFILE

管理層簡介

Mr. KUOK Hoi Sang, M.H., Executive Director, Chairman and Managing Director, chairman of the Executive Committee and the Nomination Committee, a member of the Remuneration Committee, aged 68, joined Chevalier Group in 1972. Mr. Kuok became Chairman of the Board and the Executive Committee of the Company on 30 August 2017. He is also a director of certain companies of the Group. Mr. Kuok has extensive experience in business development and is responsible for the strategic planning and management of the operations of lift and escalator, building construction, building supplies, aluminium windows and curtain walls, electrical and mechanical engineering, civil engineering, property investment and development as well as investment projects of Chevalier Group. Mr. Kuok is the President of The Lift and Escalator Contractors Association in Hong Kong, the Vice-Chairman of the Hong Kong – China Branch of The International Association of Elevator Engineers, Vice President of The Hong Kong Federation of Electrical and Mechanical Contractors Limited and a Registered Lift and Escalator Engineer in Hong Kong.

Mr. Kuok is a member of the Guangzhou Committee of the Chinese People's Political Consultative Conference from the 9th to 12th sessions. He has served on a number of HKSAR Government Boards and Committees, including the Election Committee, the Examination Committee (Registration of lift engineers and escalator engineers) and the Lift and Escalator Safety Advisory Committee of the Electrical and Mechanical Services Department. Mr. Kuok was awarded the Medal of Honour by the HKSAR Government in 2016 for his dedicated public service, particularly for his contributions to the development of the electrical and mechanical services industry.

MR. TAM KWOK WING, Executive Director, Deputy Managing Director and a member of the Executive Committee, aged 57, joined Chevalier Group in 1986. He is also a director of certain companies of the Group. Mr. Tam oversees all legal affairs of the Group and he is responsible for the operations of cold storage and logistics; insurance services; property investment and development; property management; and travel agency businesses.

Mr. Tam holds a Bachelor Degree in Laws from Peking University of the People's Republic of China; a Master of Arts Degree from City University of Hong Kong; and a Postgraduate Diploma in Corporate Administration from the Hong Kong Polytechnic University. Mr. Tam is a Fellow Member of each of the Chartered Institute of Arbitrators; the Royal Institution of Chartered Surveyors; the Institute of Chartered Secretaries and Administrators in the United Kingdom; and the Hong Kong Institute of Chartered Secretaries. Mr. Tam is also a Chartered Member of the Chartered Institute of Housing.

At present, Mr. Tam is a Councilor of the General Insurance Council in the Hong Kong Federation of Insurers; the Immediate Past President and a Council Member of the Hong Kong Institute of Chartered Secretaries; and the Past President and a Council Member of the Hong Kong Association of Property Management Companies. He is also an appointed Member of each of the Property Management Services Authority; the Occupational Safety and Health Council; the Employees' Compensation Insurance Levies Management Board; the Property Management Industry Training Advisory Committee of the Education Bureau; the Advisory Committee on Water Supplies; and the Steering Committee on the Promotion of Electric Vehicles. In addition, he is an Honorary Secretary of the Insurance Complaints Bureau. Mr. Tam is also a member of The Board of Directors of Bao Minh Insurance Corporation in Vietnam.

郭海生先生 M.H.，執行董事，主席兼董事總經理，並為執行委員會及提名委員會主席、薪酬委員會成員，現年六十八歲，於一九七二年加入其士集團。郭先生於二零一七年八月三十日成為本公司董事會及執行委員會之主席。彼亦為本集團若干公司之董事。郭先生對業務發展擁有豐富經驗，並負責其士集團升降機及電扶梯、樓宇建築、建材供應、鋁窗及幕牆、機電工程、土木工程、物業投資及發展及投資項目之策略性籌劃及營運管理。郭先生為香港電梯業協會會長、國際電梯工程師協會香港—中國分會副主席及香港機電工程商聯會副會長，並為香港註冊升降機及自動梯工程師。

郭先生獲委任為中國人民政治協商會議廣州市委員會委員(由第九屆至第十二屆)。彼亦為香港特區政府轄下之委員團及委員會擔任公職，包括選舉委員會，考試委員會(註冊成為升降機工程師/自動梯工程師)，及機電工程處轄下之升降機及自動梯安全諮詢委員會。郭先生於二零一六年獲香港特區政府頒授榮譽勳章以表揚彼積極參與公共服務，尤其致力推動機電業的發展。

譚國榮先生，執行董事，副董事總經理及執行委員會成員，現年五十七歲，於一九八六年加入其士集團。彼亦為本集團若干公司之董事。譚先生負責本集團之法律事務，亦管理冷藏倉庫及物流、保險服務、物業投資及發展、物業管理及旅遊代理業務。

譚先生持有中國北京大學法律學士學位、香港城市大學文學碩士學位及香港理工大學企業管理深造文憑。譚先生為英國特許仲裁學會、英國皇家特許測量師學會、英國特許秘書及行政人員公會、以及香港特許秘書公會之資深會士。譚先生亦是英國特許房屋經理學會特許會員。

譚先生為現任香港保險業聯會之一般保險總會委員，香港特許秘書公會之上任會長兼理事及香港物業管理公司協會之前任會長兼理事。彼亦被委任為物業管理業監管局成員；職業安全健康局成員；僱員補償保險徵款管理局委員；教育局屬下物業管理業行業培訓諮詢委員會委員；水務諮詢委員會委員及推動使用電動車輛督導委員會委員。彼亦為保險投訴局名譽顧問。譚先生亦是越南 Bao Minh Insurance Corporation 董事會成員。

Mr. Tam is also appointed as the Honorary Vice Consul of the Kingdom of Bahrain to Hong Kong. He also serves as the Secretary General of the Hong Kong Bahrain Business Association. In China, Mr. Tam is appointed as a Standing Committee Member of the 13th Changchun Committee of the Chinese People's Political Consultative Conference. Mr. Tam is also a Council Member of the Guangdong Chamber of Foreign Investors.

MR. HO CHUNG LEUNG, Executive Director and a member of the Executive Committee, aged 68, joined Chevalier Group in 1985. He is also a director of certain companies of the Group. He is responsible for the internal audit of the Group. Mr. Ho is a fellow member of the Association of Chartered Certified Accountants in the U.K. and a member of the Hong Kong Institute of Certified Public Accountants.

MR. MA CHI WING, Executive Director and a member of the Executive Committee, aged 49, joined Chevalier Group in 1993. He is also a director of certain companies of the Group. He is responsible for the human resources and general administration of the Group. Mr. Ma has extensive experience in project management and is currently in charge of the healthcare investment, car dealership, hotel investment and trading businesses of the Group. Mr. Ma holds a Master Degree in Business Administration from The University of Warwick, U.K., a Bachelor Degree in International Business Studies from City University of Hong Kong, a Corporate Finance Certificate from UC Berkeley, the US, and a Professional Certificate in China Construction from Tsinghua University, Mainland China.

MISS LILY CHOW, Executive Director and a member of the Executive Committee, aged 55, joined Chevalier Group in 1990. She is also a director of certain companies of the Group. She is responsible for strategic planning and business development of the Group. Miss Chow holds a Bachelor of Arts degree from the University of British Columbia, Canada. Miss Chow is currently a Standing Committee member of the Ningbo Committee of the Chinese People's Political Consultative Conference. Miss Chow is the daughter of Dr. Chow Yei Ching, Chairman Emeritus of the Company and a sister of Mr. Chow Vee Tsung, Oscar, Non-Executive Director of the Company.

DR. KO CHAN GOCK, WILLIAM *S.B.S., Ph.D.*, Non-Executive Director, aged 72, joined the Company in 2009. Dr. Ko graduated from The University of Hong Kong in 1968. He served in the HKSAR Government for more than 38 years, having worked in a wide range of departments including the Water Supplies Department, the Highways Department, the Civil Engineering and Development Department and the Works Branch. In 2001, he was appointed as the Director of Water Supplies. Dr. Ko retired from the civil service in January 2007.

MR. CHOW VEE TSUNG, OSCAR, Non-Executive Director, aged 44, joined Chevalier Group in 2000. He is also a director of certain companies of the Group. He holds a degree in Master of Engineering from The University of Oxford, U.K. and is currently a General Committee Member of the Hong Kong General Chamber of Commerce and a General Committee Member of The Chinese Manufacturers' Association of Hong Kong. Mr. Chow is the Honorary Consul of the Kingdom of Bahrain in Hong Kong and currently the Vice Chairman of Hong Kong Bahrain Business Association. He is also a member of the Shanghai Committee of the Chinese People's Political Consultative Conference. Mr. Chow is also a court member of The Hong Kong Polytechnic University. Mr. Chow is the son of Dr. Chow Yei Ching, Chairman Emeritus of the Company, and brother of Miss Lily Chow, Executive Director of the Company.

譚先生獲委任為中東巴林王國駐香港名譽副領事，亦兼任香港巴林商會總幹事。在中國內地，譚先生為中國人民政治協商會議長春市第十三屆委員會常務委員。譚先生亦擔任中國廣東省外商公會理事之職務。

何宗樑先生，執行董事及執行委員會成員，現年六十八歲，於一九八五年加入其士集團。彼亦為本集團若干公司之董事。彼負責本集團之內部審核事務。何先生為英國特許公認會計師公會資深會員及香港會計師公會會員。

馬志榮先生，執行董事及執行委員會成員，現年四十九歲，於一九九三年加入其士集團。彼亦為本集團若干公司之董事。彼負責本集團之人力資源及行政事務。馬先生擁有廣泛的項目管理經驗，現時並負責本集團之保健護理投資、汽車代理、酒店投資及貿易等業務。馬先生持有英國華威大學工商管理碩士學位、香港城市大學國際商業學士學位、美國加州大學柏克萊分校企業財務證書及中國內地清華大學中國建築業務專業證書。

周莉莉小姐，執行董事及執行委員會成員，現年五十五歲，於一九九零年加入其士集團。彼亦為本集團若干公司之董事。彼負責本集團之策略性籌劃及業務發展。周小姐持有加拿大溫哥華哥倫比亞大學頒授文學士學位。周小姐現為中國人民政治協商會議寧波市委員會常務委員。周小姐為本公司榮譽主席周亦卿博士之千金及為本公司非執行董事周維正先生之姊。

高贊覺博士 *S.B.S., Ph.D.*，非執行董事，現年七十二歲，於二零零九年加入本公司。高博士於一九六八年畢業於香港大學。彼曾服務於多個香港特區政府部門超過三十八年，包括水務署、路政署、土木工程拓展署及工務科。彼於二零零一年獲委任為水務署署長。高博士於二零零七年一月退任公務員。

周維正先生，非執行董事，現年四十四歲，於二零零零年加入其士集團。彼亦為本集團若干公司之董事。彼持有英國牛津大學工程碩士學位，現亦為香港總商會理事會會員及香港中華廠商聯合會會員。周先生為巴林王國駐香港名譽領事及現任香港巴林商會副會長。彼亦為中國人民政治協商會議上海市委員會委員。周先生亦為香港理工大學顧問委員會成員。周先生為本公司榮譽主席周亦卿博士之兒子及為本公司執行董事周莉莉小姐之弟。

MANAGEMENT PROFILE

管理層簡介

IR. DR. CHOW MING KUEN, JOSEPH *O.B.E., J.P.*, Independent Non-Executive Director, chairman of the Remuneration Committee, a member of each of the Audit Committee and the Nomination Committee, aged 76, joined the Company in 2002. He is the Chairman Emeritus of JMK Consulting Engineers Limited, an independent non-executive director of Build King Holdings Limited, Road King Infrastructure Limited and Harbour Centre Development Limited. Dr. Chow is a civil and structural engineer by profession. He has over 50 years of experience in the planning, design and construction of many major engineering projects in the U.K., Middle East, Mainland China and Hong Kong. He is an Honorary Senior Superintendent of the Hong Kong Auxiliary Police Force. Dr. Chow was former Chairman of the Hong Kong Construction Workers Registration Authority and was previously the President of The Hong Kong Institution of Engineers, Chairman of Hong Kong Engineers' Registration Board, Hong Kong Examinations and Assessment Authority and Pamela Youde Nethersole Eastern Hospital Governing Committee, as well as a Member of the Hong Kong Housing Authority and Hospital Authority.

MR. YANG CHUEN LIANG, CHARLES *B.B.S., J.P.*, Independent Non-Executive Director, chairman of the Audit Committee, a member of each of the Remuneration Committee and the Nomination Committee, aged 59, joined the Company in 2008. Mr. Yang obtained a Master Degree in Business Administration from Cass Business School London, U.K. in 1983 and is currently a partner at S. Y. Yang & Company, Practising firm of Accountants and member of the Institute of Chartered Accountants in England and Wales as well as the Hong Kong Institute of Certified Public Accountants. His community duties include the Director and Fourth Vice President & Admissions, Budgets & Allocations Committee chairman of the Community Chest, member of the Insurance Appeals Tribunal, member of the Occupational Safety & Health Council, an independent director of the Travel Industry Council of Hong Kong, member of Hospital Governing Committee of Caritas Medical Centre and member of the Council Committee of The Hong Kong Academy for Performing Arts. Mr. Yang was selected as "Outstanding Accountant Ambassador" by the Hong Kong Institute of Certified Public Accountants. He was appointed as Justices of the Peace by the HKSAR Government in 2004 and awarded the Bronze Bauhinia Star by the HKSAR Government in 2011.

周明權博士 *O.B.E., J.P.*，獨立非執行董事，並為薪酬委員會主席、審核委員會及提名委員會成員，現年七十六歲，於二零零二年加入本公司。彼為周明權工程顧問有限公司之榮譽主席、利基控股有限公司、路勁基建有限公司及海港企業有限公司之獨立非執行董事。周博士為專業土木及結構工程師。彼擁有超過五十年於英國、中東、中國內地及香港籌劃、設計及興建多個工程項目之經驗。彼現任香港輔助警察隊之榮譽高級警司。周博士曾任香港建造業工人註冊管理局主席及曾出任香港工程師學會會長、香港工程師註冊局、香港考試及評核局及東區尤德夫人那打素醫院管理委員會之主席，並曾任香港房屋委員會及醫院管理局之委員。

楊傳亮先生 *B.B.S., J.P.*，獨立非執行董事，並為審核委員會主席、薪酬委員會及提名委員會成員，現年五十九歲，於二零零八年加入本公司。楊先生於一九八三年於倫敦 Cass Business School 獲工商管理碩士學位，現為楊錫禹會計師行之合夥人，並為英格蘭及威爾斯特許會計師公會及香港會計師公會會員。彼亦擔任多項公職事務，包括公益金董事暨第四副會長兼入會、預算及分配委員會主席、保險事務上訴審裁處成員、職業安全健康局成員、香港旅遊業議會之獨立理事、明愛醫院管治委員會委員及香港演藝學院校董會委員會之成員。楊先生曾獲選為香港會計師公會「傑出會計師大使」。彼於二零零四年獲香港特區政府委任為太平紳士，亦於二零一一年獲香港特區政府頒授銅紫荊星章。

PROFESSOR POON CHUNG KWONG *G.B.S., J.P., Ph.D., D.Sc.*, Independent Non-Executive Director and a member of the Audit Committee, aged 78, joined the Company in 2012. Professor Poon obtained a Bachelor of Science (Honours) degree from the University of Hong Kong, a Doctor of Philosophy degree and a Higher Doctor of Science degree from the University of London, U.K.. He was a postdoctoral fellow at the California Institute of Technology and University of Southern California. He also held the Honorary Degree of Doctor of Humanities from The Hong Kong Polytechnic University in 2009. Professor Poon is currently the chairman of Virya Foundation Limited (a registered non-profit charitable organisation). He is an Emeritus Professor and the President Emeritus of The Hong Kong Polytechnic University and had devoted 40 years of his life to advancing university education in Hong Kong before he retired in January 2009 from his 18-year presidency at The Hong Kong Polytechnic University. Professor Poon was appointed a non-official Justices of the Peace in 1989 and received the OBE award in 1991, the Gold Bauhinia Star award in 2002, and the “Leader of the Year Awards 2008 (Education)”. In addition, Professor Poon was appointed as a member of the Legislative Council (1985–1991) and a member of the National Committee of the Chinese People’s Political Consultative Conference (1998–2013). Professor Poon is a non-executive director of Lee & Man Paper Manufacturing Limited and an independent non-executive director of Henderson Land Development Company Limited and The Hong Kong and China Gas Company Limited. All of those companies are public companies listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

MR. IRONS SZE *B.B.S., J.P.*, Independent Non-Executive Director, aged 56, joined the Company in 2016. Mr. Sze graduated with a Bachelor’s degree in Science from University of Wisconsin-La Crosse, United States in 1985. Mr. Sze has extensive experience in investment and corporate management. Mr. Sze is an independent non-executive director of Continental Holdings Limited and a non-executive director of China Weaving Materials Holdings Limited and Bel Global Resources Holdings Limited. He was appointed as an independent non-executive director, chairman of the nomination committee and member of the audit committee of ST International Holdings Company Limited on 15 May 2018, all of which are listed on the Stock Exchange. He is also an executive director of a private company, Hang Tung Resources Holding Limited, and holds directorship in various private companies. Mr. Sze is a member of the 13th National Committee of the Chinese People’s Political Consultative Conference, Deputy Director of the Population Resources and Environment Committee and an executive member of the Beijing Municipal Standing Committee of the Chinese People’s Political Consultative Conference, and the Permanent Honorary President of the Chinese Manufacturers’ Association of Hong Kong. He was also elected as a member of Election Committee of the Chief Executive of the HKSAR in 2016. Mr. Sze was appointed the Justices of the Peace and awarded the Bronze Bauhinia Star by the Government of the HKSAR in 2011 and 2015 respectively.

潘宗光教授 *G.B.S., J.P., Ph.D., D.Sc.*，獨立非執行董事，並為審核委員會成員，現年七十八歲，於二零一二年加入本公司。潘教授早年考獲香港大學理學學士（榮譽）學位，英國倫敦大學哲學博士及高級理學博士，並在美國加州理工學院及南加州大學從事博士後研究。彼亦於二零零九年獲香港理工大學頒授榮譽人文博士學位。潘教授現為精進基金有限公司（註冊非牟利慈善組織）會長。彼為香港理工大學榮休教授及榮休校長，彼於二零零九年一月退休前，擔任香港理工大學校長之職達十八年，並在香港一直致力推動大學教育四十年。潘教授於一九八九年獲委任為非官守太平紳士，於一九九一年獲頒英國官佐勳章勳銜，於二零零二年獲香港特區政府頒授金紫荊星章及於二零零八年獲頒「傑出領袖獎（教育）」。此外，潘教授曾於一九八五至一九九一年被委任為立法局議員，及於一九九八年至二零一三年擔任中國人民政治協商會議全國委員會委員。潘教授現任理文造紙有限公司之非執行董事，恒基兆業地產有限公司及香港中華煤氣有限公司之獨立非執行董事。該等公司均為在香港聯合交易所有限公司（「聯交所」）主板上市之公眾公司。

施榮懷先生 *B.B.S., J.P.*，獨立非執行董事，現年五十六歲，於二零一六年加入本公司。施先生於一九八五年畢業於美國威斯康辛大學拉克羅斯分校，取得理學士學位。施先生於投資及企業管理方面擁有豐富經驗。施先生現為於聯交所上市公司恒和珠寶集團有限公司之獨立非執行董事、中國織材控股有限公司及百營環球資源控股有限公司之非執行董事。彼於二零一八年五月十五日獲智紡國際控股有限公司委任為獨立非執行董事、提名委員會主席及審核委員會成員。他亦為私人公司恒通資源集團有限公司之執行董事，並於多家私人公司出任董事。施先生為中國人民政治協商會議第十三屆全國委員會委員人口資源環境委員會副主任、北京市政協常務委員，及香港中華廠商聯合會永遠名譽會長。彼亦於二零一六年獲選為香港特區行政長官選舉委員會委員。施先生分別於二零一一年及二零一五年獲香港特區政府委任為太平紳士及頒授銅紫荊星章。

SCHEDULE OF MAJOR PROPERTIES

主要物業表

Particulars of major properties held by the Group as at the date of this report are as follows:

本集團於本報告日期之主要物業詳列如下：

(I) HELD AS INVESTMENT PROPERTIES/PROPERTIES FOR OWN USE

(II) 持作投資／自用物業

Location 地點	Usage 用途	Approximate gross floor area* 樓面面積約數* sq. ft. 平方呎	Lease term 契約年期	The Group's interest 本集團所佔權益 %
Hong Kong 香港				
Units 1011 to 1019 on 10th Floor, 19th to 23rd Floors and one-third interest in 201 car parking spaces of Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay 九龍灣宏開道八號其士商業中心十樓一零一一至一零一九室、十九至二十三樓及佔三分之一權益之201個停車位	Office premise and carpark 辦公室及停車場	174,600	Medium 中期	100
Chevalier Warehouse Building, 3 On Lok Street, On Lok Tsuen, Fanling 粉嶺安樂邨安福街三號其士貨倉大廈	Industrial 工業	118,300	Medium 中期	100
Ground Floor of Blocks A and B, East Sun Industrial Centre, 16 Shing Yip Street, Kwun Tong 觀塘成業街十六號怡生工業中心A座及B座地下	Industrial 工業	14,900	Medium 中期	100
29-33 Tsing Yi Road, Tsing Yi 青衣青衣路二十九至三十三號	Industrial 工業	253,500	Medium 中期	87.5
8 Kwai Hei Street, Kwai Chung 葵涌葵喜街八號	Cold storage warehouse 冷藏倉庫	380,000	Medium 中期	75
124-130 Kwok Shui Road and 79-85 Yau Ma Hom Road, Kwai Chung 葵涌國瑞路一百二十四至一百三十號及油麻磡路七十九至八十五號	Cold storage warehouse 冷藏倉庫	427,500	Medium 中期	75
No. 20, Shek O Road 石澳道二十號	Residential 住宅	5,300	Long 長期	100
Nos. 1B-1C Davis Street, Hong Kong 香港爹核士街1B號及1C號	Residential and commercial 住宅及商業	9,100	Long 長期	100

SCHEDULE OF MAJOR PROPERTIES

主要物業表

(I) HELD AS INVESTMENT PROPERTIES/PROPERTIES FOR OWN USE (CONTINUED)

(II) 持作投資／自用物業(續)

Location 地點	Usage 用途	Approximate gross floor area* 樓面面積約數* sq. ft. 平方呎	Lease term 契約年期	The Group's interest 本集團所佔權益 %
Singapore 新加坡				
Chevalier House, 23 Genting Road, Singapore 349481	Industrial 工業	106,500	Freehold 永久業權	100
The Blue Building, 10 Genting Road, Singapore 349473	Industrial 工業	16,900	Freehold 永久業權	100
Canada 加拿大				
838 Hamilton Street, Vancouver, B.C.	Hotel 酒店	66,000	Freehold 永久業權	100
4334-4340 Kingston Road, Ontario, M1F 2M8	Office and workshop for automobile dealership 用作汽車經銷之辦公室及工場	20,200	Freehold 永久業權	100
14535-14583 Yonge Street, Aurora, Ontario	Office and workshop for automobile dealership 用作汽車經銷之辦公室及工場	25,000	Freehold 永久業權	100
US 美國				
430 East Grand Avenue, South San Francisco, CA 94080	Industrial/Warehouse 工業／倉庫	37,000	Freehold 永久業權	100
13258 Nelson Avenue, City of Industry, Los Angeles, CA 91746	Industrial/Warehouse 工業／倉庫	31,400	Freehold 永久業權	100
4510 Duraleigh Road, Raleigh, NC 27612	Senior Housing 安老院舍	52,700	Freehold 永久業權	98.6
1700 Montana Drive, Charlotte, NC 28216	Senior Housing 安老院舍	34,400	Freehold 永久業權	100
3060 SE Stark Street, Portland, OR 97214	Senior Housing 安老院舍	150,500	Freehold 永久業權	100
14420 SW, Farmington Road, Beaverton, OR 97005	Senior Housing 安老院舍	35,000	Freehold 永久業權	100
535 U.S Highway 158W, Yanceyville, NC 27379	Senior Housing 安老院舍	38,900	Freehold 永久業權	98.6
2560 Willard Road, Winston-Salem, NC 27107	Senior Housing 安老院舍	33,300	Freehold 永久業權	98.6
37501 Joy Road, Westland, Wayne County, Michigan	Senior Housing 安老院舍	77,800	Freehold 永久業權	100

SCHEDULE OF MAJOR PROPERTIES

主要物業表

(I) HELD AS INVESTMENT PROPERTIES/PROPERTIES FOR OWN USE (CONTINUED)

(I) 持作投資／自用物業(續)

Location 地點	Usage 用途	Approximate gross floor area* 樓面面積約數* sq. ft. 平方呎	Lease term 契約年期	The Group's interest 本集團所佔權益 %
Thailand 泰國				
Chevalier House, 540 Bamrungmuang Road, Debsirin Sub-district, Pomprab District, Bangkok Metropolis	Office premise and showroom 辦公室及陳列室	21,300	Freehold 永久業權	100
Mainland China 中國內地				
Chevalier Place, 168 An Fu Road, Xuhui District, Shanghai 上海市徐匯區安福路一百六十八號亦園	Residential, shop and carpark 住宅、商舖及停車場	142,600	Long 長期	80
Units 3–9 of 18th Floor, Dongshan Plaza, 69 Xianlie Zhong Road, Guangzhou 廣州市先烈中路六十九號東山廣場 十八樓三至九室	Office premise 辦公室	13,000	Medium 中期	100

(II) PROPERTIES FOR SALE

(II) 待售物業

Location 地點	Approximate gross floor area* 樓面面積約數* sq. ft. 平方呎	Lease term 契約年期	The Group's interest 本集團所佔權益 %
Hong Kong 香港			
Units 1601–1603 on 16th Floor, Chevalier House, 45–51 Chatham Road South, Tsim Sha Tsui 尖沙咀漆咸道南四十五至五十一號其士大廈 十六樓一六零一至一六零三室	3,800	Medium 中期	100
Mainland China 中國內地			
Phase I of Chevalier City – 240 apartment units, 66 residential units and 134 shop units, Luyuan District, Changchun 長春市綠園區香港城1期240個公寓·66個住宅及134個商舖	637,000	Medium 中期	96
Phase II of Chevalier City – 370 residential units and 23 shop units, Luyuan District, Changchun 長春市綠園區香港城2期370個住宅及23個商舖	338,000	Medium 中期	96
My Villa – 11 villas and 6 shop units, Huairou District, Beijing 北京市懷柔區歐郡11個別墅單位及6個商舖	150,000	Medium 中期	44

SCHEDULE OF MAJOR PROPERTIES

主要物業表

(III) PROPERTIES UNDER DEVELOPMENT

(III) 發展中物業

Location 地點	Stage of completion 進度	Expected date of completion 預算完工日期	Major usage 主要用途	Approximate site area 地盤土地面積約數 sq. ft. 平方呎	Estimated gross floor area after completion ⁺ 完成後樓面面積約數 ⁺ sq. ft. 平方呎	The Group's interest 本集團所佔權益 %
Hong Kong 香港						
URA project at Fuk Chak Street and Li Tak Street at Tai Kok Tsui, Kowloon 九龍大角咀福澤街及利得街的市建局項目	In progress 工程進行中	2021 二零二一年	Residential and commercial 住宅及商業	8,300	61,800	100
No. 4 Tai Yip Street, Kowloon 九龍大業街4號	In progress 工程進行中	2022 二零二二年	Office and commercial 辦公室及商業	6,000	72,000	100
Nos. 292A–D Prince Edward Road West, Homantin, Kowloon 九龍何文田太子道西292A–D號	In progress 工程進行中	2022 二零二二年	Residential 住宅	7,800	39,200	100
No.5 Hang Lok Lane, Shatin 沙田恒樂里第五號	In progress 工程進行中	2023 二零二三年	Residential 住宅	47,900	28,800	100
Mainland China 中國內地						
Luyuan District, Changchun 長春市綠園區	In progress 工程進行中	2021 to 2027 二零二一年至二零二七年	Residential and commercial 住宅及商業	1,921,000	4,607,000	96

* Excluding car parks

* 不包括停車場

+ Excluding the floor areas of basements, car parks, public amenities and resettlement buildings

+ 不包括地下室、停車場、公建配套及回遷建築之樓面面積

CORPORATE GOVERNANCE REPORT

企業管治報告

The Board is committed to maintaining a high standard of corporate governance practices and business ethics in the firm belief that they are essential for maintaining and promoting investors' confidence and maximising shareholders' returns. The Board reviews its corporate governance practices from time to time in order to meet the rising expectations of stakeholders and comply with the increasingly stringent regulatory requirements, and to fulfill its commitment to excellence in corporate governance.

The Code on Corporate Governance Code (the "CG Code") as set out in Appendix 14 of the Rules Governing the Listing of Securities (the "Listing Rules") on the Stock Exchange sets out two levels of corporate governance code, namely code provisions that a listed company must comply with or explain its non-compliance, and recommended best practices that a listed company is encouraged to comply with but need not disclose in the case of non-compliance. The Company is in compliance with the code provisions of the CG Code except for the following deviations:

Code Provision A.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same person. The Chairman is responsible for overseeing the functioning of the Board while the Managing Director is responsible for managing the Group's businesses. Following the retirement of Dr. Chow Yei Ching as the Co-Chairman of the Company, Mr. Kuok Hoi Sang became the Chairman on 30 August 2017 in addition to his position of Managing Director of the Company. The Board believes that with Mr. Kuok's comprehensive knowledge in the history and various business segments, and his extensive experience in the operation of the Group, vesting the roles of both Chairman and Managing Director in Mr. Kuok provides the Company with strong and consistent leadership and facilitates the implementation and execution of the Group's business strategies which is in the best interest of the Company.

Code Provision A.4.1 stipulates that Non-Executive Directors should be appointed for a specific term and subject to re-election. All the Non-Executive Directors of the Company are not appointed for a specific term but subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Company's Bye-Laws.

Code Provision A.6.7 stipulates that the Independent Non-Executive Directors and other Non-Executive Directors should attend general meetings and develop a balanced understanding of the views of shareholders. Ir. Dr. Chow Ming Kuen, Joseph, Mr. Yang Chuen Liang, Charles, Professor Poon Chung Kwong and Mr. Chow Vee Tsung, Oscar were unable to attend the special general meeting of the Company held on 28 July 2017; and Mr. Irons Sze was unable to attend the annual general meeting of the Company held on 30 August 2017; and Mr. Yang, Professor Poon and Mr. Sze were unable to attend the special general meeting of the Company held on 12 October 2017 due to other commitment.

董事會致力維持高水平的企業管治常規及商業道德標準的承諾，並堅信此對於維持及提高投資者的信心和增加股東的回報至為重要。為了達到與公司有相關利益者對企業管治常規水平不斷提升的期望和符合日趨嚴謹的法規要求，以及實踐董事會對堅守優越企業管治的承諾，董事會不時檢討企業管治常規。

聯交所證券上市規則（「上市規則」）附錄十四所載《企業管治守則》（「企業管治守則」）訂明兩個層次的企業管治守則，包括：守則條文一上市公司必須遵守，或對任何偏離守則條文的情況作出解釋；及建議最佳常規一鼓勵上市公司加以遵守但毋需披露偏離常規的情況。本公司已遵守企業管治守則中的守則條文，惟以下之守則條文除外：

第A.2.1之條文規定主席及行政總裁之角色必須分開及不能由同一人兼任。主席負責監督董事會職能運作，董事總經理則負責管理本集團的業務。於周亦卿博士退任本公司聯席主席後，郭海生先生除擔任本公司董事總經理的職位外，亦於二零一七年八月三十日為本公司主席。董事會認為，郭先生憑藉於過往及對各項業務分類有全面的認識，及其豐富的經驗有助本集團營運，由郭先生同時擔任主席及董事總經理的職位將為本公司提供強大而貫徹的領導，有利於本集團業務策略的實施及執行，符合本公司的最佳利益。

第A.4.1之條文規定非執行董事的委任應有指定任期，並須接受重新選舉。本公司所有非執行董事均沒有指定任期，惟須根據本公司細則於本公司股東週年大會上輪值告退，並膺選連任。

第A.6.7之條文規定獨立非執行董事及其他非執行董事應出席股東大會，對公司股東的意見有公正的了解。因需要處理其他事務，周明權博士、楊傳亮先生、潘宗光教授及周維正先生未能出席本公司於二零一七年七月二十八日舉行之股東特別大會；及施榮懷先生未能出席本公司於二零一七年八月三十日舉行之股東週年大會；及楊先生、潘教授及施先生未能出席本公司於二零一七年十月十二日舉行之股東特別大會。

BOARD OF DIRECTORS

The Board is charged with providing effective and responsible leadership for the Company. The Directors, individually and collectively, must act in good faith in the best interests of the Company and its shareholders. The Board sets the Group's overall objectives and strategies, monitors and evaluates its operating and financial performance and reviews the corporate governance standard of the Company. It also decides on matters such as annual and interim results, notifiable transactions, director appointments or re-appointments, and dividend and accounting policies. Management profile of the Company as at the date of this report is set out on pages 20 to 23.

The Board comprises five Executive Directors, two Non-Executive Directors and four Independent Non-Executive Directors. The Board met four times during the year under review. The attendance of Directors at the Board Meetings, the Board Committees Meetings and General Meetings is set out in the table below:

董事會

董事會肩負向本公司整體提供有效率和負責任的領導。各董事，無論個別及共同地，都必須真誠以本公司及其股東的最佳利益為前提行事。董事會訂立本集團之整體策略和方向，及監管和評估本集團其營運與財務上之表現，並檢討本公司之企業管治水平。董事會亦須決定各項公司事宜，其中包括全年及中期業績、須予公佈的交易、董事聘任或續聘、及股息分派與會計政策。於本報告之日，本公司管理層簡介載於第20頁至23頁。

董事會由五名執行董事、兩名非執行董事及四名獨立非執行董事組成。董事會於本回顧年度內共舉行了四次會議，各董事在董事會會議、董事委員會會議及股東大會會議的出席率如下：

Directors 董事	Meetings Attended/Held 會議出席/舉行次數				
	Board Meeting 董事會	Audit Committee 審核委員會	Remuneration Committee 薪酬委員會	Nomination Committee 提名委員會	General Meeting 股東大會
Executive Directors 執行董事					
Dr. Chow Yei Ching (former Co-Chairman) 周亦卿博士(前聯席主席)	0/2 [#]	-	-	-	0/2 [#]
Mr. Kuok Hoi Sang (Chairman and Managing Director) 郭海生先生(主席兼董事總經理)	4/4	-	1/1	1/1	3/3
Mr. Tam Kwok Wing (Deputy Managing Director) 譚國榮先生(副董事總經理)	4/4	-	-	-	3/3
Mr. Ho Chung Leung 何宗樑先生	4/4	-	-	-	3/3
Mr. Ma Chi Wing 馬志榮先生	4/4	-	-	-	3/3
Miss Lily Chow 周莉莉小姐	4/4	-	-	-	3/3
Non-Executive Directors 非執行董事					
Dr. Ko Chan Gock, William 高贊覺博士	4/4	-	-	-	3/3
Mr. Chow Vee Tsung, Oscar 周維正先生	3/4	-	-	-	2/3
Independent Non-Executive Directors 獨立非執行董事					
Ir. Dr. Chow Ming Kuen, Joseph 周明權博士	4/4	3/3	1/1	1/1	2/3
Mr. Yang Chuen Liang, Charles 楊傳亮先生	4/4	3/3	1/1	1/1	1/3
Professor Poon Chung Kwong 潘宗光教授	4/4	3/3	-	-	1/3
Mr. Irons Sze 施榮懷先生	2/4	-	-	-	1/3

[#] On medical leave since January 2016 and retired with effect from the conclusion of the annual general meeting held on 30 August 2017.

[#] 於二零一六年一月起放病假及於二零一七年八月三十日股東週年大會完結後退任。

CORPORATE GOVERNANCE REPORT

企業管治報告

BOARD OF DIRECTORS (CONTINUED)

The Board members have no financial, business, family or other relationships with each other except that Dr. Chow Yei Ching, Chairman Emeritus of the Company, is the father of Mr. Chow Vee Tsung, Oscar, Non-Executive Director of the Company, and Miss Lily Chow, Executive Director of the Company; while Miss Chow is a sister of Mr. Chow.

Throughout the year ended 31 March 2018, the Company met at all times the requirements of the Listing Rules to have at least three Independent Non-Executive Directors (or representing at least one-third of the Board) and with at least one Independent Non-Executive Director possessing appropriate accounting and financial management expertise and professional qualifications.

The Company received from its Independent Non-Executive Directors annual confirmation of independence in accordance with Rule 3.13 of the Listing Rules. The Board assessed their independence and concluded that all the Independent Non-Executive Directors are independent.

Pursuant to Code Provision A.6.5, all directors should participate in continuous professional development to refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant. The Company also provides reading materials and updates to the Directors on the latest developments and changes to the Listing Rules, applicable laws and regulations relating to directors' duties and responsibilities.

During the year under review, the Company arranged a seminar for the Directors on matters relating to Directors' duties, ongoing disclosure and other obligations. All Directors attended and/or received the materials at the seminar. Directors' training is an ongoing process and all Directors are encouraged to attend relevant training courses at the Company's expenses. Directors are requested to provide records of training they received to the Company Secretary of the Company for records.

APPOINTMENT AND RE-ELECTION OF DIRECTORS

The Board shall have power to appoint any person as a director either to fill a vacancy or for expansion of the Board. The Company has set up a Nomination Committee for formulating nomination policy for consideration by the Board and making recommendations to the Board on the selection, appointment and re-appointment of directors. All candidates must also meet the standards as set forth in Rules 3.08 and 3.09 of the Listing Rules. A candidate who is to be appointed as an Independent Non-Executive Director should also meet the independence criteria set out in Rule 3.13 of the Listing Rules.

董事會(續)

除周亦卿博士，本公司榮譽主席，為周維正先生，本公司之非執行董事及周莉莉小姐，本公司之執行董事，之父親及周小姐是周先生之姊外，各董事會成員之間概無財務、業務、親屬或其他關係。

於截至二零一八年三月三十一日止年度，本公司一直遵守上市規則內訂明上市公司須至少設有三名獨立非執行董事(或至少佔董事會人數三分之一)，且其中至少一名獨立非執行董事須具備會計及財務方面的適當管理專長及專業資格之規定。

本公司接獲獨立非執行董事根據上市規則第3.13條發出之年度獨立性確認書。董事會評估彼等之獨立性，並確定全體獨立非執行董事均屬獨立人士。

根據第A.6.5之條文，所有董事應參加持續專業發展，更新其知識及技能，以確保彼等向董事會作出知情及恰當之貢獻。本公司亦向董事提供閱讀材料並向彼等提供有關上市規則、董事職責及責任相關適用法律及法規的最新發展及變動之最新資訊。

於本回顧年度，本公司為董事安排一個有關董事的職責、持續披露及其他責任的研討班。全體董事均已參加研討班或取得其資料。董事培訓將持續舉行，及本公司鼓勵所有董事參加相關培訓課程，費用由本公司支付。董事須向本公司之公司秘書提供其接受培訓的記錄以供存檔。

董事之委任及重選

董事會有權委任任何人士為董事，以填補空缺或增加董事會成員人數。本公司設立提名委員會，負責制定提名政策給予董事會作考慮，以及就董事挑選、委任或重新委任向董事會提出建議。所有候選人均須符合上市規則第3.08及3.09條之要求，而在委任獨立非執行董事時，候選人亦必須符合上市規則第3.13條所載之指引之獨立性。

APPOINTMENT AND RE-ELECTION OF DIRECTORS (CONTINUED)

In accordance with the Bye-Laws of the Company, all Directors are subject to retirement by rotation and re-election at annual general meetings of the Company. New directors appointed by the Board during the year are required to retire and submit themselves for re-election at the annual general meeting or general meeting immediately following their appointments. Further, at each annual general meeting, one-third of the Directors, or, if their number is not a multiple of three, then the number nearest to but not less than one-third are required to retire from office by rotation and no later than the third annual general meeting since the last re-election or appointment of such Director.

Mr. Tam Kwok Wing, Miss Lily Chow, Ir. Dr. Chow Ming Kuen, Joseph and Dr. Ko Chan Gock, William shall retire from office at the forthcoming annual general meeting of the Company to be held on Wednesday, 29 August 2018 (the "AGM") in accordance with the Company's Bye-laws. All the retiring Directors, being eligible, shall offer themselves for re-election at the AGM.

AUDIT COMMITTEE

Written terms of reference, which describe the authority and duties of the Audit Committee, have been adopted and posted on the websites of the Company and the Stock Exchange, and are regularly reviewed and updated by the Board. Mr. Yang Chuen Liang, Charles, Independent Non-Executive Director, is the chairman of the committee. He has extensive experience in financial reporting and controls. Other members include Independent Non-Executive Directors, namely Ir. Dr. Chow Ming Kuen, Joseph and Professor Poon Chung Kwong. The Audit Committee is responsible for, among others, reviewing the nature and scope of audit performed by external auditors and their appointments, reviewing the Group's financial information and overseeing the Group's financial reporting system, risk management and internal control systems, and reviewing and monitoring the effectiveness of the internal audit function. It is also responsible for reviewing the interim and final results of the Group prior to recommending them to the Board for approval.

The Audit Committee held three meetings during the year ended 31 March 2018. At the meetings, they reviewed the connected transactions, last year's final results and accounts for the year ended 31 March 2017, the interim results and financial statements for the six months ended 30 September 2017 and reviewed with management the accounting policies and practices adopted by the Group and discussed the auditing, financial reporting, risk management and internal control systems of the Group. The final results and financial statements for the year ended 31 March 2018 were reviewed by the Audit Committee in the meeting held on 21 June 2018. They also reviewed and approved the engagement of external auditors for providing non-audit services, the remuneration in respect of audit and non-audit services provided by external auditors, risk management and internal control systems and the effectiveness of the internal audit function.

董事之委任及重選(續)

根據本公司細則，所有董事須於本公司之股東週年大會上輪值告退，並膺選連任。於本年度獲董事會委任之新董事亦須在獲委任後之首屆股東週年大會或股東大會上退任，並可膺選連任。再者，於每屆股東週年大會上須有三分之一或（如董事退任人數不是三的倍數）最接近但不少於三分之一的董事退任，而每位董事均須在其上次當選或重選後不超過三屆之股東週年大會上退任。

根據本公司細則，譚國榮先生、周莉莉小姐、周明權博士及高贊覺博士須於即將於二零一八年八月二十九日（星期三）召開之本公司股東週年大會（「股東週年大會」）上告退。所有退任董事願於股東週年大會上膺選連任。

審核委員會

本公司採納的書面職權範圍列明審核委員會的職權，並已載於本公司及聯交所網站，而董事會亦會定期審議及更新。獨立非執行董事楊傳亮先生為該委員會之主席。彼於處理財務報告及監控方面具資深經驗。其他成員包括獨立非執行董事周明權博士及潘宗光教授。審核委員會負責（其中包括）審議外聘核數師進行的審核的性質及範圍及其委任、審閱本集團之財務資料及監察本集團之財務報告系統、風險管理及內部監控系統，以及監管內部審核部門的有效性。該委員會負責審閱本集團中期及末期業績後並建議董事會批核。

審核委員會於截至二零一八年三月三十一日止年度內共舉行了三次會議，並於會上審閱關連交易、截至二零一七年三月三十一日止年度的去年末期業績及賬目、截至二零一七年九月三十日止六個月的中期業績及財務報表、與管理層審閱本集團所採納的會計政策及實務及討論核數、財務報告事宜、本集團之風險管理及內部監控系統。截至二零一八年三月三十一日止年度之末期業績已經由審核委員會於二零一八年六月二十一日召開之會議上審閱。彼等亦會審議及批准提供非審核服務的外聘核數師的委聘、外聘核數師提供審核及非審核服務的薪酬、風險管理及內部監控系統，以及內部審核部門的有效性。

REMUNERATION COMMITTEE

Written terms of reference, which describe the authority and duties of the Remuneration Committee, have been adopted and posted on the websites of the Company and the Stock Exchange, and are regularly reviewed and updated by the Board. The Remuneration Committee currently comprises two Independent Non-Executive Directors, namely Ir. Dr. Chow Ming Kuen, Joseph (chairman of the committee) and Mr. Yang Chuen Liang, Charles; and one Executive Director, namely Mr. Kuok Hoi Sang. The Remuneration Committee is responsible for making recommendations to the Board on the Company's policy and structure on the remuneration for all Directors and senior management of the Company, and on the establishment of a formal and transparent procedure for developing remuneration policy for approval by the Board. The Remuneration Committee has adopted the operation model where it has the responsibility, powers and discretion to determine, with delegated responsibility, the remuneration packages of individual Executive Directors and senior management of the Company.

The Remuneration Committee held a meeting during the year ended 31 March 2018 to review the remuneration packages paid to Directors and senior management for the year ended 31 March 2018. Details of the emoluments of Directors and senior management by bands are set out in note 38 to the consolidated financial statements.

NOMINATION COMMITTEE

Written terms of reference, which describe the authority and duties of the Nomination Committee, have been adopted and posted on the websites of the Company and the Stock Exchange, and are regularly reviewed and updated by the Board. The Nomination Committee currently comprises Mr. Kuok Hoi Sang (chairman of the committee) and two Independent Non-Executive Directors, namely Ir. Dr. Chow Ming Kuen, Joseph and Mr. Yang Chuen Liang, Charles. The Nomination Committee is responsible for reviewing and making recommendations to the Board on relevant matters relating to the appointment or re-appointment of directors and succession planning for directors, in particular the chairman and the chief executive. The Nomination Committee has the responsibility to consider and identify individuals suitably qualified to become Board members, and select or make recommendations to the Board on the selection of individuals nominated for directorships. The Nomination Committee discusses and reviews annually the structure, size and composition of the Board and agrees on measurable objectives for achieving diversity of the Board and makes relevant recommendations to the Board for adoption with reference to the Board Diversity Policy of the Company.

The Nomination Committee held a meeting during the year ended 31 March 2018 to review the structure, size and composition of the Board, assess the independence of all the Independent Non-Executive Directors, recommend the re-election of retiring directors.

薪酬委員會

本公司採納的書面職權範圍列明薪酬委員會的職權，並已載於本公司及聯交所網站，而董事會亦會定期審議及更新。薪酬委員會現時由兩名獨立非執行董事周明權博士（委員會主席）及楊傳亮先生及一名執行董事郭海生先生組成。薪酬委員會負責就本公司全體董事及高級管理人員的薪酬政策及結構，以及為薪酬政策的發展制訂正式及具透明度的程序，提供意見以供董事會批准。薪酬委員會已採納一套運作模式，獲授予責任的薪酬委員會有責任、權力及酌情權決定本公司個別執行董事及高級管理人員的薪酬待遇。

薪酬委員會於截至二零一八年三月三十一日止年度內舉行了一次會議，並審閱截至二零一八年三月三十一日止年度支付予董事及高級管理人員之薪酬待遇。董事及高級管理人員按薪酬等級劃分的酬金詳情載於綜合財務報表附註38。

提名委員會

本公司採納的書面職權範圍列明提名委員會的職權，並已載於本公司及聯交所網站，而董事會亦會定期審議及更新。提名委員會現時由郭海生先生（委員會主席）及兩名獨立非執行董事周明權博士及楊傳亮先生組成。提名委員會負責審議有關董事的委任或重新委任，以及董事繼任計劃（尤其是主席及行政總裁）的相關事宜，並向董事會作出推薦。提名委員會負責考慮及識別符合董事會成員資格的人士，並選擇及向董事會推薦其選擇提名出任董事職務的人士。經參考董事會成員多元化政策後，提名委員會將每年討論及檢討董事會的架構、人數及其組成以及同意董事會多元化而制定的可計量目標，並向董事會提出有關建議以供採納。

提名委員會於截至二零一八年三月三十一日止年度內舉行一次會議，以評估所有獨立非執行董事的獨立性、推薦膺選連任的退任董事人選。

MANAGEMENT COMMITTEE

The Board has delegated the authority and responsibility for implementing business strategies and managing the daily operations of the Group's business to an Executive Committee which was established in 1991. Written terms of reference, which describe the authority and duties of the Executive Committee, have been adopted and are regularly reviewed and updated by the Board. Members of the Executive Committee comprise five Executive Directors, namely Messrs Kuok Hoi Sang (chairman of the committee), Tam Kwok Wing, Ho Chung Leung, Ma Chi Wing and Miss Lily Chow.

RISK MANAGEMENT AND INTERNAL CONTROL

The Board is responsible for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Group's strategic objectives, and ensuring that the Group establishes and maintains appropriate and effective risk management and internal control systems and reviewing their effectiveness. The Board is also responsible for overseeing the design, implementation and monitoring of the risk management and internal control systems. The risk management and internal control systems are designed to provide reasonable, but not absolute, assurance against material misstatement or loss, and to manage, rather than eliminate, risks of failure in operating systems or in achievement of the Group's business objectives.

The Board, through the Audit Committee, conducts a review of the effectiveness of the Group's risk management and internal control systems, which covers all material controls, including financial, operational and compliance controls, on an annual basis. It also considers the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting, internal audit and financial reporting function. Significant issues in the management letters from both internal and external auditors will be brought to the attention of the Audit Committee to ensure that prompt remedial action is taken. All recommendations will be properly followed up to ensure they are implemented within a reasonable period of time.

Under the enterprise risk management framework, policies and procedures are in place to identify, assess, manage, control and report risks. Such risks include strategic, credit, operational (administrative, system, human resources, tangible and reputation), market, liquidity, legal and regulatory risks. Exposure to these risks is continuously monitored by the Board through the Audit Committee.

管理委員會

董事會已授權於一九九一年成立之執行委員會負責推行其商業策略及管理本集團的業務日常運作。本公司採納的書面職權範圍列明執行委員會的職權，而董事會亦會定期審議及更新。執行委員會由郭海生先生（委員會主席）、譚國榮先生、何宗樑先生、馬志榮先生及周莉莉小姐五位執行董事所組成。

風險管理及內部監控

董事會負責評估及釐定在達致本集團的策略目標時其願意承擔的風險性質及程度，以及確保本集團建立及維持合適及有效的風險管理及內部監控系統並檢討其有效性。董事會亦負責監督風險管理及內部監控系統的設計、執行及監察情況。風險管理及內部監控系統旨在提供對重大錯誤陳述或虧損的合理（但並非絕對）的保證，並管理（而非消除）營運系統失效或達致本集團業務目標時產生的風險。

董事會透過審核委員會每年檢討本集團涵蓋所有重大監控措施的風險管理及內部監控系統的有效性，包括財務、營運及合規監控措施；亦會考慮資源是否充足、員工的資歷及經驗、訓練計劃及本集團會計、內部審核及財務報告部門的預算。內部及外部核數師管理函件內的重大的事項須提呈審核委員會垂注，以確保採取及時的補救行動。所有推薦意見將會妥善跟進，以確保於合理時間內執行。

根據企業風險管理框架，現時設有識別、評估、管理、控制及報告風險的政策及程序。有關風險包括策略、信貸、營運（行政管理、系統、人力資源、有形及聲譽）、市場、流動資金、法律及監管風險。董事會透過審核委員會持續監察該等風險。

RISK MANAGEMENT AND INTERNAL CONTROL (CONTINUED)

The internal control systems include a defined management structure with specified limits of authority. The Board has clearly defined the authorities and key responsibilities of each division to ensure adequate checks and balances. The internal control systems have been designed to safeguard the Group's assets against unauthorised use or disposition, to ensure the maintenance of proper accounting records for producing reliable financial information; and to ensure compliance with applicable laws, regulations and industry standard.

During the year under review, there were no major issue but areas for improvement have been identified by the Audit Committee and both the internal and external auditors with appropriate measures taken. The Board is of the view that the risk management and internal control systems in place for the year and up to the date of issuance of the annual report is effective and adequate.

The Company's Internal Audit Department monitors the Group's internal governance and strives to provide objective assurance to the Board that appropriate, adequate and effective risk management and internal control systems are in place. It has unrestricted access to review all aspects of the Group's activities and internal controls. It also conducts special audits of areas of concern identified by management or the Audit Committee. The Internal Audit Department adopts a risk-based audit approach. All audit reports are circulated to the Audit Committee and key management. The Internal Audit Department is also responsible for following up the implementation of recommendations and corrective actions.

DIRECTORS' AND AUDITOR'S RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Directors acknowledge their responsibilities for preparing the consolidated financial statements for the year ended 31 March 2018, which give a true and fair view of the financial position of the Company and its subsidiaries and of the Group's financial performance and cash flows. In preparing the consolidated financial statements, the Directors have adopted generally accepted accounting standards in Hong Kong and suitable accounting policies and applied them consistently, made judgments and estimates that are fair and reasonable and prepared the consolidated financial statements on a going concern basis. The Auditor of the Company acknowledge their reporting responsibilities in the Independent Auditor's Report on the consolidated financial statements for the year ended 31 March 2018 as set out in the Independent Auditor's Report on pages 64 to 71.

風險管理及內部監控(續)

內部監控系統包括以特定的權限範圍界定管理架構。董事會已清晰界定各部門的權限及主要職責，確保有足夠的檢查及平衡。內部監控系統旨在保障本集團的資產不受未經授權使用及處置；確保存置恰當的會計記錄，以供編製可靠的財務資料；確保遵守適用法律、法規及行業標準。

於本回顧年度，審核委員會概無發現任何重大事件，但發現可改進的範疇，而內部及外部核數師已採取適當的措施。董事會認為年內及截至年度報告發行日期的風險管理及內部監控系統均屬有效及足夠。

本公司的內部審核部門監察本集團的內部管治，並致力向董事會確保設有合適、足夠及有效的風險管理及內部監控系統。該部門可不受限制地取得本集團活動及內部監控事宜，亦會就審核委員會的管理層識別的特別範圍進行審核。內部審核部門採納以風險為基準的方法。所有審核報告均會交予審核委員會及主要管理人員傳閱。內部審核部門亦會負責跟進推薦建議及糾正行動的執行情況。

董事和核數師對綜合財務報表的責任

董事知悉彼等須負責編製截至二零一八年三月三十一日止年度綜合財務報表，以真實及公平地反映本公司及其附屬公司之業務狀況以及本集團之財務狀況及現金流量。編製綜合財務報表時，董事已採納並持續應用香港公認會計準則及適當之會計政策，作出公平及合理之判斷及評估，並按持續經營基準編製綜合財務報表。本公司之核數師確認彼等對本公司截至二零一八年三月三十一日止年度綜合財務報表獨立核數師報告的申報責任載於第64頁至71頁的獨立核數師報告中。

AUDITORS' REMUNERATION

For the year ended 31 March 2018, the fees paid/payable to the auditors in respect of the audit and non-audit services provided by the auditors to the Group were as follows:

Nature of services 服務性質		Amount (HK\$'000) 金額(港幣千元)
Audit services 核數服務	- PricewaterhouseCoopers and other firms of the worldwide network of PricewaterhouseCoopers 羅兵咸永道會計師事務所及其他屬於羅兵咸永道全球網絡中的事務所	7,827
	- other auditors 其他核數師	6,914
Non-audit services 非核數服務	- PricewaterhouseCoopers and other firms of the worldwide network of PricewaterhouseCoopers 羅兵咸永道會計師事務所及其他屬於羅兵咸永道全球網絡中的事務所	721
	- other auditors 其他核數師	2,473

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuer (the "Model Code") as set out in Appendix 10 of the Listing Rules. Following a specific enquiry of all Directors, each of the Directors confirmed that he/she has complied with the Model Code throughout the year.

COMPANY SECRETARY

The Company Secretary is a full time employee of the Company and has day-to-day knowledge of the Company's affairs. During the year under review, the Company Secretary had duly complied with the relevant professional training requirement under Rule 3.29 of the Listing Rules.

SHAREHOLDERS' RIGHTS

Convening a general meeting

Shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Company Secretary, to require a special general meeting to be called by the Board for the transaction of any business specified in such requisition. The requisition must be signed by the requisitionist(s) and deposited at the principal place of business of the Company in Hong Kong.

The meeting shall be held within two months after the deposit of such requisition. If within twenty-one days of such deposit the Board fails to proceed to convene such meeting the requisitionist(s) themselves, or any of them representing more than one half of the total voting rights of all of them, may themselves convene a meeting, but any meeting so convened shall not be held after the expiration of three months from the said date.

核數師之酬金

截至二零一八年三月三十一日止財政年度內，就本集團核數師提供之核數及非核數服務已支付／應付核數師酬金如下：

證券交易的標準守則

本公司已採納上市規則附錄十所載之《上市發行人董事進行證券交易的標準守則》（「標準守則」）。經向所有董事作出具體查詢後，各董事均確認於整個年度內已遵守標準守則的規定。

公司秘書

公司秘書為本公司之全職僱員，並熟悉本公司之日常事務。於本回顧年度，公司秘書已符合上市規則第3.29條有關專業培訓的要求。

股東權利

召開股東大會

於遞呈要求日期持有不少於本公司繳足股本（附有於本公司股東大會投票之權利）十分之一之任何股東隨時有權透過向董事會或公司秘書發出書面要求，要求董事會召開股東特別大會，以處理有關要求中指明之任何事項。該等要求須由呈請者簽署並交回本公司之香港主要營業地點。

大會應於遞呈該要求後兩個月內舉行。倘遞呈後二十一日內，董事會未有召開該大會，則呈請者或持有超過全部呈請者總投票權半數的任何呈請者，可自行召開該大會，惟任何由此召開的會議不能於所述日期屆滿三個月後召開。

CORPORATE GOVERNANCE REPORT

企業管治報告

SHAREHOLDERS' RIGHTS (CONTINUED)

Putting enquiries to the Board

Shareholders may send their enquiries and concerns to the Board by addressing them to the Company Secretary and deposit the same at the Company's principal place of business in Hong Kong or by e-mail to enquiry@chevalier.com.

Putting forward proposals at general meetings ("GM")

Shareholders can submit a written requisition to move a resolution at a GM. The number of shareholders shall represent not less than one-twentieth of the total voting rights of all the shareholders having at the date of the requisition a right to vote at the GM, or shall not be less than one hundred shareholders.

The written requisition must state the resolution, accompanied by a statement with respect to the matter referred to in any proposed resolution or the business to be dealt with at the GM. It must also be signed by all of the shareholders concerned and be deposited at Company's principal place of business in Hong Kong for the attention of the Company Secretary.

The shareholders concerned must deposit a sum of money reasonably sufficient to meet the Company's expenses in giving the notice of the resolution and circulating the statement submitted by the shareholders concerned under applicable laws and rules.

The procedures for shareholders of the Company to propose a person for election as a director is posted on the website of the Company.

INVESTOR AND SHAREHOLDER RELATIONS

The Group's Board and senior management maintain close communications with investors and respond promptly to their request for information and queries (if any). A shareholders' communication policy has been adopted by the Board which sets out the Company's policy for maintaining an ongoing dialogue with shareholders and investment community. The policy is subject to regular review by the Board to ensure its effectiveness.

The Board welcomes the views of shareholders on matters affecting the Group and encourages them to attend shareholders' meetings to communicate any concerns they might have with the Board or senior management directly.

The Company provides extensive information of the Group to its shareholders and the public through the publication of interim and annual reports, circulars, notices and announcements. The financial and other information relating to the Group is disclosed on the Company's website at <http://www.chevalier.com>.

MEMORANDUM OF ASSOCIATION AND BYE-LAWS OF THE COMPANY

During the reporting period, no amendment had been made to the Memorandum of Association and Bye-Laws of the Company.

股東權利(續)

向董事會作出查詢

股東可透過向公司秘書寄發郵件至本公司之香港主要營業地點或發送電郵至 enquiry@chevalier.com向董事會作出查詢及提問。

於股東大會(「股東大會」)提呈建議

股東可提出書面請求於股東大會上動議決議案。股東人數須佔於提出請求日期有權於股東大會上投票之所有股東之總投票權不少於二十分之一之股東，或不少於一百名股東。

有關書面請求須列明有關決議案，連同一份聲明，內容有關任何所建議決議案提述之事宜或將在股東大會上處理之事務。該書面請求亦須由全體有關股東簽署，並交回本公司於香港主要營業地點，註明收件人為公司秘書。

有關股東須寄存一筆合理及足夠款項，用以支付本公司根據適用法例及規則發出決議案通知及傳閱有關股東提交之聲明所需之開支。

本公司股東提名候選董事之程序已刊登於本公司網站。

與投資者及股東之關係

本集團之董事會及高級管理人員與投資者保持緊密之溝通及對其索取資料之要求和提問作出及時回應(如有)。董事會已採納載列本公司有關維持與股東及投資者持續對話之股東通訊政策。董事會定期審閱該政策以確保其有效性。

董事會歡迎股東對影響本集團的事項提出意見，並鼓勵彼等出席股東大會，藉以直接向董事會或管理層反映彼等關注的事項。

本公司透過刊發中期及年度報告、通函、通告及公告致力按時為股東及公眾人士提供全面的本集團資料，而有關本集團的財務及其他資料亦載於本公司網站 <http://www.chevalier.com> 內。

本公司組織章程大綱及細則

於報告期內，本公司之組織章程大綱及細則並無作出修訂。

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

環境、社會及管治報告

INTRODUCTION

This is the Environmental, Social and Governance Report (“ESG Report”) prepared by the Group pursuant to the Environmental, Social and Governance Reporting Guide provided in Appendix 27 of the Listing Rules of the Stock Exchange.

Unless otherwise stated, this report focuses on our Hong Kong operations which represent the core businesses of the Group.

The Group believes that communication with its stakeholders helps the Group gain a better understanding of their needs, expectations and concerns which in turn enables us to attain sustainable development in economic, environmental and social terms. The table below shows how we communicate with our key stakeholders.

緒言

此乃由本集團根據聯交所上市規則附錄二十七所載環境、社會及管治報告指引所編製的環境、社會及管治報告（「環境、社會及管治報告」）。

除另有訂明外，本報告集中本集團於香港之業務，即代表本集團的核心業務。

本集團相信，與其相關利益者溝通有助於本集團更好地了解彼等的需求、期望及關注，從而可令我們在經濟、環境及社會方面實現可持續發展。下表列出我們與主要相關利益者的溝通方式。

Stakeholders 相關利益者	Needs, expectations and concerns 需求、期望及關注	Communication channels 溝通渠道
Shareholders and investors 股東及投資者	<ul style="list-style-type: none"> Return on investments Corporate strategy and governance 	<ul style="list-style-type: none"> Company website Interim and annual reports General meetings Announcements, notices of meetings, circulars 公司網站 中期及年度報告 股東大會 公告、會議通告、通函
Employees 僱員	<ul style="list-style-type: none"> Compensation and benefits Career development opportunities Occupational health and safety 	<ul style="list-style-type: none"> Employee activities Staff newsletter and intranet In-house training programmes Job performance reviews and appraisals Regular meeting/training sessions 僱員活動 員工通訊及內聯網 內部培訓計劃 工作表現評核及評估 定期會議／培訓課程

INTRODUCTION (CONTINUED)

緒言 (續)

Stakeholders 相關利益者	Needs, expectations and concerns 需求、期望及關注	Communication channels 溝通渠道
Sub-contractors 分包商	<ul style="list-style-type: none"> • Effective project management • Occupational health and safety • Ethical business practices • Sub-contractors assessment criteria 	<ul style="list-style-type: none"> • Training sessions • Health, safety and environment committee • Regular operation meeting • Audits and assessments • 培訓課程 • 健康、安全及環境委員會 • 定期營運會議 • 審核及評估
Suppliers 供應商	<ul style="list-style-type: none"> • Long-term relationship • Ethical business practices • Supplier assessment criteria • 長期合作關係 • 商業道德營商常規 • 供應商評估標準 	<ul style="list-style-type: none"> • Procurement processes • Regular review and assessment • 採購流程 • 定期審閱及評估
General public and community 公眾及社區	<ul style="list-style-type: none"> • Environmental issues • Community participation • 環境議題 • 社區參與 	<ul style="list-style-type: none"> • Corporate news • Volunteer community work • Sponsorships and donations • 公司新聞 • 義工社區服務 • 贊助及捐贈

Sustainability is essential to the Group's development, as well as for the viability of its business and for the benefit of the community. We are dedicated to offering premium products and services to achieve all round customer satisfaction. The Group believes in environmental protection and cares for the community through engaging in various charitable initiatives to make positive contributions to society. We also nurture our staff and offer career development opportunities to further ensure business continuity. During the year under review, the Group committed itself to a high standard of corporate social responsibility and strictly complied with relevant laws and regulations reporting. The two key subject areas for reporting are: (A) Environmental, and (B) Social.

可持續發展對本集團發展、業務可行性及社區利益而言尤為重要。本集團致力提供優質產品及服務以全面滿足客戶需求。本集團注重環境保護與社區關愛，透過各種慈善活動為社會作出正面貢獻。本集團亦培訓員工及提供事業發展機會，以進一步確保業務的可延續性。於本回顧年度，本集團致力實踐高水平企業社會責任，並嚴格遵守相關法律及法規報告，所報告的兩項主要範疇包括：(A) 環境及 (B) 社會。

(A) ENVIRONMENTAL

Emissions

During the year, the Group recorded carbon emissions mainly from its construction sites. Please refer to the table below for the Group's total emissions by category for the year.

Greenhouse gas emissions

Carbon Emissions	碳排放	Tonnes of carbon CO ₂ 公噸二氧化碳排放量
Scope 1: Direct greenhouse gas emissions	範圍1：直接溫室氣體排放	316.38
Scope 2: Energy indirect greenhouse gas emissions	範圍2：能源間接溫室氣體排放	1,816.16
Scope 3: Other indirect greenhouse gas emissions	範圍3：其他間接溫室氣體排放	15,119.21
Total greenhouse gas emissions	溫室氣體排放總量	17,251.75

Scope 3, being the disposal of waste, is the major source of our carbon emissions. Waste is mainly generated from construction work sites and from the disposal of papers, and the carbon CO₂ recorded from such disposals was 15,119.21 tonnes, representing over 80% of the Group's total emissions. Nevertheless, all waste is non-hazardous and have been properly disposed of. The total amount of waste generated is set out in the table below.

Waste

Type of Non-hazardous Waste	無害廢物類型	Tonnes 公噸
Landfill	垃圾堆	35,515
Papers	廢紙	105.16

The second largest carbon emissions came from external purchased electricity power which recorded 1,816.16 tonnes of carbon CO₂. The electricity was mainly used for air-conditioners and lighting of all work places.

(A) 環境

排放物

於本年度，本集團錄得的碳排放量主要來自其建築地盤。有關本集團按類別劃分的本年度總排放量，請參閱下表。

溫室氣體排放

範圍3(即廢物處置)為我們碳排放的主要來源。廢物主要來自建築工地及紙張處置，相關處置產生的二氧化碳為15,119.21公噸，佔本集團總排放量的80%以上。儘管如此，所有廢物均屬無害且已妥善處置。下表列出所產生的廢物總量。

廢物

第二大碳排放來自外部購買的電力，二氧化碳排放量達1,816.16公噸。電力主要用於所有工作場所的空調及照明。

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

環境、社會及管治報告

(A) ENVIRONMENTAL (CONTINUED)

Emissions (continued)

Greenhouse gas emissions also came from our corporate motor vehicles and trucks. In general, the key air pollutants generated include nitrogen oxides (NO_x), sulphur oxides (SO_x), and respiratory suspended particles (also known as Particulate Matter (“PM”)).

Air emissions

Type of air pollutants	空氣污染物的類型	Emissions (kg) 排放量(千克)
Nitrogen oxides (NO _x)	氮氧化物(NO _x)	51.14
Sulphur oxides (SO _x)	硫氧化物(SO _x)	1.81
Particulate Matter (PM)	顆粒物(PM)	3.76

During the year under review, the Group did not violate any laws and regulations in relation to emissions.

Nevertheless, we have implemented various energy saving measures to help reduce our carbon emissions (please refer to the “The Environment and Natural Resources” below).

Use of Resources

Our commitment to protect the environment is well reflected by our continuous efforts in promoting green measures and awareness in all business practices. During the year, resources consumed by the Group are listed in the table below:

Type Resources	資源類型	Consumption 用量
Electricity	電	2,807,887 kWh 千瓦時
Diesel	柴油	121,012 litre 升
Water	水	63,026 m ³ 平方米
Paper	紙張	3.4 tonnes 公噸

We implemented various energy saving measures to help reduce our resources consumption (please refer to the “The Environment and Natural Resources” below).

(A) 環境 (續)

排放物 (續)

溫室氣體排放亦來自我們公司的汽車及卡車。通常，產生的主要空氣污染物包括氮氧化物(NO_x)、硫氧化物(SO_x)及懸浮顆粒(亦稱為顆粒物(「PM」))。

氣體排放

Type of air pollutants	空氣污染物的類型	Emissions (kg) 排放量(千克)
Nitrogen oxides (NO _x)	氮氧化物(NO _x)	51.14
Sulphur oxides (SO _x)	硫氧化物(SO _x)	1.81
Particulate Matter (PM)	顆粒物(PM)	3.76

於本回顧年度，本集團並無違反有關排放的任何法律及法規。

然而，我們已實施各種節約能源的措施，以協助減低碳排放(請參閱下述「環境及天然資源」)。

資源使用

本集團對環境保護的承諾在整體業務運作中所提倡的環保措施及意識中得以持續充分反映。本年度，本集團消耗的資源載列於下表：

Type Resources	資源類型	Consumption 用量
Electricity	電	2,807,887 kWh 千瓦時
Diesel	柴油	121,012 litre 升
Water	水	63,026 m ³ 平方米
Paper	紙張	3.4 tonnes 公噸

我們實施了各種節能措施，以幫助減少我們的資源消耗(請參閱下文所述的「環境及天然資源」)。

(A) ENVIRONMENTAL (CONTINUED)

The Environment and Natural Resources

The Group introduced a green policy to enhance the awareness of environmental protection among staff with the aim of saving energy, fully utilising resources and recycling wastes in our daily office operation. The mission of maintaining environmental sustainability is engrained in all levels of staff members and is a long term commitment driven by our top management.

The Group took measures to reduce paper usage including the promotion of the use of electronic devices, and encouraged the use of websites and online versions of corporate communications. Since 2008, Forest Stewardship Council-certified papers have been used for the production of our annual and interim reports to reduce the impact on the environment.

During the year, the Group carried out extensive renovations for the relocation of some of the Group companies' offices. In line with the Group's promotion of the green policy and to save energy consumption, devices such as occupancy and motion sensor which automatically turn lights off when the office is not occupied, daylight sensor which reduces electric lighting inside the building when it is daylight, and other measurements such as, the adoption of light-emitting diode (LED) type high energy efficiency lamps, and the reduction of the number of light tubes in the lighting basins. Most of our office equipments carry the Energy Label issued by the Electrical and Mechanical Services Department which further help decrease energy consumption in our offices.

Our construction and engineering division puts much effort into protecting the environment at project sites. Measures implemented, to name a few, include noise control, waste water discharge, dust control, controlled chemical waste disposal, use of recyclable waste materials and prevention of chemical leakage. Another example was the use of biodiesel in some of our machineries on site. Environmental protection policies and plans were set up for different projects. Some of our group companies have obtained the ISO14001 certification awarded by the Hong Kong Quality Assurance Agency which also demonstrates our commitment to environmental protection.

Our property management business has obtained the ISO14001 certification since 2006 and is committed to enhancing environmental awareness and promoting various recycling activities through its managed estates. Activities were held for recycling and for the promotion of green living lifestyle for residents and tenants of properties managed by the Group. In some of our managed sites, we have in place recycling programs for the collection of second hand clothes, moon cake containers, lai see envelopes, toner cartridges, batteries, electric bulbs/tubes and glass bottles to promote recycling to our residents and tenants. During the year, one of the managed sites was awarded the prize of the Highest Collection Volume Estate organised by Po Leung Kuk's Eastern Community Green Station.

(A) 環境 (續)

環境及天然資源

本集團在日常辦公室運作方面已制訂綠色政策，以節約能源、充分利用資源及廢物循環使用，提升員工的環保意識。保持環境可持續性的使命需要各級員工的努力，這亦為高層管理人員的長期承擔。

本集團已採取措施減少用紙量，包括推廣使用電子設備以及鼓勵使用網站及在網上發佈公司資訊。自二零零八年以來，本集團一直使用森林管理委員會認證紙張印製年報及中期報告以降低對環境的影響。

於本年度，本集團進行了大規模裝修工程以搬遷本集團的若干公司辦公室。貫徹本集團推廣的綠色政策及節能措施，已安裝了佔用及運動傳感器等設備在辦公室未被佔用時會自動關燈；日光傳感器在有日光時會減少建築物內的電燈；及採用發光二極管(LED)型高效能燈以減少光管數量。本集團的大部份辦公室設備擁有機電工程署頒發的能源效益標籤，以進一步減低辦公室能源消耗。

建築及機械工程分部已付出相當努力保護工地的環境。所實施的多項控制措施包括噪音、污水排放、塵埃及化工廢物處置；並使用可循環再用的廢料及防止化學品洩漏等。其中例子是在工地部份機械採用生物柴油。因應不同項目制定環保政策及計劃。本集團旗下部份公司已取得香港品質保證局授予的ISO14001認證，此亦為本集團致力於環境保護的憑證。

物業管理業務自二零零六年起已取得ISO14001認證，以致力於提升環保意識及透過其管理的物業推廣各種回收活動。本集團為住戶及租戶舉辦多項回收及推廣綠色生活的活動。在部份我們管理的屋苑，已組織一系列活動收集二手衣物、月餅盒、利是封、碳粉匣、電池、燈泡／光管及玻璃瓶，以提高住戶及租戶的環保理念。年內，我們管理的其中一個屋苑獲保良局綠在東區授予最高回收量屋苑獎。

(B) SOCIAL

Employment and Labour Practices

Employment and Labour Standards

To attract, develop and retain qualified employees, the Group is committed to offering professional development opportunities and a healthy working environment for all employees and on-site staff. In addition, we have implemented equal opportunity employment practices.

As at 31 March 2018, the Group had a total of approximately 4,000 full-time employees under its subsidiaries globally. Below is an analysis of the Group's Hong Kong workforce by employment category, gender, age group, employee turnover rate by gender and by age group.

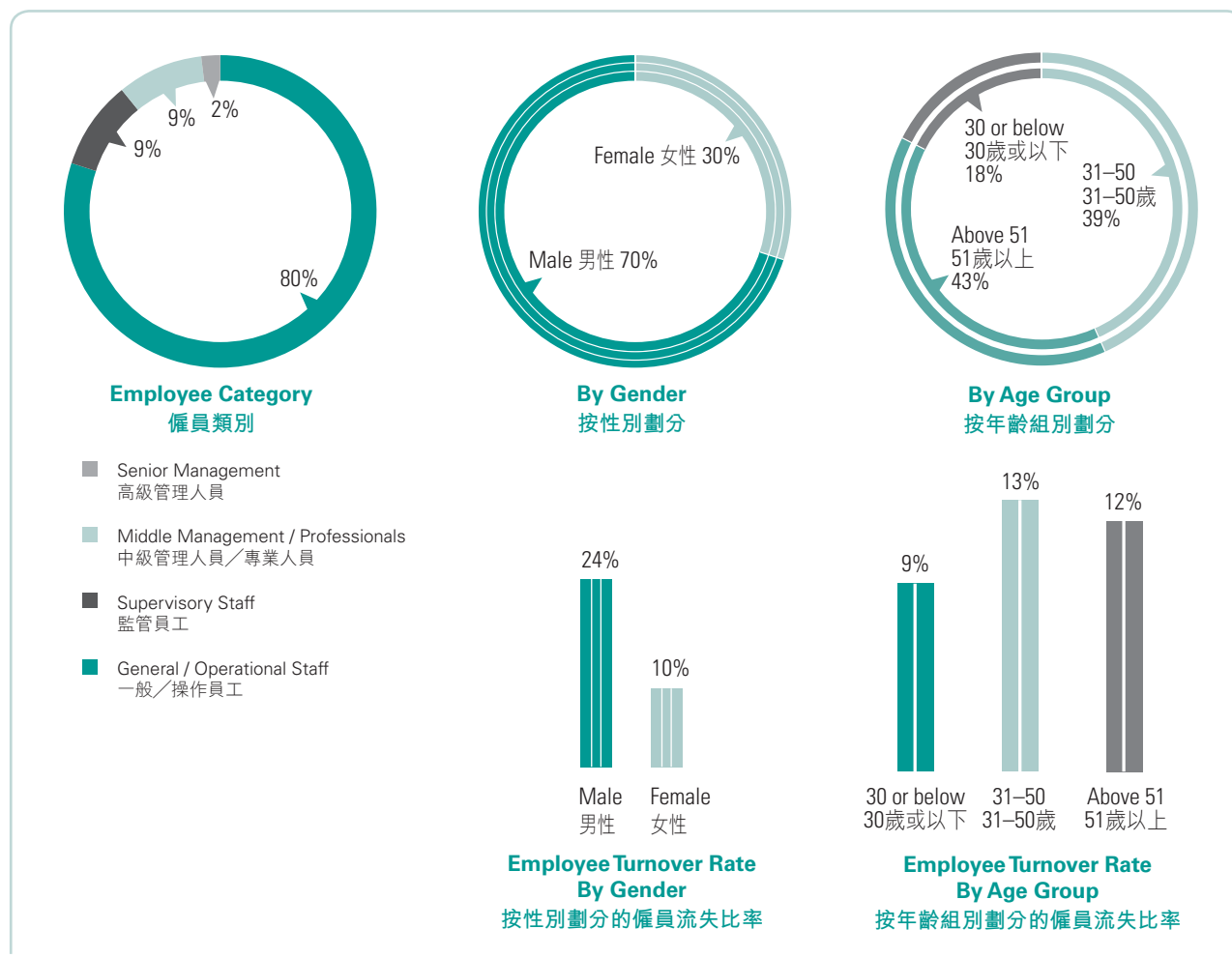
(B) 社會

僱傭及勞工常規

僱傭及勞工準則

為吸引、培養及挽留合資格僱員，本集團致力於為全體僱員及地盤工作人員提供專業發展機會及健康的工作環境。此外，我們已奉行平等機會的僱傭原則。

於二零一八年三月三十一日，本集團附屬公司於全球僱用合共約4,000名全職僱員。以下為按就業類別、性別、年齡組別劃分本集團於香港的勞動力分析以及按性別及年齡組別劃分的僱員流失比率分析。



(B) SOCIAL (CONTINUED)

Employment and Labour Practices (continued)

Employment and Labour Standards (continued)

There are four employee categories in the Group. General/operational staff, representing approximately 80% of the total workforce, forms the major component of the Group's workforce. Gender distribution is challenging to the Group, especially for the construction and engineering segment. During the year, male employees make up 70% of the total workforce. The largest group of employees falls in the age category over 50 and the turnover rate of employees is evenly distributed over the three age groups.

The Group reviews its compensation and benefits programs regularly to ensure that its compensation and benefits packages remain competitive. In addition, the Group continues to conduct annual review of its pay and benefits packages including medical scheme, health check programmes, travel insurance, training subsidies and retirement benefits to align them with prevailing offers in the market. Different recreational activities were also arranged by our Human Resources Department. Interest classes and workshops were organised during the year under review to increase the sense of belonging of our employees. The Group also strives to help our employees maintain a work life balance. A staff recreation centre provides staff members with a place to rest, relax and socialise.

The Group advocates a community spirit that thrives on mutual respect and equal opportunities. The Group complies strictly to equal opportunities legislation, such as the Sex Discrimination Ordinance, Race Discrimination Ordinance, Disability Discrimination Ordinance and Family Status Discrimination Ordinance. To ensure diversity and equality, we recruit, remunerate and promote employees based on their experience, skills and performance, without prejudice to age, race, disability, gender or family status. In addition, the Group is strongly committed to compliance with relevant laws and regulations and does not engage in any forced or child labour.

(B) 社會 (續)

僱傭及勞工常規 (續)

僱傭及勞工準則 (續)

本集團擁有四個僱員類別。一般／操作員工佔員工總數約80%，為本集團職員的主要組成部份。本集團存在性別分佈問題，尤其是建築及機械工程分類。於本年度，男性僱員佔職員總數的70%。年齡50歲以上的僱員人數最多，該三個年齡組別的僱員流失比率平均。

本集團定期檢討薪酬及福利計劃，確保該等薪酬福利仍具競爭力。此外，本集團每年亦不斷進行檢討，跟隨當時市況調整薪酬待遇與其他福利，包括醫療計劃、健康檢查、外地公幹保險、培訓津貼及退休福利。人力資源部門亦安排了各項休閒活動，並於本回顧年度舉辦興趣班及工作坊，以增強僱員的歸屬感。本集團致力幫助僱員維持工作和生活之間取得平衡。員工亦可享用員工康樂中心作為休息，放鬆及聯誼的地方。

本集團致力提倡互相尊重及平等機會的群體精神。本集團嚴格遵守各項平等機會法例，包括性別歧視條例、種族歧視條例、殘疾歧視條例及家庭崗位歧視條例。為確保提供多元和平等的就業機會，本集團的招聘、薪酬及晉升原則乃基於僱員的工作經驗、技能和表現，員工不會因年齡、種族、殘疾、性別或家庭崗位而受到任何歧視。此外，本集團嚴格遵守相關法律及法規，且絕不參與任何強制勞工或聘用童工。

(B) SOCIAL (CONTINUED)

Employment and Labour Practices (continued)

Employment and Labour Standards (continued)

The Group upholds high standards of business ethics and promotes good personal conduct of its employees. Our Personal Conduct and Staff Conduct Code in the Human Resources Policies and Procedure Manual, can be easily accessed by staff members through our intranet.

Health and Safety

The Group is committed to providing a safe and healthy working environment to all employees and on-site staff. We regularly monitor our work environment and staff facilities. The Group has stringent guidelines for employees who are assigned to work on construction sites to minimise and prevent exposure to occupational hazards and to ensure a high standard of occupational safety. Safety and health care trainings are provided from time to time for newcomers and relevant personnel at our construction sites so as to improve their awareness of safety in a working environment. Moreover, we offer, and it is mandatory for our colleagues on sites to use, special safety equipment such as safety helmets, ear plugs, dust masks, goggles and safety shoes. Additional rest periods and shelters, ventilation facilities and potable water for workers are also provided during hot weather.

Occupational Health and Safety Committee

Our property management business has obtained OHSAS18001 as a recognition of its compliance with occupational health and safety requirements since 2006. Head office and selected sites are audited periodically by the British Standards Institution for renewal of the certificate. We have a Safety Committee which consists of property management staff members from head office and site level operation staff which formulates site safety measures and policies. Regular meetings are scheduled every 3 months for post-implementation review of audited sites, as well as information exchange on accidents or injuries and precautionary measures that have been taken by each of the audited sites. Trainings are organised in each audited site every 3 months to enhance their awareness of occupational safety. We have maintained a low accident rate in our audited sites last year. Further, one of our group companies is the Past President of the Hong Kong Association of Property Management Companies which promotes the importance of occupational safety through organising various occupational safety-related activities.

(B) 社會 (續)

僱傭及勞工常規 (續)

僱傭及勞工準則 (續)

本集團要求僱員擁有高標準的商業道德及推廣良好的個人操守。人力資源政策及程序手冊內載有個人操守及員工行為守則，員工可透過內聯網輕易獲取。

健康及安全

本集團致力為全體僱員及地盤工作人員提供安全及健康的工作環境，並對工作環境及員工設施進行定期監察。本集團對被委派至建築地盤的工作僱員具有嚴格規定，預防並把職業損害減至最低，以確保高標準職業安全。本集團亦會不時在建築地盤向新入職員工及有關人員提供安全健康培訓，以提高彼等對安全工作環境的意識。此外，本公司提供特殊安全設備，僱員乃強制性地盤使用，如安全帽、耳塞、防塵面具、護目鏡及安全鞋。在炎熱天氣下，職員可獲額外休息時間，於具有通風設備的遮蔭地點休息並供應飲用水。

職業健康及安全委員會

物業管理業務自二零零六年起獲得 OHSAS18001 資格以確保遵守職業健康及安全規定。總部及選定場所由英國標準學會定期審核以更新認證證書。本集團設有安全委員會，由總部物業管理員工及地盤操作員工組成，以制定地盤安全措施及政策。定期會議每三個月舉行一次，對經審核苑廈進行後檢討，並商討及交換任何於各個苑廈發生的意外或受傷個案的資料及採取的各種預防措施。各經審核苑廈每三個月舉辦一次培訓，以提高職員的職業安全意識。去年，該等經審核苑廈事故率維持低水平。此外，旗下其中一間集團公司曾為香港物業管理公司協會擔任會長，透過組織各種職業安全相關活動強調職業安全的重要程度。

(B) SOCIAL (CONTINUED)

Employment and Labour Practices (continued)

Health and Safety (continued)

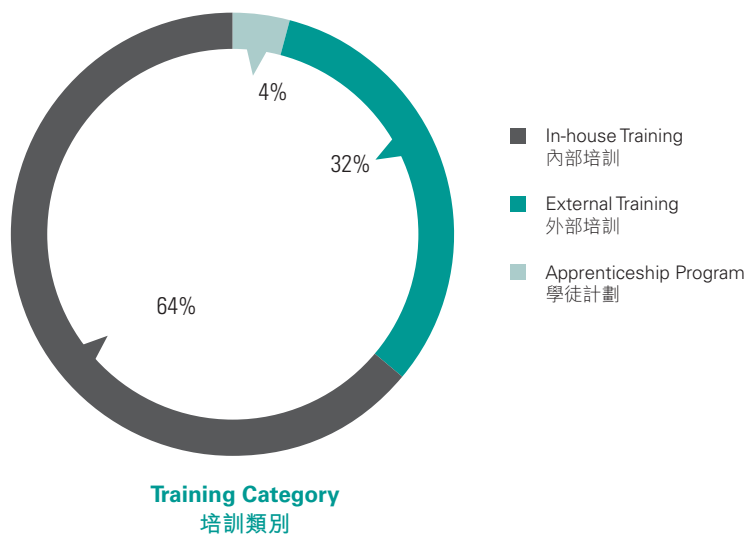
Site Safety Subgroup

Our construction and engineering business ensure site safety inspections are carried out on a regular basis and any finding in major breaches and unsafe condition are rectified promptly. The site safety subgroup, comprised of representatives from our project companies and subcontractors, and operation meetings are held frequently. During the year under review, no work related fatalities was recorded.

Occupational Health and Safety	職業健康及安全		
Work Related Fatalities	與工作有關的死亡事故	0 case 宗	0%
Lost days due to work injury	因工傷損失工作日數	44 cases 宗	4,016.5 days 日

Development and Training

The Group recognises that the knowledge and skills of our employees are vital to the Group's continued business development and success, we, therefore, encourage our staff to pursue further with their professional development. The Group nominates staff to attend internal and external training programs from time to time and when appropriate. Our training programs also range from professional and technical training to personal development skills. The Group also provides education subsidies to encourage staff in further developing their skills and broaden their knowledge. To continuously attract new talents, the Group also organises apprenticeship programs and provides apprentices with on-the-job training. The table below shows the training provided to our staff members during the year under review.



(B) 社會 (續)

僱傭及勞工常規 (續)

健康及安全 (續)

地盤安全小組

建築及機械工程業務之地盤均定期進行安全檢查，及時糾正重大違規及不安全情況。地盤安全小組由本集團項目公司及分包商代表組成，並經常舉行營運會議。於本回顧年度，並無錄得與工作有關的死亡事故。

發展及培訓

本集團認為僱員的知識及技能對本集團持續業務發展及成功十分重要，本集團鼓勵員工不斷尋求更多專業發展。本集團不定期提名員工參加內部及外部培訓課程。培訓課程涵蓋專業及技術培訓以至個人技能發展。本集團亦提供教育津貼，以鼓勵員工進一步發展技能及擴闊知識。為持續吸引新進人才，本集團亦開辦學徒計劃，並向學徒提供在職培訓。下表列示於本回顧年度向員工提供的培訓類別。

(B) SOCIAL (CONTINUED)

Operating Practices

Supply Chain Management

The Group carefully selects qualified suppliers to ensure that the entire production process is in line with our standards and rules. We not only request our new suppliers to submit a review of all relevant documents, but also conduct rigorous checks to assess their reliability. We carry out inspections and assessments regularly to review our suppliers' standards and terminate collaboration with unqualified suppliers.

The Group upholds fair operating practices in its relationship with subcontractors and suppliers through an efficient procurement system. We have also adopted systems for competitive tendering and subcontractors' performance monitoring and reporting. The Group conducts regular reviews of terms and conditions of subcontracts and supply contracts between the Group and our subcontractors and suppliers which enables the development of effective and strong partnerships. Such reviews cover the potential enhancement of social, ethical, environmental and gender equality criteria in subcontracts and supply contracts.

Product Responsibility

The Group recognises that good customer and after-sales services are keys to the success and sustainability of the Group. In order to cater for prompt response in meeting with the needs of our customers, the Group has, therefore, set up customer service teams for its different business units to handle customers' queries efficiently.

The Group respects the privacy of personal data and has developed policies on the collection and usage of personal data. Review and revision of the personal data and privacy policy are carried out to ensure its effectiveness and compliance with relevant laws.

Since the Group is a customer focused organisation, its environmental project team commits to make every effort to achieve customer satisfaction through continual improvement in our quality management system in accordance with the requirements of ISO9001:2015. The project team has a quality policy statement serves as a guideline to all its staff.

For our property management business, the Group discusses issues with site managers and members of the Safety Committee, and regularly provides updates to site managers and/or person-in-charge for maintaining the recognition of ISO9001, ISO14001, OHSAS18001 or to fulfil statutory requirements. The Group also reminds site managers to regularly review existing contractors' terms and take necessary precaution measures whenever applicable.

Customer needs and satisfaction have always been the priorities of the Group. Our information technology related businesses provide comprehensive order processing, fulfilment and back-office services to consumers. Our customer service centre provides a wide range of information and assistance to answer customers' inquiries and to offer repair and maintenance services to consumers.

(B) 社會 (續)

營運慣例

供應鏈管理

本集團仔細甄選合資格供應商以確保整個生產程序符合本集團的標準及規範。本集團不僅要求新供應商提交所有有關文件以供查驗，亦會實施嚴格查核以評估其可靠性。本集團定期進行檢驗及評估以審查供應商的標準，並終止與不合資格的供應商合作。

本集團透過與分包商與供應商的關係，採取高效的採購系統以秉持公平的營運慣例。本集團亦採納具競爭力的投標系統，並監控及呈報分包商表現。為確保本集團能有效地促進與其分包商及供應商之間穩固的合作關係，本集團會定期檢討分包合約及供應合約的條款及條件。該檢討亦涵蓋分包合約及供應合約在加強潛在社會、道德、環境及性別公平方面的準則。

產品責任

本集團認同良好的客戶及售後服務乃集團取得成功及實現可持續發展的關鍵。為能迅速回應客戶的需求，本集團在不同業務單位設立客戶服務團隊有效地解決客戶查詢。

本集團尊重個人資料私隱，並制定關於收集及使用個人資料的政策。個人資料及私隱政策會進行檢討並作出修訂以確保其有效且遵守有關法例。

由於本集團為一間以客為尊的企業，其環保項目團隊致力根據ISO9001:2015的規定透過持續改善我們的質量管理體系，來滿足客戶需求。項目團隊已制定質量政策書，作為其所有員工的指南。

就物業管理業務而言，本集團將與場地經理及安全委員會成員討論，且定期向地盤經理及／或負責人提供最新消息，以維持ISO9001、ISO14001、OHSAS18001的認可或履行法定要求。本集團亦會提醒場地經理定期檢討現有承包商的條款並於適當時採取必要預防措施。

滿足客戶所需一直是本集團的首要目標。資訊科技相關業務向客戶提供綜合訂單處理、執行及後勤支援服務。客戶服務中心提供廣泛系列資訊及協助，以解答客戶查詢，並向客戶提供維修及保養服務。

(B) SOCIAL (CONTINUED)

Operating Practices (continued)

Anti-Corruption

The Group has in place a series of corporate governance policies which ensure that the Group has in place a sound corporate governance system. Anti-corruption and business gift and entertainment, conflicts of interests, privacy and confidentiality of information are some of the areas covered. The corporate governance policies assure the adoption of standard procedures across the Group and provides guidelines, and the anti-corruption and business gifts and entertainment policy spell out the Group's position in relation to these issues. As part of the Group's orientation training, new employees receive training materials and such policies are also made available to staff members in the course of their execution of duties. During the year under review, the Company also invited an ICAC representative to conduct seminars for staff members with adaptation of the seminar content according to the nature and needs of different business units. No cases of corruption were reported within the Group during the year under review.

Intellectual properties are our Company's vital assets, as such, we have exercised our utmost endeavours to safeguard our intellectual properties rights and interests. The Group has also in place certain procedures and safeguards to protect customers' information from unauthorised access, usage and leakage and to maintain their data privacy.

Community

Community Investment

The Group has dedicated itself to take up its corporate social responsibility for the communities where it is present. It strives to repay society by participating in community services, charitable sponsorships, education, cultural and sports activities and in the promotion of environmental protection. During the year under review, Chevalier Group pursued a wide range of community initiatives.

The Group sponsored a variety of charitable events in the past year, including "HKGCC Free Ride Day" organised by the Hong Kong General Chamber of Commerce and "Chevalier Blood Donation Day" co-organised with the Hong Kong Red Cross. In addition, it was the Diamond Patron of the "Construction Industry Charity Concert 2017" which was jointly organised by the Development Bureau and the Construction Industry Council, with the aim to raise funds for the Construction Charity Fund. The Group is also a long-term supporter of the Community Chest of Hong Kong. During the year, it was one of the major sponsors of The Community Chest 50th Anniversary in support of the Community Chest's initiatives to help people in need. The Group's contribution to and care for the society is recognised and the Group has been conferred the award of "Caring Company Logo" by the Hong Kong Council of Social Service since 2011.

(B) 社會(續)

營運慣例(續)

反貪污

本集團已製定一系列企業管治政策，以確保本集團建立健全的企業管治制度。當中涉及的內容包括反貪污及商業禮品及招待、利益衝突、隱私及資料保密。企業管治政策可確保本集團能採用標準程序並提供指引，反貪污及商業禮品及招待政策闡述了本集團在這些問題上的立場。作為本集團定向培訓的一部份，新僱員會收到培訓資料，並且在履行職責過程中亦會向員工提供相關政策。於本回顧年度內，本公司亦邀請了廉政公署代表根據不同業務單位的性質及需要，為員工舉辦不同內容的專題講座。於本回顧年度，本集團並無發生任何貪污案件。

知識產權為本公司的重要資產，因此，我們已盡最大努力維護我們的知識產權及利益。本集團亦已製定若干程序及保障措施，以保護客戶資料免受未經授權的讀取、使用及洩漏，以維護其數據私隱。

社區

社區投資

本集團盡力履行對所服務社區的企業社會責任。為回饋社會，本集團參與社區服務、贊助慈善、教育、文化和體育活動及支持環保項目。於本回顧年度，其士集團進行了一連串的社區活動。

過去一年，本集團贊助了多項慈善活動，包括由香港總商會舉辦的「總商會全程為您」免費乘搭電車和天星小輪日及與香港紅十字會聯合舉辦的「其士捐血日」。此外，本集團亦為發展局及建造業議會聯合舉辦的「建造業慈善演唱會2017」的鑽石贊助人，活動旨在為建造業關懷基金籌集資金。本集團亦為香港公益金的長期支持者。於本年度，成為香港公益金五十週年的主要贊助商之一，支持公益金幫助有需要的人。本集團對社會之貢獻及關懷備受肯定，並自二零一一年起榮獲香港社會服務聯會頒發「商界展關懷」標誌。

(B) SOCIAL (CONTINUED)

Community (continued)

Community Investment (continued)

Education and Culture

The Group acknowledges that young people are the future leaders of our society and education is crucial in building a prosperous society. The Group financed the Chinese Manufacturers' Association of Hong Kong's Scholarship Programme and Vocational Training Council's Outstanding Industrial Attachment Scholarships. The Group established "Chevalier Culture & Education Foundation" in 1998, aiming to foster cultural, academic and educational exchanges amongst Hong Kong and other countries. It has long demonstrated full support for promoting local arts and culture development. Apart from being the Two-Year Platinum Sponsor of Opera Hong Kong, it also sponsored "New Year Special Japanese Traditional Dance – The Beauty of Japanese Tradition" presented by Wakayagi Ryu Konokai, a traditional Japanese dance school. Moreover, the Group exclusively sponsored "McDull • Pictures at a Concert" organised by the Hong Kong Sinfonietta to foster public's interest in classical music.

Sports and Environment

The Group has been a long-time patron of the Hong Kong Jockey Club's "Chevalier Cup Race Day". During the year, the Group took a step further to support the "2017 Hong Kong Dragon Boat Carnival" organised by the Hong Kong Tourism Board, with the aim of promoting traditional Chinese sports culture. Meanwhile, the Group set up a "Chevalier Dragon Boat Team" comprising colleagues from different departments to reflect the unity and cohesion of the Group. In addition, the Group also supported other sports activities including "Oxfam Trailwalker 2017", "The 2018 Community Chest Corporate Challenge", "Shanghai Commercial Pok Oi Cycle for Millions 2018" and "Construction Industry Happy Run and Carnival 2018" organised by Construction Industry Council.

The Group is committed to building a green community. It gave full support to various green advocates to promote public awareness of environmental protection. It has a committed partnership with WWF and is the Silver Member of WWF-Hong Kong Corporate Membership Programme for 2017–2018.

Volunteering

The Group has in place a volunteer team – "Chevalier Cares" since 2011. During the year under review, Chevalier Cares arranged various visits with the non-profit organisations such as the Hong Kong Young Women's Christian Association, Evangelical Lutheran Church of Hong Kong and Wai Ji Christian Service. It participated in different voluntary programs and served those in need including the elderly, children, disabled and low income families. The volunteer team contributed approximately 800 hours of voluntary work for the aforementioned events during the year.

(B) 社會(續)

社區(續)

社區投資(續)

教育及文化

本集團認為年輕人是我們社會的未來領袖，教育對於建設一個繁榮社會至為重要。本集團已資助香港中華廠商聯合會獎學金計劃，以及職業訓練局優秀企業實習獎學金。本集團於一九九八年創立「其士文教基金會」，以推動香港與其他國家之間的文化、學術及教育交流，並一直致力支持促進本地藝術及文化的發展。除作為香港歌劇院的兩年白金贊助人外，本集團亦贊助了日本舞踊若柳流香之會上演的「新春特別日本舞踊公演—日本傳統之美」。此外，本集團獨家贊助了由香港小交響樂團舉辦的「麥兜•音樂廳裏的圖畫」，以培養公眾對古典音樂的興趣。

體育及環境

本集團乃香港賽馬會「其士盃賽馬日」的長期贊助商。年內，本集團更進一步支持香港旅遊發展局舉辦的「香港龍舟嘉年華2017」，以推廣中國傳統體育文化。與此同時，本集團成立了「其士龍舟隊」，成員來自不同部門的同事，以彰顯集團的團結及凝聚力。此外，本集團亦支持了其他體育活動，當中包括「樂施毅行者2017」、「公益慈善馬拉松2018」、「上海商業博愛單車百萬行2018」及建造業議會舉辦的「2018建造業開心跑暨嘉年華」。

本集團致力於建立綠色社區，全力支持各種綠色倡導活動，以提高公眾的環保意識。其與世界自然基金會已建立夥伴關係，並且為二零一七年至二零一八年世界自然基金會香港分會—公司會員計劃的純銀會員。

義工活動

本集團自二零一一年起組成了「愛心騎士」義工隊。於本回顧年度，「愛心騎士」夥拍香港基督教女青年會、基督教香港信義會及基督教懷智服務處等非牟利組織安排了多項探訪活動。該義工隊參與了不同的義工活動，當中對象包括長者、兒童、殘障人士和低收入家庭，為有需要人士服務。年內，義工隊為上述活動貢獻了約800小時的義務工作。

KPIs 關鍵績效指標	HKEx ESG Reporting Guide Requirements 香港交易所《環境、社會及管治報告指引》規定	Section/Remarks 章節／備註
A. Environmental		
A. 環境範疇		
Aspect A1 層面 A1	Emissions 排放物	
General disclosure 一般披露	Information on: the policies and compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste. 有關廢氣及溫室氣體排放、向水及土地的排污、有害及無害廢棄物的產生等的政策及遵守對發行人有重大影響的相關法律及規例的資料。	Emissions 排放物
KPI A1.1 關鍵績效指標 A1.1	The types of emissions and respective emissions data. 排放物種類及相關排放數據。	Emissions 排放物
KPI A1.2 關鍵績效指標 A1.2	Greenhouse gas emissions in total (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). 溫室氣體總排放量(以公噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	Emissions 排放物
KPI A1.3 關鍵績效指標 A1.3	Total hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). 所產生有害廢棄物總量(以公噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	No hazardous waste was produced. 並無產生有害廢棄物。
KPI A1.4 關鍵績效指標 A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). 所產生無害廢棄物總量(以公噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	Emissions 排放物
KPI A1.5 關鍵績效指標 A1.5	Description of measures to mitigate emissions and results achieved. 描述減低排放量的措施及所得成果。	The Environment and Natural Resources 環境及天然資源
KPI A1.6 關鍵績效指標 A1.6	Description of how hazardous and non-hazardous wastes are handled, reduction initiatives and results achieved. 描述處理有害及無害廢棄物的方法、減低產生量的措施及所得成果。	Emissions; The Environment and Natural Resources 排放物；環境及天然資源

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KPIs 關鍵績效指標	HKEx ESG Reporting Guide Requirements 香港交易所《環境、社會及管治報告指引》規定	Section/Remarks 章節／備註
Aspect A2 層面 A2	Use of resources 資源使用	
General disclosure 一般披露	Policies on efficient use of resources, including energy, water and other raw materials. 有效使用資源(包括能源、水及其他原材料)的政策。	The Environment and Natural Resources 環境及天然資源
KPI A2.1 關鍵績效指標 A2.1	Direct and/or indirect energy consumption by type (e.g. electricity, gas or oil) in total (kWh in '000s) and intensity (e.g. per unit of production volume, per facility). 按類型劃分的直接及／或間接能源(如電、氣或油)總耗量(以千個千瓦時計算)及密度(如以每產量單位、每項設施計算)。	Use of Resources 資源使用
KPI A2.2 關鍵績效指標 A2.2	Water consumption in total and intensity (e.g. per unit of production volume, per facility). 總耗水量及密度(如以每產量單位、每項設施計算)。	Use of Resources 資源使用
KPI A2.3 關鍵績效指標 A2.3	Description of energy use efficiency initiatives and results achieved. 描述能源使用效益計劃及所得成果。	The Environment and Natural Resources 環境及天然資源
KPI A2.4 關鍵績效指標 A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency initiatives and results achieved. 描述求取適用水源上可有任何問題，以及提升用水效益計劃及所得成果。	It is not a major issue for our business. 這並非我們業務的主要問題。
KPI A2.5 關鍵績效指標 A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced. 製成品所用包裝材料的總量(以公噸計算)及(如適用)每生產單位佔量。	Our operation does not involve significant use of packaging material. 我們的營運不涉及大量使用包裝材料。
Aspect A3 層面 A3	The environment and natural resources 環境及天然資源	
General disclosure 一般披露	Policies on minimising the issuer's significant impact on the environment and natural resources. 減低發行人對環境及天然資源造成重大影響的政策。	The Environment and Natural Resources 環境及天然資源
KPI A3.1 關鍵績效指標 A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them. 描述業務活動對環境及天然資源的重大影響及已採取管理有關影響的行動。	The Environment and Natural Resources 環境及天然資源

KPIs 關鍵績效指標	HKEx ESG Reporting Guide Requirements 香港交易所《環境、社會及管治報告指引》規定	Section/Remarks 章節／備註
B. Social		
B. 社會		
Employment and Labour Practices 僱傭及勞工常規		
Aspect B1 層面 B1	Employment 僱傭	
General disclosure 一般披露	Information on: the policies and compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare. 有關薪酬及解僱、招聘及晉升、工作時數、假期、平等機會、多元化、反歧視以及其他待遇及福利的政策；及遵守對發行人有重大影響的相關法律及規例的資料。	Employment and Labour Practices Standards 僱傭及勞工常規
KPI B1.1 關鍵績效指標 B1.1	Total workforce by employment type, gender, and age group. 按僱傭類型、性別及年齡組別劃分的僱員總數。	Employment and Labour Standards 僱傭及勞工準則
KPI B1.2 關鍵績效指標 B1.2	Employee turnover rate by gender and age group. 按性別及年齡組別劃分的僱員流失比率。	Employment and Labour Standards 僱傭及勞工準則
Aspect B2 層面 B2	Health and safety 健康與安全	
General disclosure 一般披露	Information on: the policies; and compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards. 有關提供安全工作環境及保障僱員避免職業性危害的政策及遵守對發行人有重大影響的相關法律及規例的資料。	Health and Safety 健康及安全
KPI B2.1 關鍵績效指標 B2.1	Number and rate of work-related fatalities. 因工作關係而死亡的人數及比率。	Health and Safety 健康及安全
KPI B2.2 關鍵績效指標 B2.2	Lost days due to work injury. 因工傷損失工作日數。	Health and Safety 健康及安全

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KPIs 關鍵績效指標	HKEx ESG Reporting Guide Requirements 香港交易所《環境、社會及管治報告指引》規定	Section/Remarks 章節／備註
KPI B2.3 關鍵績效指標 B2.3	Description of occupational health and safety measures adopted, how they are implemented and monitored. 描述所採納的職業健康與安全措施，以及相關執行及監察方法。	Health and Safety 健康及安全
Aspect B3 層面 B3	Development and training 發展及培訓	
General disclosure 一般披露	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities. 有關提升僱員履行工作職責的知識及技能的政策。描述培訓活動。	Development and Training 發展及培訓
KPI B3.1 關鍵績效指標 B3.1	The percentage of employees trained by employee category. 按僱員類別劃分的受訓僱員百分比。	Development and Training 發展及培訓
KPI B3.2 關鍵績效指標 B3.2	The average training hours completed per employee by gender and employee category. 按性別及僱員類別劃分，每名僱員完成受訓的平均時數。	Not applicable 不適用
Aspect B4 層面 B4	Labour standards 勞工準則	
General disclosure 一般披露	Information on: the policies; and compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour. 有關防止童工或強制勞工的政策及遵守對發行人有重大影響的相關法律及規例的資料。	Employment and Labour Standards 僱傭及勞工準則
KPI B4.1 關鍵績效指標 B4.1	Description of measures to review employment practices to avoid child and forced labour. 描述檢討招聘慣例的措施以避免童工及強制勞工。	Employment and Labour Standards 僱傭及勞工準則
KPI B4.2 關鍵績效指標 B4.2	Description of steps taken to eliminate such practices when discovered. 描述在發現違規情況時消除有關情況所採取的步驟。	Employment and Labour Standards 僱傭及勞工準則
Operating Practices 營運慣例		
Aspect B5 層面 B5	Supply chain management 供應鏈管理	
General disclosure 一般披露	Policies on managing environmental and social risks of the supply chain. 管理供應鏈的環境及社會風險政策。	Supply Chain Management 供應鏈管理

KPIs 關鍵績效指標	HKEx ESG Reporting Guide Requirements 香港交易所《環境、社會及管治報告指引》規定	Section/Remarks 章節／備註
KPI B5.1 關鍵績效指標 B5.1	Number of suppliers by geographical region. 按地區劃分的供應商數目。	Not applicable 不適用
KPI B5.2 關鍵績效指標 B5.2	Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, how they are implemented and monitored. 描述有關聘用供應商的慣例，向其執行有關慣例的供應商數目、以及有關慣例的執行及監察方法。	Supply Chain Management 供應鏈管理
Aspect B6 層面 B6	Product responsibility 產品責任	
General disclosure 一般披露	Information on: the policies; and compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress. 有關所提供產品和服務的健康與安全、廣告、標籤及私隱事宜以及補救方法的政策及遵守對發行人有重大影響的相關法律及規例的資料。	Product Responsibility 產品責任
KPI B6.1 關鍵績效指標 B6.1	Percentage of total products sold or shipped subject to recalls for safety and health reasons. 已售或已運送產品總數中因安全與健康理由而須回收的百分比。	Not applicable 不適用
KPI B6.2 關鍵績效指標 B6.2	Number of products and service related complaints received and how they are dealt with. 接獲關於產品及服務的投訴數目以及應對方法。	Product Responsibility 產品責任
KPI B6.3 關鍵績效指標 B6.3	Description of practices relating to observing and protecting intellectual property rights. 描述與維護及保障知識產權有關的慣例。	Anti-Corruption 反貪污
KPI B6.4 關鍵績效指標 B6.4	Description of quality assurance process and recall procedures. 描述質量檢定過程及產品回收程序。	Product Responsibility 產品責任
KPI B6.5 關鍵績效指標 B6.5	Description of consumer data protection and privacy policies, how they are implemented and monitored. 描述消費者資料保障及私隱政策，以及相關執行及監察方法。	Product Responsibility 產品責任

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

環境、社會及管治報告

KPIs 關鍵績效指標	HKEx ESG Reporting Guide Requirements 香港交易所《環境、社會及管治報告指引》規定	Section/Remarks 章節／備註
Aspect B7 層面 B7	Anti-corruption 反貪污	
General disclosure 一般披露	Information on: the policies; and compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering. 有關防止賄賂、勒索、欺詐及洗黑錢的政策及遵守對發行人有重大影響的相關法律及規例的資料。	Anti-Corruption 反貪污
KPI B7.1 關鍵績效指標 B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period and the outcomes of the cases. 於匯報期內對發行人或其僱員提出並已審結的貪污訴訟案件的數目及訴訟結果。	During the year, no cases of corruption were reported. 於本年度，並無發生貪污案件。
KPI B7.2 關鍵績效指標 B7.2	Description of preventive measures and whistle-blowing procedures, how they are implemented and monitored. 描述防範措施及舉報程序，以及相關執行及監察方法。	Anti-Corruption 反貪污
Community 社區		
Aspect B8 層面 B8	Community investment 社區投資	
General disclosure 一般披露	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests. 有關以社區參與來了解發行人營運所在社區需要和確保其業務活動會考慮社區利益的政策。	Community Investment 社區投資
KPI B8.1 關鍵績效指標 B8.1	Focus areas of contribution (e.g. education, environmental concerns, labour needs, health, culture, sport). 專注貢獻範疇(如教育、環境事宜、勞工需求、健康、文化、體育)。	Community Investment 社區投資
KPI B8.2 關鍵績效指標 B8.2	Resources contributed (e.g. money or time) to the focus area. 在專注範疇所動用資源(如金錢或時間)。	Community Investment 社區投資

REPORT OF THE DIRECTORS

董事會報告

The Board presents to shareholders their annual report together with the audited financial statements of the Company and of the Group for the year ended 31 March 2018.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of the Group are construction and engineering, property investment, property development and operations, healthcare investment, and car dealership. Other ancillary and supporting businesses of principal subsidiaries, associates and joint ventures that are integrated with the main businesses of the Group are shown on pages 174 to 180.

The Group's revenue and results for the year ended 31 March 2018, analysed by operating segments, are set out in note 5 to the consolidated financial statements.

BUSINESS REVIEW

A fair review of the businesses of the Group during the year, particulars of important events affecting the Group that have occurred subsequent to the year ended 31 March 2018 (if any), a description of principal risks and uncertainties facing the Group and discussion on the Group's prospects are provided in the Letter to Shareholders on page 8, Management Discussion and Analysis on pages 9 to 13, Financial Review on pages 14 to 19 and note 3 to the consolidated financial statements. In addition, discussions on the Group's compliance with relevant laws and regulations which have a significant impact on the Group, relationships with its key stakeholders and environmental policy are provided in the Corporate Governance Report and Environmental, Social and Governance Report on pages 28 to 36 and pages 37 to 54, respectively.

RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 31 March 2018 are set out in the consolidated income statement on page 73. The Board now recommends the payment of a final dividend of HK\$0.25 (2017: HK\$0.40) per share in cash payable to shareholders whose names appear on the Register of Members of the Company on Wednesday, 12 September 2018. Together with a special interim dividend of HK\$1.40 (2017: Nil) and an interim dividend of HK\$0.10 (2017: HK\$0.20) per share paid on Wednesday, 27 September 2017 and Thursday, 21 December 2017, respectively, the total dividends for the year amounted to HK\$1.75 (2017: HK\$0.60) per share. Subject to the approval by shareholders at the AGM, the proposed final dividend will be payable in cash to shareholders on or about Tuesday, 18 September 2018.

董事會提呈本公司及本集團截至二零一八年三月三十一日止年度年報及經審核財務報表供各股東閱覽。

主要業務

本公司之主要業務為投資控股，而本集團之主要業務為建築及機械工程、物業投資、物業發展及營運、保健護理投資及汽車代理。載於第174頁至180頁之主要附屬公司、聯營公司及合營企業所從事之其他輔助性業務已歸入本集團主要業務內。

本集團截至二零一八年三月三十一日止年度以營運分類之收入及業績載於綜合財務報表附註5。

業務審視

於本年度本集團業務的持平審視，尤其是於截至二零一八年三月三十一日止年度之後影響本集團的重大事件(如有)、本集團面對的主要風險及不明朗因素，以及本集團前景的討論載於致股東之函件第8頁、管理層討論及分析第9頁至13頁、財務評述第14頁至19頁及綜合財務報表附註3。此外，對本集團有重大影響的相關法律及法規的討論、與主要有關利益者的關係及環境政策分載於企業管治報告第28頁至36頁及環境、社會及管治報告第37頁至54頁。

業績及撥用

本集團截至二零一八年三月三十一日止年度之業績載於第73頁綜合收益表。董事會建議以現金派發末期股息每股港幣0.25元(二零一七年：港幣0.40元)於二零一八年九月十二日(星期三)名列本公司股東名冊之股東。連同已分別於二零一七年九月二十七日(星期三)及二零一七年十二月二十一日(星期四)派付之特別中期股息每股港幣1.40元(二零一七年：無)及中期股息每股港幣0.10元(二零一七年：港幣0.20元)，本年度合共派發股息每股港幣1.75元(二零一七年：港幣0.60元)。待將於股東週年大會獲股東批准後，建議末期股息將約於二零一八年九月十八日(星期二)以現金支付。

REPORT OF THE DIRECTORS

董事會報告

CLOSURE OF REGISTER OF MEMBERS

For determining the entitlement to attend and vote at the AGM, the Register of Members of the Company will be closed from Wednesday, 22 August 2018 to Wednesday, 29 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 AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 21 August 2018.

For determining entitlement to the proposed final dividend (subject to the passing of an ordinary resolution by the shareholders of the Company at the AGM), the Register of Members of the Company will be closed from Thursday, 6 September 2018 to Wednesday, 12 September 2018, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the proposed final dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Standard Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 5 September 2018.

SHARES ISSUED

Details of the shares issued by the Company during the year are set out in note 33 to the consolidated financial statements.

RESERVES

Movements in reserves of the Group and the Company during the year are set out in note 34 and note 46 to the consolidated financial statements.

As at 31 March 2018, the Company's reserves available for distribution to shareholders amounted to HK\$1,496,619,000 (2017: HK\$1,307,773,000).

INVESTMENT PROPERTIES

Movements in investment properties of the Group during the year are set out in note 14 to the consolidated financial statements.

PROPERTY, PLANT AND EQUIPMENT

Movements in property, plant and equipment of the Group during the year are set out in note 15 to the consolidated financial statements.

暫停辦理股份過戶登記

為確定股東有權出席股東週年大會及於會上投票，本公司將於二零一八年八月二十二日(星期三)至二零一八年八月二十九日(星期三)(首尾兩天包括在內)，暫停辦理股份過戶登記手續。為確保符合資格出席股東週年大會及於會上投票，所有股份過戶文件連同有關股票必須於二零一八年八月二十一日(星期二)下午四時三十分前，一併送達本公司於香港之股份過戶登記分處卓佳標準有限公司，地址為香港皇后大道東183號合和中心22樓，以便辦理過戶登記手續。

為確定股東有權收取建議末期股息，待本公司股東於股東週年大會通過該普通決議案後，本公司將於二零一八年九月六日(星期四)至二零一八年九月十二日(星期三)(首尾兩天包括在內)，暫停辦理股份過戶登記手續。為確保符合資格獲派建議末期股息，所有股份過戶文件連同有關股票必須於二零一八年九月五日(星期三)下午四時三十分前，一併送達本公司於香港之股份過戶登記分處卓佳標準有限公司，地址為香港皇后大道東183號合和中心22樓，以便辦理過戶登記手續。

已發行股本

本公司於本年度已發行股份的詳情載於綜合財務報表附註33。

儲備

本集團及本公司於本年度之儲備變動載於綜合財務報表附註34及附註46。

於二零一八年三月三十一日，本公司可向股東分派之儲備為港幣1,496,619,000元(二零一七年：港幣1,307,773,000元)。

投資物業

本集團於本年度之投資物業變動載於綜合財務報表附註14。

物業、廠房及設備

本集團於本年度之物業、廠房及設備變動載於綜合財務報表附註15。

BANK AND OTHER BORROWINGS

Details of bank and other borrowings of the Group as at 31 March 2018 are set out in note 32 to the consolidated financial statements.

FINANCIAL SUMMARY/FINANCIAL REVIEW

Financial summary and financial review of the Group are shown on pages 2 to 5 and on pages 14 to 19, respectively.

MAJOR CUSTOMERS AND SUPPLIERS

The Group's revenue and purchases for the year attributable to the Group's five largest customers and suppliers were less than 30% respectively. None of the Directors, their respective close associates (as defined in the Listing Rules) or any shareholder (whom to the knowledge of the Directors owns 5% or more of the issued share capital of the Company) as at 31 March 2018 has any interest in the Group's five largest customers and suppliers.

MAJOR PROPERTIES

Particulars of major properties of the Group as at 31 March 2018 are set out on pages 24 to 27.

EMPLOYEES AND REMUNERATION POLICIES

The Group employed approximately 4,000 full-time staff under its subsidiaries globally as at 31 March 2018. Total staff costs amounted to HK\$1,034 million for the year ended 31 March 2018. The remuneration policies of the Group are reviewed periodically on the basis of the nature of job, market trend, company performance and individual performance. Other staff benefits include bonuses awarded on a discretionary basis, medical schemes and retirement schemes.

The remuneration package of the Directors and the senior management is based on their contribution to the performance of the Group and is supervised by the Nomination Committee and Remuneration Committee of the Company.

Details of the Directors' remuneration are set out in note 38 to the consolidated financial statements.

DONATIONS

During the year, the Group made donations of HK\$15,755,000 to charitable bodies.

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the Company's Bye-Laws although there is no restriction against such rights under the laws in Bermuda where the Company is incorporated.

銀行及其他借款

本集團於二零一八年三月三十一日銀行及其他借款之詳情載於綜合財務報表附註32。

財務概要／財務評述

本集團之財務概要及財務評述分別載於第2頁至5頁及第14頁至19頁。

主要客戶及供應商

本集團年度內之五大客戶及供應商分別佔本集團收入及購貨額不足30%。於二零一八年三月三十一日，各董事、其各自緊密聯繫人士（定議見上市規則）或任何股東（就董事所知其擁有本公司已發行股本5%或以上）概無與本集團之五大客戶及供應商有任何權益。

主要物業

本集團於二零一八年三月三十一日之主要物業資料載於第24頁至27頁。

僱員及薪酬制度

於二零一八年三月三十一日，本集團旗下附屬公司於全球僱用約4,000名全職員工。截至二零一八年三月三十一日止年度，員工總開支為港幣10.34億元。本集團之薪酬制度乃根據僱員之工作性質、市場趨勢、公司業績及個別員工之表現而定期作出評估。其他員工福利包括酌情發放花紅獎賞、醫療計劃及退休金計劃等。

董事及高級管理人員的薪酬乃根據其對本集團表現的貢獻釐定，並由本公司提名委員會及薪酬委員會監管。

董事薪酬的詳情載於綜合財務報表附註38。

慈善捐款

於本年度，本集團捐款予慈善機構為港幣15,755,000元。

優先承讓權

本公司細則並無優先承讓權之條款，雖然根據本公司之註冊地百慕達之法例，對此並無作出任何限制。

REPORT OF THE DIRECTORS

董事會報告

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

There was no purchase, sale or redemption of listed securities of the Company by the Company or any of its subsidiaries during the year.

PERMITTED INDEMNITY

Pursuant to the Company's Bye-Laws, every Director shall be indemnified out of the assets of the Company against all losses or liabilities which he/she may sustain or incur in the execution of his/her office or otherwise in relation thereto. The Company has taken out insurance against the liability and costs associated with defending any proceedings which may be brought against the Directors of the Group.

DIRECTORS

The Directors who held office during the year and up to the date of this report were:

Executive Directors

Dr. CHOW Yei Ching (former Co-Chairman who retired on 30 August 2017)
Mr. KUOK Hoi Sang (Chairman and Managing Director)
Mr. TAM Kwok Wing (Deputy Managing Director)
Mr. HO Chung Leung
Mr. MA Chi Wing
Miss Lily CHOW

Non-Executive Directors

Dr. KO Chan Gock, William
Mr. CHOW Vee Tsung, Oscar

Independent Non-Executive Directors

Ir. Dr. CHOW Ming Kuen, Joseph
Mr. YANG Chuen Liang, Charles
Professor POON Chung Kwong
Mr. Irons SZE

In recognition of Dr. Chow Yei Ching's exceptional contributions to the Group during his tenure of services, the Board honoured Dr. Chow with the title of Chairman Emeritus of the Company following his retirement.

In accordance with the Company's Bye-Laws, Mr. Tam Kwok Wing, Miss Lily Chow, Ir. Dr. Chow Ming Kuen, Joseph and Dr. Ko Chan Gock, William shall retire from office at the AGM and, being eligible, may offer themselves for re-election. The Non-Executive Directors are subject to the same retirement requirements as the Executive Directors. The biographical details of the Directors of the Company as at the date of this report are set out in the "Management Profile" section on pages 20 to 23.

購買、出售或贖回上市證券

本公司或其任何附屬公司於本年度並無購買、出售或贖回本公司之任何上市證券。

獲准許的彌償

根據本公司細則，每位董事就其因執行職務或與其有關的其他事宜所引致或蒙受之一切損失或法律責任，有權從本公司資產中獲得彌償。本公司已就本集團董事可能在法律程序中進行抗辯所招致的法律責任及費用購買保險。

董事

於本年度及截至本報告日期止之在任董事如下：

執行董事

周亦卿博士 (前聯席主席，於二零一七年八月三十日退任)
郭海生先生 (主席兼董事總經理)
譚國榮先生 (副董事總經理)
何宗樑先生
馬志榮先生
周莉莉小姐

非執行董事

高贊覺博士
周維正先生

獨立非執行董事

周明權博士
楊傳亮先生
潘宗光教授
施榮懷先生

為表彰周亦卿博士在任期內為本集團所付出的卓越貢獻，董事會於周博士退任後，向其頒授本公司榮譽主席職銜。

根據本公司細則，譚國榮先生、周莉莉小姐、周明權博士及高贊覺博士須於股東週年大會上告退，並願膺選連任。各非執行董事之告退規定與各執行董事相同。本公司董事於本報告日期的簡歷詳情刊載於第20頁至23頁「管理層簡介」一節。

DIRECTORS' MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

Save as disclosed in the sections headed "Connected Transaction" below and "Related Party Transactions" in note 43 to the consolidated financial statements, no other transactions, arrangements or contracts of significance in relation to the Company's business to which the Company's subsidiaries was a party or were parties and in which a director of the Company or his or her connected entity had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

During the year, none of the Directors have an interest in any business constituting a competing business to the Group.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SECURITIES

As at 31 March 2018, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporation, within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO"), which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have taken under such provisions of the SFO), or which were required to be recorded in the register to be kept by the Company pursuant to Section 352 of the SFO or as otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

董事於交易、安排或合約之重大權益

除下文「關連交易」及綜合財務報表附註43「有關連人士之交易」一節所披露者外，本公司董事或其關連實體並無其他在本公司附屬公司所訂立對本公司業務而言屬於重大之交易、安排或合約（在年終或本年度任何時間仍然有效）中，直接或間接擁有任何重大權益。

董事於競爭性業務之權益

於本年度內，概無董事於與本集團任何構成競爭之業務中有任何權益。

董事及主要行政人員之證券權益

於二零一八年三月三十一日，董事及本公司主要行政人員於本公司及其相聯公司（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債券中所擁有已根據證券及期貨條例第XV部第7及第8分部知會本公司及聯交所之權益及短倉（包括彼等根據上述證券及期貨條例條文被列為或視作擁有之權益及短倉），或必須並已記錄於本公司根據證券及期貨條例第352條規定須予存置之登記冊內之權益及短倉，或根據標準守則須知會本公司及聯交所之權益及短倉如下：

Name of Directors 董事名稱	Capacity 身份	Numbers of ordinary shares held 所持普通股股份數目			Approximate percentage of interest % 權益概約 %
		Personal interests 個人權益	Family interests 家族權益	Total 總數	
KUOK Hoi Sang 郭海生	Beneficial owner 實益擁有人	173,460	–	173,460	0.06
TAM Kwok Wing 譚國榮	Beneficial owner 實益擁有人	209,583	40,265	249,848	0.08
HO Chung Leung 何宗樑	Beneficial owner 實益擁有人	40,000	–	40,000	0.01

REPORT OF THE DIRECTORS

董事會報告

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SECURITIES (CONTINUED)

As at 31 March 2018, so far as is known to the Directors and the chief executive of the Company, no other person has interests or short positions in the shares, underlying shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the SFO) which are required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he is taken or deemed to have taken under such provisions of the SFO); or are required, pursuant to Section 352 of the SFO, to be recorded in the register referred to therein; or are required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange.

DIRECTORS' SERVICE CONTRACTS

No Director offering for re-election at the AGM has a service contract with the Company which is not determinable by the Company within one year without payment of compensation (other than statutory compensation).

MANAGEMENT CONTRACTS

No contract of significance concerning the management and administration of the whole or any substantial part of the business of the Company or any of its subsidiaries was entered into or subsisted during the year.

RETIREMENT SCHEMES

The Group has established various retirement benefit schemes for the benefit of its staff in Hong Kong and overseas.

In Hong Kong, the Group participates in both defined contribution schemes which are registered under the Occupational Retirement Schemes Ordinance (the "ORSO Schemes") and Mandatory Provident Fund Schemes (the "MPF Schemes") established under the Mandatory Provident Fund Schemes Ordinance in December 2000. The ORSO Schemes are funded by monthly contributions from both employees and the Group at rates ranging from 5% to 7.5% of the employee's basic salary, depending on the length of service with the Group. For members of the MPF Schemes, the Group contributes 5% of the relevant payroll costs per employee, at a maximum of HK\$1,500 per month for the year ended 31 March 2018, to the mandatory contribution of the MPF Schemes.

董事及主要行政人員之證券權益 (續)

於二零一八年三月三十一日，就董事及本公司主要行政人員所知，概無其他人士於本公司或其任何相聯公司（定義見證券及期貨條例第XV部）之股份、相關股份及債券中擁有須根據證券及期貨條例第XV部第7及第8分部知會本公司及聯交所之權益或短倉（包括彼根據上述證券及期貨條例條文被列為或視作擁有之權益及短倉），或須根據證券及期貨條例第352條規定記錄於該條所述登記冊內之權益或短倉；或須根據標準守則知會本公司及聯交所之權益或短倉。

董事服務合約

概無任何於股東週年大會膺選連任的董事與本公司簽訂不可在一年內不作補償（法定賠償除外）而可予以終止之服務合約。

管理合約

於本年度並無簽署有關管理及經營本公司或其任何附屬公司全部或大部份業務之重要合約。

退休金計劃

本集團為其香港及海外員工設立多項退休福利計劃。

於香港，本集團參與按《職業退休計劃條例》註冊之界定供款計劃（「公積金計劃」）及於二零零零年十二月按《強制性公積金計劃條例》設立之強制性公積金計劃（「強積金計劃」）。就公積金計劃，僱員及本集團每月按僱員底薪之5%至7.5%為供款額，視乎僱員於本集團之年資而定。本集團為強積金計劃之成員，按僱員有關每月入息之5%計算（截至二零一八年三月三十一日止年度內每月最多為港幣1,500元）就強積金計劃作出強制性供款。

RETIREMENT SCHEMES (CONTINUED)

The Group also participates in the employee pension schemes in countries or locations where the Group operates. The Group is required to make defined contributions at rates calculated as a certain percentage or sum of the monthly payroll.

The Group's total contributions to these schemes charged to the consolidated income statement during the year amounted to HK\$30 million against which no forfeited contributions had been deducted.

Particulars of the retirement benefit schemes are set out in note 42 to the consolidated financial statements.

CONNECTED TRANSACTION

During the year ended 31 March 2018 and up to the date of this report, the Group conducted the following transaction which constituted a connected transaction for the Company under the Listing Rules on the Stock Exchange. Details of the transaction had been disclosed in the announcement of the Company dated 30 August 2017 and is required under the Listing Rules to be disclosed in this Annual Report and on note 36(b)(ix) to consolidated financial statements of the Company.

CIH (BVI) Limited and Lucky Fine Limited, the wholly-owned subsidiaries of the Company as the vendors, and Madam Miyakawa Michiko as the purchaser (the "Purchaser"), entered into an agreement on 30 August 2017 in relation to the sale and purchase of the 10,000 shares in the capital of Talent Luck Limited, an indirect wholly-owned subsidiary of the Company, at a cash consideration of HK\$610,000,000 (the "Disposal"). The Purchaser is the spouse of Dr. Chow Yei Ching who is the controlling shareholder of the Company holding 189,490,248 shares of the Company, representing approximately 62.76% of the entire issued share capital of the Company. By virtue of the Purchaser being an associate of Dr. Chow, the Disposal constituted a connected transaction for the Company which is subject to the reporting, announcement and independent shareholders' approval requirements pursuant to Chapter 14A of the Listing Rules. The transaction was approved by independent shareholders at the special general meeting of the Company held on 12 October 2017.

退休金計劃(續)

本集團亦參與本集團經營業務之國家或地區之僱員退休金計劃。本集團須按既定供款，金額以每月薪酬之若干百分比或數目計算。

本集團於本年度在該等計劃已計入綜合收益表之總供款為港幣3,000萬元，並無已扣除之已沒收供款。

退休福利計劃詳情載於綜合財務報表附註42。

關連交易

於截至二零一八年三月三十一日止年度內及截至本報告日期止，本集團訂立下列交易，按聯交所上市規則規定構成本公司關連交易。交易詳情載於二零一七年八月三十日的公告內，並按上市規則規定，該交易載於本公司年報及其綜合財務報表附註36(b)(ix)內。

於二零一七年八月三十日，CIH (BVI) Limited及勵發有限公司(為本公司之全資附屬公司)為賣方與宮川美智子女士為買方(「買方」)訂立協議，關於出售及收購祥龍興業有限公司(為本公司之間接全資附屬公司)股本之10,000股股份，現金代價為港幣6.1億元(「出售事項」)。買方為本公司控股股東周亦卿博士之配偶，周博士持有189,490,248股本公司股份，佔本公司全部已發行股本約62.76%。由於買方為周博士之聯繫人士，出售事項構成本公司之關連交易，須遵守上市規則第十四A章項下的申報、公告及獨立股東批准規定。該交易於二零一七年十月十二日本公司舉行之股東特別大會獲獨立股東批准。

REPORT OF THE DIRECTORS

董事會報告

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SECURITIES

As at 31 March 2018, so far as is known to the Directors and the chief executive of the Company, the interests and short positions of the persons or corporations in the shares or underlying shares of the Company which have been disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO and as recorded in the register required to be kept by the Company under Section 336 of the SFO were as follows:

Substantial shareholders 主要股東	Capacity 身份	Number of ordinary shares held 所持普通股 股份數目	Approximate Percentage of interest % 權益概約 %
CHOW Yei Ching 周亦卿	Beneficial owner 實益擁有人	189,490,248	62.76
MIYAKAWA Michiko 宮川美智子	Interest of spouse 配偶權益	189,490,248*	62.76

* Under Part XV of the SFO, Ms. Miyakawa Michiko, the spouse of Dr. Chow Yei Ching, is deemed to be interested in the same parcel of 189,490,248 shares held by Dr. Chow.

Save as disclosed above, as at 31 March 2018, so far as is known to the Directors and the chief executive of the Company, no other person has interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations which were required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO and recorded in the register required to be kept by the Company under Section 336 of the SFO, or, were directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company.

ARRANGEMENT FOR ACQUISITION OF SHARES OR DEBENTURES

At no time during the year was the Company or any of its subsidiaries a party to any arrangement to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

主要股東之證券權益

於二零一八年三月三十一日，就董事及本公司主要行政人員所知，下列人士或法團於本公司股份或相關股份中所擁有須根據證券及期貨條例第XV部第2及3分部的條文向本公司披露，及須記錄於本公司根據證券及期貨條例第336條置存之記錄冊內之權益及短倉如下：

* 根據證券及期貨條例第XV部，周亦卿博士之配偶宮川美智子女士被視為擁有該等由周博士持有之189,490,248股股份。

除上文所披露者外，於二零一八年三月三十一日，就董事及本公司主要行政人員所知，概無任何其他人士於本公司或其任何相聯公司之股份、相關股份及債券中擁有須根據證券及期貨條例第XV部第2及第3分部向本公司披露之權益或短倉，及須記錄於本公司根據證券及期貨條例第336條置存之記錄冊內，或直接或間接持有任何類別股本（附有權利在任何情況下可於本公司之股東大會上投票之股本）面值5%或以上權益。

購買股份或債券之安排

於本年度任何時間內，本公司或其任何附屬公司並無參與任何安排，使本公司董事透過購買本公司或任何其他公司之股份或債券而獲得利益。

CORPORATE GOVERNANCE

The Board is committed to maintaining high standards of corporate governance. In the opinion of the Directors, the Company has complied with the code provisions as set out in the CG Code contained in Appendix 14 of the Listing Rules throughout the year ended 31 March 2018, with deviations from code provisions A.2.1, A.4.1 and A.6.7 of the Listing Rules which have already been stated in the Corporate Governance Report of the Annual Report. Detailed information on the Company's corporate governance practices is set out in the Corporate Governance Report on pages 28 to 36.

CHANGES IN DIRECTORS' BIOGRAPHICAL DETAILS

Pursuant to Rule 13.51B(1) of the Listing Rules, the change of Directors' biographical details since the date of the Company's Interim Report 2017–2018 is set out as follows:

- (a) Mr. Chow Vee Tsung, Oscar is the Honorary Consul of the Kingdom of Bahrain in Hong Kong with effect from 10 May 2018.
- (b) Professor Poon Chung Kwong had resigned as an independent non-executive director of Hopewell Highway Infrastructure Limited on 2 May 2018.
- (c) Mr. Irons Sze was appointed as an independent non-executive director, chairman of the nomination committee and member of the audit committee of ST International Holdings Company Limited on 15 May 2018.

Save as disclosed above, there is no other change of Directors' biographical details required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

SUFFICIENCY OF PUBLIC FLOAT

According to the information that is publicly available to the Company and within the knowledge of the Board, the percentage of the Company's share which is in the hands of the public exceeds 25% of the Company's total number of issued shares as at 28 June 2018, the latest practicable date to ascertain such information prior to the issue of this Annual Report.

AUDITOR

The consolidated financial statements have been audited by PricewaterhouseCoopers who shall retire and being eligible, offer themselves for re-appointment at the forthcoming AGM.

On behalf of the Board

KUOK Hoi Sang
Chairman and Managing Director
Hong Kong, 28 June 2018

企業管治

董事會致力維持高水平之企業管治。董事認為本公司截至二零一八年三月三十一日止整個年度一直遵守上市規則附錄十四所載企業管治守則的守則條文，惟對守則第A.2.1條、A.4.1條及A.6.7條之偏離除外；而該偏離已列載於本年報之企業管治報告內。有關本公司之企業管治常規已詳載於企業管治報告第28頁至36頁。

董事個人資料變動

根據上市規則第13.51B(1)條自二零一七至二零一八年中中期報告內的董事個人資料變動載列如下：

- (a) 周維正先生於二零一八年五月十日正式成為巴林王國駐香港名譽領事。
- (b) 潘宗光教授於二零一八年五月二日辭任合和公路基建有限公司獨立非執行董事。
- (c) 施榮懷先生於二零一八年五月十五日獲智紡國際控股有限公司委任為獨立非執行董事、提名委員會主席及審核委員會成員。

除上文所披露者外，概無根據上市規則第13.51B(1)條須予披露之董事個人資料變動。

足夠公眾持股量

根據本公司獲得之公開資料及據董事會所知，於二零一八年六月二十八日（即本年報刊發前確定該等資料的最後實際可行日期），公眾人士所持有本公司股份超過本公司已發行股份總數25%。

核數師

本綜合財務報表由羅兵咸永道會計師事務所審核。羅兵咸永道會計師事務所將會告退，並符合資格願在本公司應屆股東週年大會重獲委任。

承董事會命

主席兼董事總經理
郭海生
香港，二零一八年六月二十八日

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

**TO THE SHAREHOLDERS OF CHEVALIER
INTERNATIONAL HOLDINGS LIMITED**
(incorporated in Bermuda with limited liability)

OPINION

What we have audited

The consolidated financial statements of Chevalier International Holdings Limited (the "Company") and its subsidiaries (the "Group") set out on pages 73 to 180, which comprise:

- the consolidated statement of financial position as at 31 March 2018;
- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 March 2018, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code.

致其士國際集團有限公司股東

(於百慕達註冊成立的有限公司)

意見

我們已審計的內容

其士國際集團有限公司(以下簡稱「貴公司」)及其附屬公司(以下統稱「貴集團」)列載於第73至180頁的綜合財務報表，包括：

- 於二零一八年三月三十一日的綜合財務狀況表；
- 截至該日止年度的綜合收益表；
- 截至該日止年度的綜合全面收益表；
- 截至該日止年度的綜合權益變動表；
- 截至該日止年度的綜合現金流量表；及
- 綜合財務報表附註，包括主要會計政策概要。

我們的意見

我們認為，該等綜合財務報表已根據香港會計師公會(「香港會計師公會」)頒佈的《香港財務報告準則》(「香港財務報告準則」)真實而中肯地反映了貴集團於二零一八年三月三十一日的綜合財務狀況及其截至該日止年度的綜合財務表現及綜合現金流量，並已遵照香港《公司條例》的披露規定妥為擬備。

意見的基礎

我們已根據香港會計師公會頒佈的《香港審計準則》(「香港審計準則」)進行審計。我們在該等準則下承擔的責任已在本報告「核數師就審計綜合財務報表承擔的責任」部份中作進一步闡述。

我們相信，我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

獨立性

根據香港會計師公會頒佈的《專業會計師道德守則》(以下簡稱「守則」)，我們獨立於貴集團，並已履行守則中的其他專業道德責任。

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters identified in our audit are summarised as follows:

- Revenue recognition from construction works;
- Valuation of investment properties;
- Recoverability of properties under development and properties for sale; and
- Impairment assessment of goodwill.

Key Audit Matter 關鍵審計事項

Revenue recognition from construction works 建築工程的收入確認

Refer to notes 4(g) and 6 to the consolidated financial statements

For the year ended 31 March 2018, the Group recognised revenue from the construction works of HK\$2,399 million.

The recognition of revenue from the construction works involves a high degree of management judgement in relation to the determination of gross profit margin of each construction contract, which is determined based on the estimated total construction costs, estimated total construction contract sum (including variation orders and claims), as well as the percentage of completion of construction works. Most of the construction works take more than one year to complete during which the project scope may change from time to time. Management estimate the contract revenue and budgeted cost at the commencement of the contracts and regularly reassess these amounts and the financial impact with reference to the progress of construction works.

請參考綜合財務報表附註4(g)及6

截至二零一八年三月三十一日止年度，貴集團確認建築工程的收入港幣23.99億元。

建築工程的收入確認涉及管理層就每筆建築合約毛利率的釐定作出高度判斷，乃基於估計建築總成本、估計建築合約總額（包括變動訂單及索償）以及建築工程完工百分比予以釐定。大部份建築工程需耗時超過一年完工，於該期間項目範圍或會不時變動。管理層於合約開始生效時估計合約收入及預算成本，並參考建築工程的進度定期重估該等金額及財務影響。

關鍵審計事項

關鍵審計事項是根據我們的專業判斷，認為對本期綜合財務報表的審計最為重要的事項。這些事項是在我們審計整體綜合財務報表及出具意見時進行處理的。我們不會對這些事項提供單獨的意見。

我們在審計中識別的關鍵審計事項概述如下：

- 建築工程的收入確認；
- 投資物業的估值；
- 發展中物業及待售物業的可取回性；及
- 商譽的減值評估。

How our audit addressed the Key Audit Matter 我們的審計如何處理關鍵審計事項

Our procedures in relation to management's recognition of revenue from construction works included:

- Tested the key controls around the construction cycle with particular focus on, but not limited to, controls over cost budgeting and periodic review of estimated total construction costs and contract sum;
- In our testing of management's estimation on gross profit margin of each construction contract, which is determined based on the total construction costs, total construction contract sum and the percentage of completion of construction works at the end of the reporting period, we selected a number of construction works on a sample basis and:
 - discussed with management and the respective project teams on the progress of the projects;

我們針對管理層就建築工程的收入確認的程序包括：

- 重點關注但不限於測試建設週期中對估計建築總成本及合約金額的成本預算及定期檢討的控制；
- 於測試管理層就每筆建築合約的毛利率（基於建築總成本、建築合約總額以及於報告期末的建築工程完工百分比予以釐定）所作估計時，我們按抽樣方式選取若干建築工程，並：
 - 與管理層及各項目團隊討論項目進度；

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

Key Audit Matter

關鍵審計事項

Due to the existence of significant management judgement required to determine the amount and timing of revenue recognised from the construction works, we considered it a key audit matter.

由於釐定建築工程所確認收入的金額及時間安排需管理層作出重大判斷，我們將該事項視為關鍵審計事項。

How our audit addressed the Key Audit Matter

我們的審計如何處理關鍵審計事項

- assessed management's estimates in relation to matters that may impact the estimated contract sum and contract costs arising from the variation to the original contracts, such as, claims, disputes, variation orders and liquidation damages with reference to the correspondence between the Group, subcontractors and suppliers which support management's estimate of changes to construction works;
- tested the actual costs incurred on construction works during the reporting period by tracing to supporting documents including architect's certificates issued to subcontractors and invoices from subcontractors and suppliers;
- recalculated the revised percentage of completion based on the latest estimated total construction sum and the actual construction revenue certified by the architect; and
- recalculated the construction costs recognised based on the revised percentage of completion.

We consider management's estimates in determining the budgeted revenue and costs and the percentage of completion of construction works and revenue recognised to be supported by the available evidence.

- 參考 貴集團、分包商與供應商之間的通訊(支持管理層估計建築工程的變動)，評估管理層就因原合約變動(如索償、糾紛、變動訂單及損害賠償金)而可能影響估計合約金額及合約成本的事宜所作估計；
- 透過追蹤支持文件(包括向分包商發出的建築師證書以及分包商及供應商所提供的發票)測試報告期間建築工程所產生的實際成本；
- 基於最新估計建築總金額及建築師核實的實際建築收入重新計算經修訂完工百分比；及
- 基於經修訂完工百分比重新計算所確認建築成本。

我們認為，管理層於釐定建築成本的預算收入及成本與完工百分比以及所確認收入時所作估計有可得證據支持。

Key Audit Matter
關鍵審計事項

Valuation of investment properties
投資物業的估值

Refer to notes 4(a) and 14 to the consolidated financial statements

The Group's investment properties were carried at HK\$3,791 million as at 31 March 2018 and a revaluation gain of HK\$191 million was recognised in the consolidated income statement as part of other gains, net. The Group's investment property portfolio comprises of commercial, residential and industrial properties in Hong Kong, the Mainland China and overseas.

Management has engaged independent external valuers, to estimate the fair value of the Group's investment properties as at 31 March 2018 based on the income capitalisation approach and where appropriate, direct comparison approach.

The valuation of investment properties depends on certain key assumptions that require significant management judgement, including capitalisation rates and prevailing market rents.

Due to the existence of significant management judgement in assumptions used in the valuation of investment properties we considered it a key audit matter.

請參考綜合財務報表附註4(a)及14

於二零一八年三月三十一日，貴集團的投資物業按港幣37.91億元列賬，並於綜合收益表確認重估收益港幣1.91億元，作為其他收益，淨額的一部份。貴集團的投資物業組合包括於香港、中國內地及海外的商業、住宅及工業物業。

管理層已聘請獨立外部估值師，採用收益資本化方法以及於適時採用直接比較法估計。貴集團投資物業於二零一八年三月三十一日的公允值。

投資物業的估值取決於由管理層作出重大判斷的某些關鍵假設，包括資本化率及現行市場租金。

由於在投資物業的估值中採用的假設需管理層作出重大判斷，我們將該事項視為關鍵審計事項。

How our audit addressed the Key Audit Matter
我們的審計如何處理關鍵審計事項

Our procedures in relation to management's valuation of investment properties included:

- Evaluating the independent valuers' competence, capabilities and objectivity;
- Obtaining the valuation report including the market comparable data used and meeting with independent valuers to discuss the valuation methodologies;
- Checking the accuracy of input data, on a sample basis, used by the independent valuers including rental income and occupancy rates by agreeing them back to management's records, historical actual information or other supporting documentation including key terms of lease agreements and rental income schedules; and
- Involved our internal valuation experts to assess the methodologies used and the appropriateness of the key assumptions used in the valuation of properties by comparing the data used by the independent valuers against the published market yields for capitalisation rates, prevailing market rents of leasing transactions of comparable properties and recent market transaction prices of properties with comparable conditions and locations, where appropriate.

We consider management's valuation of investment properties to be supported by the available evidence.

我們針對管理層就投資物業的估值的程序包括：

- 評估獨立估值師的資歷、能力及客觀性；
- 獲取估值報告（包括所使用的可資比較市場數據）並與獨立估值師會面以討論估值方法；
- 抽樣選取獨立估值師使用的輸入數據（包括租金收入及入住率等），與管理層的記錄、實際歷史資料或其他支持文件（包括租賃協議的關鍵條款及租金收入表）進行對比來檢查其準確性；及
- 讓我們的內部估值專家參與評估投資物業的估值所使用的方法及所採用關鍵假設的及與公佈的市場收益率，現行市場租金與可類比物業的租賃交易（如適用）進行比較。

我們認為，管理層對投資物業所作估值有可得證據支持。

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獨立核數師報告

Key Audit Matter

關鍵審計事項

Recoverability of properties under development and properties for sale

發展中物業及待售物業的可取回性

Refer to notes 4(e), 21 and 25 to the consolidated financial statements

The Group had HK\$2,128 million and HK\$579 million of properties under development and properties for sale respectively as at 31 March 2018. The Group's development properties portfolio comprises of completed properties and properties under development in Hong Kong and the Mainland China.

Management assessed the recoverability of properties under development and properties for sale based on an estimation of the net realisable value of the underlying properties which involves considerable analyses of the current market price of properties of a comparable standard and location, construction costs to be incurred to complete the development and a forecast of future selling price or reference to the valuation report from the independence valuer, if applicable.

If the actual net realisable values of the underlying stock of properties are more or less than expected as a result of changes in market condition and/or significant variation in the budgeted development cost, material reversal of or provision for impairment losses may result.

Due to the existence of estimation uncertainty and management judgement in assessing the recoverability of properties under development and properties for sale, we considered it a key audit matter.

請參考綜合財務報表附註4(e)、21及25

於二零一八年三月三十一日，貴集團擁有價值港幣21.28億元的發展中物業及價值港幣5.79億元的待售物業。貴集團的物業發展項目組合包括於香港及中國內地的已完工物業及發展中物業。

管理層基於對發展中物業及待售物業可變現淨值的估計評估相關物業的可取回性，當中涉及對可類比標準及地段物業的當前市場價格、完成發展項目將產生的建築成本及未來售價預測所進行的大量分析或參考獨立估值師的估值報告(如適用)。

如相關物業庫存的實際可變現淨值因市場狀況變化及/或預算發展成本大幅變動而超過或低於預期，可能需進行重大減值虧損回撥或撥備。

由於評估發展中物業及待售物業的可取回性存在估計不確定性及管理層的判斷，我們將該事項視為關鍵審計事項。

How our audit addressed the Key Audit Matter

我們的審計如何處理關鍵審計事項

Our procedures in relation to management's assessment on the recoverability of properties under development and properties for sale included:

- Testing the key controls around the property construction cycle with particular focus on, but not limited to, controls over cost budgeting for estimated costs to completion;
- Evaluating the independent valuer's competence, capabilities and objectivity;
- Obtaining the valuation report and meeting with the independent valuer to discuss the valuation methodologies for certain properties; and
- Assessing the reasonableness of key assumptions used/adopted in management's assessment, on a sample of properties selected, including:
 - expected future sales prices which we compared to the contracted sales price of the underlying properties or current market prices of properties with comparable standards and locations, where applicable;
 - anticipated cost to completion and committed contracts, for which we compared total construction costs to latest approved budgets and checked those budgets to supporting documentations such as signed contracts.

We found that management's assessment on recoverability of properties under development and properties for sale is supportable in light of available evidence.

我們針對管理層就評估發展中物業及待售物業的可取回性的程序包括：

- 重點關注但不限於測試建設週期中對估計完工成本的成本預算的控制；
- 評估獨立估值師的資質、能力及客觀性；
- 獲取估值報告並與獨立估值師會面討論若干物業的估值方法；及
- 抽樣選取物業使用/採納的關鍵假設來評估管理層評估中的合理性，包括：
 - 就預期未來銷售價格與相關物業的合約銷售價格或具有可類比標準及地段物業的當前市場價格(如適用)進行比較；
 - 就預計完工成本及已訂合約的建築總成本與最新批准的建築總成本預算進行比較，並對照支持文件(如已簽立的合約)查證該等預算。

我們發現，管理層對發展中物業及待售物業的可取回性的評估有可得證據支持。

Key Audit Matter
關鍵審計事項

Impairment assessment of goodwill
商譽的減值評估

Refer to notes 4(c) and 37 to the consolidated financial statements

The Group had HK\$612 million of goodwill as at 31 March 2018 relating to the senior housing business in United States of America.

Management assessed whether goodwill has suffered any impairment in accordance with the accounting policy stated in note 2(c) to the consolidated financial statements. The recoverable amounts of cash generating units ("CGU") have been determined by management based on value-in-use calculations. The value in use calculations use cash flow projections based on financial budgets approved by management which involve the use of judgement applied by management such as determining discount rate and net operating income.

Due to the existence of estimation uncertainty and management judgement in assessing the potential impairment of goodwill we considered it a key audit matter.

請參考綜合財務報表附註4(c)及37

於二零一八年三月三十一日，貴集團就於美利堅合眾國的安老院舍業務產生商譽港幣6.12億元。

管理層根據綜合財務報表附註2(c)所載會計政策評估商譽是否已出現任何減值。現金產生單位(「現金產生單位」)的可收回金額已由管理層基於使用價值計算予以釐定。使用價值計算方法使用按管理層批准的財政預算進行的現金流量預測，當中涉及使用管理層所應用的在釐定貼現率及淨營運收入等方面的判斷。

由於評估商譽的可能減值存在估計不確定性及管理層的判斷，我們將該事項視為關鍵審計事項。

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

How our audit addressed the Key Audit Matter
我們的審計如何處理關鍵審計事項

The procedures performed to assess the methodologies and assumptions used by management in the impairment assessment of goodwill are summarised below:

- Testing the key controls surrounding the impairment assessment process;
- Evaluated the valuation methodologies used in the impairment assessment prepared by management;
- Agreed the input data used by management to supporting evidence such as actual results, financial budgets approved by management and other supporting documents; and
- Assessed the reasonableness of key assumptions such as discount rate and net operating income applied by management including discussion with management to understand and evaluate management's basis for selecting the assumptions, compared the current year actual results with the prior year forecast and benchmarked to available market information to assess the reasonableness of management forecasts.

We considered the assumptions used by management in the impairment assessment of goodwill to be supported by available evidence.

我們對管理層於評估商譽減值時所使用的方法及假設進行評估所進行的程序概述如下：

- 測試減值評估過程的關鍵控制；
- 評估管理層進行減值評估時所使用的估值方法；
- 將管理層所使用的輸入數據與管理層所批准的實際業績、財務預算等支持文件進行印證；
- 評估管理層所應用的貼現率及淨營運收入等關鍵假設的合理性，包括與管理層討論以瞭解及評估管理層選擇有關假設的基準，以及將本年度實際業績與過往年度預測作比較，並以可得市場資料為基準，以評估管理層預測的合理性。

我們認為，管理層對商譽作減值評估時所使用的假設有可得證據支持。

其他信息

貴公司董事須對其他信息負責。其他信息包括年報內的所有信息，但不包括綜合財務報表及我們的核數師報告。

我們對綜合財務報表的意見並不涵蓋其他信息，我們亦不對該等其他信息發表任何形式的鑒證結論。

結合我們對綜合財務報表的審計，我們的責任是閱讀其他信息，在此過程中，考慮其他信息是否與綜合財務報表或我們在審計過程中所了解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。

基於我們已執行的工作，如果我們認為其他信息存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

RESPONSIBILITIES OF DIRECTORS AND THE AUDIT COMMITTEE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

The audit committee are responsible for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, in accordance with Section 90 of the Companies Act 1981 of Bermuda and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

董事及審核委員會就綜合財務報表須承擔的責任

貴公司董事須負責根據香港會計師公會頒佈的《香港財務報告準則》及香港《公司條例》的披露規定擬備真實而中肯的綜合財務報表，並對其認為為使綜合財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所必需的內部控制負責。

在擬備綜合財務報表時，董事負責評估 貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非董事有意將 貴集團清盤或停止營運，或別無其他實際的替代方案。

審核委員會須負責監督 貴集團的財務報告過程。

核數師就審計綜合財務報表承擔的責任

我們的目標，是對綜合財務報表整體是否不存在由於欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並出具包括我們意見的核數師報告。我們按照百慕達一九八一年《公司法》第90條向閣下（作為整體）報告我們的意見，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負責或承擔任何責任。合理保證是高水平的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或匯總起來可能影響綜合財務報表使用者依賴綜合財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。

在根據《香港審計準則》進行審計的過程中，我們運用了專業判斷，保持了專業懷疑態度。我們亦：

- 識別和評估由於欺詐或錯誤而導致綜合財務報表存在重大錯誤陳述的風險，設計及執行審計程序以應對這些風險，以及獲取充足和適當的審計憑證，作為我們意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險高於未能發現因錯誤而導致的重大錯誤陳述的風險。
- 了解與審計相關的內部控制，以設計適當的審計程序，但目的並非對 貴集團內部控制的有效性發表意見。
- 評價董事所採用會計政策的恰當性及作出會計估計和相關披露的合理性。

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.
- 對董事採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報表中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致貴集團不能持續經營。
- 評價綜合財務報表的整體列報方式、結構和內容，包括披露，以及綜合財務報表是否中肯反映交易和事項。
- 就貴集團內實體或業務活動的財務信息獲取充足、適當的審計憑證，以便對綜合財務報表發表意見。我們負責貴集團審計的方向、監督和執行。我們為審計意見承擔全部責任。

We communicate with the audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the audit committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the audit committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Cho Kin Lun.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 28 June 2018

除其他事項外，我們與審核委員會溝通了計劃的審計範圍、時間安排、重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

我們還向審核委員會提交聲明，說明我們已符合有關獨立性的相關專業道德要求，並與他們溝通有可能合理地被認為會影響我們獨立性的所有關係和其他事項，以及在適用的情況下，相關的防範措施。

從與審核委員會溝通的事項中，我們確定哪些事項對本期綜合財務報表的審計最為重要，因而構成關鍵審計事項。我們在核數師報告中描述這些事項，除非法律法規不允許公開披露這些事項，或在極端罕見的情況下，如果合理預期在我們報告中溝通某事項造成的負面後果超過產生的公眾利益，我們決定不應在報告中溝通該事項。

出具本獨立核數師報告的審計項目合夥人是曹健麟。

羅兵咸永道會計師事務所
執業會計師

香港，二零一八年六月二十八日

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CONSOLIDATED INCOME STATEMENT

綜合收益表

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

			2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
		Note 附註		
Revenue	收入	6	6,980,400	4,759,376
Cost of sales	銷售成本		(6,105,507)	(4,015,070)
Gross profit	毛利		874,893	744,306
Other income, net	其他收入，淨額	7	73,878	106,219
Other gains, net	其他收益，淨額	8	154,484	206,370
Gain/(loss) on disposal of subsidiaries	出售附屬公司收益／(虧損)	8	715,075	(3,707)
Selling and distribution costs	銷售及經銷成本		(146,941)	(101,223)
Administrative expenses	行政支出		(330,318)	(217,853)
Operating profit	經營溢利		1,341,071	734,112
Share of results of associates	所佔聯營公司業績	18	57,918	87,922
Share of results of joint ventures	所佔合營企業業績	19	(60,490)	(4,672)
			1,338,499	817,362
Finance income	財務收入	9	21,636	19,333
Finance costs	財務費用	9	(92,309)	(93,538)
Finance costs, net	財務費用，淨額	9	(70,673)	(74,205)
Profit before taxation	除稅前溢利	10	1,267,826	743,157
Taxation	稅項	11	(296,344)	(132,025)
Profit for the year	年度溢利		971,482	611,132
Attributable to:	應佔方：			
Shareholders of the Company	本公司股東		907,929	540,263
Non-controlling interests	非控股權益		63,553	70,869
			971,482	611,132
Earnings per share	每股盈利			
– basic (HK\$ per share)	– 基本 (每股港幣)	12	3.01	1.79
– diluted (HK\$ per share)	– 攤薄 (每股港幣)	12	3.01	1.79

The notes on pages 80 to 180 are integral parts of these consolidated financial statements.

第80頁至180頁之附註乃此等綜合財務報表之組成部份。

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

綜合全面收益表

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Profit for the year	年度溢利	971,482	611,132
Other comprehensive (expenses)/ income for the year	年度其他全面(支出)/收益		
Item that may not be reclassified to profit or loss	可能不會重新歸類至損益的項目		
Fair value (loss)/surplus of properties for own use	自用物業之公允值(虧損)/盈餘	(22,447)	94,395
Items that may be reclassified subsequently to profit or loss	其後可能重新歸類至損益的項目		
Exchange difference on translation of operations of overseas subsidiaries, associates and joint ventures	換算海外附屬公司、聯營公司及 合營企業之業務所產生之 外匯兌換差額	393,900	(237,786)
Change in fair value of available-for-sale investments	可供出售之投資的公允值變動	1,248	9,506
Impairment loss on available-for-sale investments transferred to consolidated income statement	可供出售之投資的減值虧損 轉撥至綜合收益表	3,377	5,676
Fair value adjustments on the derivative financial instruments designated as cash flow hedge in respect of interest rate swap and foreign currency forward contracts	指定為現金流量對沖的衍生財務工具 有關利率掉期及遠期外匯合約的 公允值調整	2,443	4,985
Other comprehensive income/(expenses) for the year, net of tax	年度其他全面收益/(支出)，除稅後	378,521	(123,224)
Total comprehensive income for the year	年度全面收益總額	1,350,003	487,908
Attributable to:	應佔方：		
Shareholders of the Company	本公司股東	1,259,846	429,878
Non-controlling interests	非控股權益	90,157	58,030
		1,350,003	487,908

Note:

Items shown within other comprehensive (expenses)/income are disclosed net of tax.

附註：

於其他全面(支出)/收益所示之項目乃按扣除稅項後披露。

The notes on pages 80 to 180 are integral parts of these consolidated financial statements.

第80頁至180頁之附註乃此等綜合財務報表之組成部份。

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

綜合財務狀況表

AS AT 31 MARCH 2018
於二零一八年三月三十一日

	Note	2018	2017
	附註	二零一八年	二零一七年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
Non-current assets			
Investment properties	14	3,791,245	3,832,583
Property, plant and equipment	15	2,784,738	2,330,127
Goodwill	16	681,839	629,741
Other intangible assets	17	31,352	9,386
Interests in associates	18	468,411	518,705
Interests in joint ventures	19	1,112,486	591,623
Available-for-sale investments	20	265,766	124,154
Properties under development	21	642,713	565,828
Deferred tax assets	35	42,171	26,815
Other non-current assets	22	89,536	82,837
		9,910,257	8,711,799
Current assets			
Amounts due from associates	18	18,575	14,985
Amounts due from joint ventures	19	9,085	7,828
Amounts due from non-controlling interests		39,025	71,862
Investments at fair value through profit or loss	23	430,805	554,771
Inventories	24	344,577	298,999
Properties for sale	25	578,665	377,635
Properties under development	21	1,485,581	511,116
Debtors, deposits and prepayments	26	1,466,445	1,392,534
Amounts due from customers for contract work	27	88,563	114,795
Derivative financial instruments	28	373	97
Prepaid tax		9,138	11,782
Bank balances and cash	29	1,723,452	1,761,632
		6,194,284	5,118,036
Assets held-for-sale	44	–	1,233,787
		6,194,284	6,351,823
Current liabilities			
Amounts due to joint ventures	19	7,524	1,581
Amounts due to non-controlling interests		325,166	260,964
Amounts due to customers for contract work	27	639,791	555,512
Derivative financial instruments	28	233	2,974
Creditors, bills payable, deposits and accruals	30	1,642,245	1,921,861
Unearned insurance premiums and unexpired risk reserves		59,536	60,279
Outstanding insurance claims	31	255,438	305,272
Deferred income		22,403	21,158
Current income tax liabilities		69,028	74,798
Bank and other borrowings	32	767,670	520,247
		3,789,034	3,724,646
Liabilities directly associated with assets held-for-sale	44	–	148,268
		3,789,034	3,872,914
Net current assets		2,405,250	2,478,909
Total assets less current liabilities		12,315,507	11,190,708

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

綜合財務狀況表

AS AT 31 MARCH 2018
於二零一八年三月三十一日

			2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
		Note 附註		
Capital and reserves	股本及儲備			
Share capital	股本	33	377,411	377,411
Reserves	儲備	34	8,355,324	7,592,045
			8,732,735	7,969,456
Shareholders' funds	股東資金		603,005	533,863
Non-controlling interests	非控股權益			
Total equity	總權益		9,335,740	8,503,319
Non-current liabilities	非流動負債			
Unearned insurance premiums	遞延保險費		30,606	44,705
Bank and other borrowings	銀行及其他借款	32	2,608,832	2,270,192
Deferred tax liabilities	遞延稅項負債	35	340,329	372,492
			2,979,767	2,687,389
Total equity and non-current liabilities	總權益及非流動負債		12,315,507	11,190,708

Approved by the Board of Directors on 28 June 2018 and signed on its behalf by:

經董事會於二零一八年六月二十八日批准，並由下列董事代表簽署：

KUOK Hoi Sang
郭海生
Director
董事

HO Chung Leung
何宗樑
Director
董事

The notes on pages 80 to 180 are integral parts of these consolidated financial statements.

第80頁至180頁之附註乃此等綜合財務報表之組成部份。

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

綜合權益變動表

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

		Equity attributable to shareholders of the Company 本公司股東 應佔權益 HK\$'000 港幣千元	Non- controlling interests 非控股權益 HK\$'000 港幣千元	Total equity 總權益 HK\$'000 港幣千元
At 1 April 2017	於二零一七年四月一日	7,969,456	533,863	8,503,319
Profit for the year	年度溢利	907,929	63,553	971,482
Fair value loss of properties for own use	自用物業之公允價值虧損	(22,447)	-	(22,447)
Exchange difference on translation of operations of overseas subsidiaries, associates and joint ventures	換算海外附屬公司、聯營公司及合營企業之業務所產生之外匯兌換差額	367,296	26,604	393,900
Change in fair value of available-for-sale investments	可供出售之投資的公允價值變動	1,248	-	1,248
Impairment loss on available-for-sale investments transferred to consolidated income statement	可供出售之投資的減值虧損轉撥至綜合收益表	3,377	-	3,377
Fair value adjustments on the derivative financial instruments designated as cash flow hedge in respect of interest rate swap and foreign currency forward contracts	指定為現金流量對沖的衍生財務工具有關利率掉期及遠期外匯合約的公允價值調整	2,443	-	2,443
Total comprehensive income for the year	年度全面收益總額	1,259,846	90,157	1,350,003
Dividends paid	已付股息	(573,664)	-	(573,664)
Dividends paid to non-controlling interests	已付予非控股權益之股息	-	(28,049)	(28,049)
Disposals of	出售			
- Chinaford and Dolce Field	- 長輝及都思	65,033	-	65,033
- a subsidiary	- 一間附屬公司	-	(2,207)	(2,207)
Changes in ownership interests in NC1 Sandhill without loss of control	並無失去控制權之NC1 Sandhill的擁有權權益變動	12,064	(64)	12,000
Step-up acquisition of an associate and become a subsidiary	追加收購一間聯營公司並轉為附屬公司	-	9,305	9,305
At 31 March 2018	於二零一八年三月三十一日	8,732,735	603,005	9,335,740
At 1 April 2016	於二零一六年四月一日	7,749,684	488,571	8,238,255
Profit for the year	年度溢利	540,263	70,869	611,132
Fair value surplus of properties for own use	自用物業之公允價值盈餘	94,395	-	94,395
Exchange difference on translation of operations of overseas subsidiaries, associates and joint ventures	換算海外附屬公司、聯營公司及合營企業之業務所產生之外匯兌換差額	(224,947)	(12,839)	(237,786)
Change in fair value of available-for-sale investments	可供出售之投資的公允價值變動	9,506	-	9,506
Impairment loss on available-for-sale investments transferred to consolidated income statement	可供出售之投資的減值虧損轉撥至綜合收益表	5,676	-	5,676
Fair value adjustments on the derivative financial instruments designated as cash flow hedge in respect of interest rate swap and foreign currency forward contracts	指定為現金流量對沖的衍生財務工具有關利率掉期及遠期外匯合約的公允價值調整	4,985	-	4,985
Total comprehensive income for the year	年度全面收益總額	429,878	58,030	487,908
Dividends paid	已付股息	(211,350)	-	(211,350)
Dividends paid to non-controlling interests	已付予非控股權益之股息	-	(17,536)	(17,536)
Capital contributions by non-controlling interests	非控股權益資本投入	-	5,159	5,159
Deemed acquisition of Qi Yang Group	視為收購啟陽集團	-	21,305	21,305
Disposals of	出售			
- Wonder	- Wonder	1,509	(21,651)	(20,142)
- other subsidiaries	- 其他附屬公司	(265)	(15)	(280)
At 31 March 2017	於二零一七年三月三十一日	7,969,456	533,863	8,503,319

The notes on pages 80 to 180 are integral parts of these consolidated financial statements.

第80頁至180頁之附註乃此等綜合財務報表之組成部份。

CONSOLIDATED STATEMENT OF CASH FLOWS

綜合現金流量表

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

	Note 附註	2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Operating activities	經營業務		
Cash (used in)/generated from operations	(用於)/來自營運之現金	36(a) (121,500)	314,172
Interest paid	已付利息	(92,309)	(105,627)
Profits tax paid	已繳付利得稅	(214,001)	(82,402)
Profits tax refund	利得稅退款	11,698	613
Net cash (used in)/from operating activities	(用於)/來自經營業務之現金淨額	(416,112)	126,756
Investing activities	投資業務		
Interest received	已收利息	21,636	19,333
Dividends received from associates	已收聯營公司之股息	99,370	218,225
Dividends received from joint ventures	已收合營企業之股息	7,132	–
Dividends received from investments	已收投資之股息	18,974	10,538
Purchase of investment properties	購置投資物業	(113,528)	(9,628)
Proceeds from disposal of an investment property	出售一項投資物業之所得款項	–	5,973
Purchase of property, plant and equipment	購置物業、廠房及設備	(238,975)	(44,874)
Proceeds from disposals of property, plant and equipment	出售物業、廠房及設備之所得款項	11,071	3,753
Purchase of intangible assets	購置無形資產	(224)	(6,749)
Net cash outflows from acquisitions of	收購下列項目之現金流出淨額		
– senior housing properties	– 安老院舍物業	36(b)(i) (257,785)	–
– Silver Prosper	– 銀盛集團	36(b)(ii) (225,212)	–
– Moon Colour	– Moon Colour	36(b)(iv) (360,272)	–
– other subsidiaries	– 其他附屬公司	(26,393)	–
Net cash inflows from disposals of	出售下列項目之現金流入淨額		
– Chinaford and Dolce Field	– 長暉及都思	36(b)(vii) 1,517,829	–
– Talent Luck	– 祥龍興業	36(b)(ix) 608,499	–
– NC1 Sandhill	– NC1 Sandhill	36(b)(viii) 12,000	–
– Wonder	– Wonder	36(b)(xi) –	30,284
Deemed acquisition of Qi Yang Group	視為收購啓陽集團	36(b)(x) –	120,309
Capital contributions by non-controlling interests	非控股權益資本投入	–	5,159
Net cash inflows from step-up acquisition of an associate and become a subsidiary	追加收購一間聯營公司並轉為附屬公司之現金流入淨額	36(b)(vi) 8,736	–
Advances to associates	向聯營公司所作之貸款	(3,590)	–
Repayments from associates	來自聯營公司之償還款項	–	2,848
Proceeds from disposal of an associate	出售一間聯營公司之所得款項	7,964	–
Investment in a joint venture	於一間合營企業之投資	(550,414)	–
Advances to joint ventures	向合營企業所作之貸款	(16,724)	(7,600)
Repayments to joint ventures	償還合營企業之款項	13,710	4,099
Payment for available-for-sale investments	可供出售之投資之付款	(151,570)	–
Proceeds from disposals of available-for-sale investments	出售可供出售之投資之所得款項	11,206	14,780
(Increase)/decrease in unpledged bank deposits maturing after three months	三個月後到期之無抵押銀行存款(增加)/減少	(38,195)	283,920
Net cash from investing activities	來自投資業務之現金淨額	355,245	650,370

CONSOLIDATED STATEMENT OF CASH FLOWS

綜合現金流量表

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

			2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Financing activities	融資業務			
Dividends paid	已付股息		(573,664)	(211,350)
Dividends paid to non-controlling interests	已付予非控股權益之股息		(28,049)	(17,536)
Drawn down of bank and other borrowings	提取銀行及其他借款		2,339,943	2,327,513
Repayments of bank and other borrowings	償還銀行及其他借款		(1,791,236)	(2,723,661)
Decrease/(increase) in pledged bank deposits	已抵押銀行存款減少/(增加)		351,504	(72,457)
Net cash from/(used in) financing activities	來自/(用於) 融資業務之現金淨額		298,498	(697,491)
Increase in cash and cash equivalents	現金及現金等價物增加		237,631	79,635
Cash and cash equivalents at beginning of the year	年初之現金及現金等價物		1,337,894	1,374,081
Bank balances and cash transferred to assets held-for-sale	轉撥至持作出售資產之銀行結存及現金	44	-	(110,004)
Effect of changes in foreign exchange rates	外匯匯率變動之影響		37,498	(5,818)
Cash and cash equivalents at end of the year	年末之現金及現金等價物		1,613,023	1,337,894
Analysis of balances of cash and cash equivalents	現金及現金等價物之結存分析			
Bank balances and cash	銀行結存及現金	29	1,723,452	1,761,632
Less: Pledged bank deposits	減：已抵押銀行存款		(54,363)	(405,867)
Less: Unpledged bank deposits maturing after three months	減：三個月後到期之無抵押銀行存款		(56,066)	(17,871)
			1,613,023	1,337,894

The notes on pages 80 to 180 are integral parts of these consolidated financial statements.

第80頁至180頁之附註乃此等綜合財務報表之組成部份。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

1 GENERAL INFORMATION

Chevalier International Holdings Limited (the “Company”) is a public listed company incorporated in Bermuda with limited liability. The addresses of the registered office and principal place of business of the Company are Canon’s Court, 22 Victoria Street, Hamilton, HM12, Bermuda and 22nd Floor, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay, Hong Kong respectively. The Company has its shares listed on The Stock Exchange of Hong Kong Limited.

The principal activity of the Company is investment holding while the activities of its principal subsidiaries are set out in note 48 to the consolidated financial statements.

The consolidated financial statements are presented in Hong Kong dollar, which is the same as the functional currency of the Company. The consolidated financial statements have been approved for issue by the Board of Directors on 28 June 2018.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

The consolidated financial statements of the Company and its subsidiaries (together, the “Group”) have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”) issued by the Hong Kong Institute of Certified Public Accountants. The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of investment properties, staff quarter, available-for-sale financial assets and financial assets and financial liabilities (including derivative instruments) at fair value through profit or loss.

The preparation of consolidated financial statements in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are disclosed in note 4 to the consolidated financial statements.

(i) Amendments and improvements to existing standards that are effective for the Group’s financial year beginning on 1 April 2017

The following amendments and improvements to existing standards, that are relevant to the Group’s operation, are mandatory for the financial year of the Group beginning on 1 April 2017:

- HKAS 7 (amendment), “Disclosure initiative”
- HKAS 12 (amendment), “Recognition of deferred tax assets for unrealised losses”
- Annual Improvements Project – Improvements to HKFRS 2014 – 2016 Cycle

1 一般資料

其士國際集團有限公司(「本公司」)為一間公開上市並在百慕達註冊成立之有限公司。本公司註冊辦事處及主要營業地點之地址分別為Canon’s Court, 22 Victoria Street, Hamilton, HM12, Bermuda及香港九龍灣宏開道8號其士商業中心22樓。其股份於香港聯合交易所有限公司上市。

本公司之主要業務為投資控股，而其主要附屬公司之業務載於綜合財務報表附註48。

此等綜合財務報表以港幣呈列，與本公司之功能貨幣相同。本綜合財務報表已於二零一八年六月二十八日經董事會批准發佈。

2 重大會計政策概要

編製本綜合財務報表所採用之主要會計政策載列如下。除另有說明外，此等政策已持續應用於報表呈列之各年度。

(a) 編製基準

本公司及其附屬公司(統稱「本集團」)之綜合財務報表乃根據香港會計師公會所頒佈之香港財務報告準則(「香港財務報告準則」)編製。此等綜合財務報表乃按歷史成本慣例編製，並因應投資物業、員工宿舍、可供出售之財務資產以及按公允值列入損益處理之財務資產及財務負債(包括衍生工具)之重估而修訂。

根據香港財務報告準則編製之綜合財務報表要求使用某些關鍵會計估計，並要求管理層在執行本集團會計政策之過程中運用其判斷。綜合財務報表附註4披露了涉及重大判斷或複雜性之處，或需要對綜合財務報表作出重大假設及估計之處。

(i) 本集團於二零一七年四月一日財政年度開始生效的現有準則之修訂本及改進

下列現有準則之修訂本及改進與本集團營運有關，且於二零一七年四月一日開始之本集團財政年度強制生效：

- 香港會計準則第7號(修訂本)，「披露計劃」
- 香港會計準則第12號(修訂本)，「就未變現虧損確認遞延稅項資產」
- 年度改進項目—二零一四年至二零一六年週期香港財務報告準則之改進

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Basis of preparation (continued)

(i) Amendments and improvements to existing standards that are effective for the Group's financial year beginning on 1 April 2017 (continued)

The adoption of the amendments and improvements to existing standards does not have significant impact on the Group's consolidated results and financial position nor any substantial changes in the Group's accounting policies and the presentation of the consolidated financial statements.

(ii) New standards, amendments and improvements to existing standards that have been issued but not yet effective and have not been early adopted by the Group

The following new standards, amendments and improvements to existing standards, that are relevant to the Group's operation, have been issued but not yet effective for the financial year of the Group beginning on 1 April 2017 and have not been early adopted:

- HKAS 19 (amendment), "Employee benefits"²
- HKAS 28 (amendment), "Long term interests in an associate and joint venture"²
- HKFRS 4 (amendment), "Applying HKFRS 9 Financial instruments with HKFRS 4 Insurance Contracts"¹
- HKFRS 9 (2014), "Financial instruments"¹
- HKFRS 9 (amendment), "Prepayment features with negative compensation"²
- HKFRS 10 and HKAS 28 (amendment), "Sale or contribution of assets between an investor and its associate or joint venture"³
- HKFRS 15, "Revenue from contracts with customers"¹
- HKFRS 15 (amendment), "Clarification of HKFRS 15 Revenue from contracts with customers"¹
- HKFRS 16, "Leases"²
- HKFRS 17, "Insurance Contracts"⁴

2 重大會計政策概要(續)

(a) 編製基準(續)

(i) 本集團於二零一七年四月一日財政年度開始生效的現有準則之修訂本及改進(續)

採納現有準則之修訂本及改進對本集團之綜合業績及財務狀況並無重大影響，對本集團之會計政策及綜合財務報表之呈列亦無出現重大變動。

(ii) 已頒佈但未生效且本集團並無提前採納的新訂準則及現有準則之修訂本及改進

下列與本集團營運有關之新訂準則及現有準則之修訂本及改進經已頒佈，惟在本集團於二零一七年四月一日開始之財政年度尚未生效及並無提前採納：

- 香港會計準則第19號(修訂本)，「僱員福利」²
- 香港會計準則第28號(修訂本)，「於聯營公司及合營企業之長期權益」²
- 香港財務報告準則第4號(修訂本)，採用香港財務報告準則第4號「保險合約」時一併應用香港財務報告準則第9號「財務工具」¹
- 香港財務報告準則第9號(二零一四年)，「財務工具」¹
- 香港財務報告準則第9號(修訂本)，「有負補償作用的預付款項特性」²
- 香港財務報告準則第10號及香港會計準則第28號(修訂本)，「投資者與其聯營公司或合營企業之間出售或注入資產」³
- 香港財務報告準則第15號，「客戶合約之收入」¹
- 香港財務報告準則第15號(修訂本)，「香港財務報告準則第15號客戶合約收入之澄清」¹
- 香港財務報告準則第16號，「租賃」²
- 香港財務報告準則第17號，「保險合約」⁴

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Basis of preparation (continued)

(ii) New standards, amendments and improvements to existing standards that have been issued but not yet effective and have not been early adopted by the Group (continued)

- HK(IFRIC)-Int 22, "Foreign currency transactions and advance consideration"¹
- HK(IFRIC)-Int 23, "Uncertainty over income tax treatments"²
- Annual Improvements Project – Improvements to HKFRS 2014 – 2016 Cycle⁵
- Annual Improvements Project – Improvements to HKFRS 2015 – 2017 Cycle²

¹ Effective for annual periods beginning on or after 1 January 2018

² Effective for annual periods beginning on or after 1 January 2019

³ Effective for annual periods beginning on or after a date to be determined

⁴ Effective for annual periods beginning on or after 1 January 2021 or when apply HKFRS 15 and HKFRS 9

⁵ The amendments to HKFRS 1 and HKAS 28 are effective for annual periods beginning on or after 1 January 2018

HKFRS 9 "Financial Instruments"

Nature of changes

HKFRS 9 addresses the classification, measurement and recognition of financial assets and financial liabilities. It replaces the guidance in HKAS 39 that relates to the classification and measurement of financial instruments. HKFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortised cost, fair value through other comprehensive income and fair value through profit or loss. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset.

2 重大會計政策概要(續)

(a) 編製基準(續)

(ii) 已頒佈但未生效且本集團並無提前採納的新訂準則及現有準則之修訂本及改進(續)

- 香港(國際財務報告詮釋委員會)詮釋第22號「外幣交易及預付代價」¹
- 香港(國際財務報告詮釋委員會)詮釋第23號「所得稅稅務處理之不確定性」²
- 年度改進項目—二零一四年至二零一六年週期香港財務報告準則之改進⁵
- 年度改進項目—二零一五年至二零一七年週期香港財務報告準則之改進²

¹ 於二零一八年一月一日或之後開始的年度期間生效

² 於二零一九年一月一日或之後開始的年度期間生效

³ 於待定日期或之後開始的年度期間生效

⁴ 於二零二一年一月一日或之後開始的年度期間或當應用香港財務報告準則第15號及香港財務報告準則第9號時生效

⁵ 香港財務報告準則第1號及香港會計準則第28號之修訂本於二零一八年一月一日或之後開始的年度期間生效

香港財務報告準則第9號「財務工具」

變動性質

香港財務報告準則第9號闡述財務資產及財務負債之分類、計量及確認。其取代香港會計準則第39號有關財務工具分類及計量之指引。香港財務報告準則第9號保留但簡化混合計量模型，為財務資產確立三個主要計量分類：攤銷成本、按公平值計入其他綜合收入及按公平值計入損益。分類基準取決於實體的業務模式及財務資產的合約現金流特點。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Basis of preparation (continued)

(ii) New standards, amendments and improvements to existing standards that have been issued but not yet effective and have not been early adopted by the Group (continued)

HKFRS 9 “Financial Instruments” (continued)

Nature of changes

Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in other comprehensive income not recycling. There is now a new expected credit losses model that replaces the incurred loss impairment model used in HKAS 39. For financial liabilities there were no changes to classification and measurement except for the recognition of changes in own credit risk in other comprehensive income, for liabilities designated at fair value through profit or loss. HKFRS 9 relaxes the requirements for hedge effectiveness but contemporaneous documentation is still required.

Potential impact

The Group’s equity investments currently classified as available-for-sale financial assets will be reclassified to financial assets at fair value through profit or loss (“FVTPL”) or other comprehensive income (“FVOCI”). There will be no impact on the Group’s accounting for financial liabilities, as the new requirements only affect the accounting for financial liabilities that are designated at fair value through profit or loss and the Group does not have any such liabilities.

In addition, the new impairment model requires the recognition of impairment provisions based on expected credit losses rather than only incurred credit losses as is the case under HKAS 39. Based on the assessments undertaken to date, the Group does not expect material change of the loss allowance for the Group’s trade receivables. The new hedge accounting rules will align the accounting for hedging instruments more closely with the Group’s risk management practices. As a general rule, more hedge relationships might be eligible for hedge accounting, as the standard introduces a more principles-based approach. Based on the assessments undertaken to date, it is expected that the Group’s current hedge relationships will likely be qualified as continuing hedges upon the adoption of HKFRS 9. The new standard also introduces expanded disclosure requirements and changes in presentation. These are expected to change the nature and extent of the Group’s disclosures about its financial instruments particularly in the year of the adoption of the new standard.

2 重大會計政策概要(續)

(a) 編製基準(續)

(ii) 已頒佈但未生效且本集團並無提前採納的新訂準則及現有準則之修訂本及改進(續)

香港財務報告準則第9號「財務工具」
(續)

變動性質

權益工具的投資須按公允值計入損益計算，於初始時不可撤銷選擇於其他全面收入列示公允值變動不會循環入賬。現有新預期信貸虧損模式取代香港會計準則39號所用已產生虧損減值模式。就財務負債而言，按公允值計入損益的負債，除於其他全面收入確認為自身信貸風險變動外，分類及計量並無任何變動。香港財務報告準則第9號放寬對沖有效性的規定，但仍須同期內作出記錄。

可能影響

本集團的股權投資現時劃分為可供出售財務資產，將會重新劃分為按公允值計入損益的財務資產或按公允值計入其他全面收入的財務資產。本集團的財務負債會計處理將不會受影響，乃因新規定僅影響劃分為按公允值計入損益的財務負債的會計處理而本集團並無任何此類負債。

另外，新減值模式規定，根據預期信貸虧損確認減值撥備，而非如香港會計準則第39號規定的情況僅於產生信貸虧損時確認。根據至今作出的評估，本集團並無預期本集團的貿易應收款項虧損撥備出現重大變動。新對沖會計規則將對沖工具會計處理更貼近本集團的風險管理作法。作為一般規則，因準則引入更具準則性的方針，更多對沖關係可能符合對沖會計處理。根據至今作出的評估，預期本集團的現有對沖關係於採納香港財務報告準則第9號後極可能符合持續對沖。新準則亦引入經擴大範圍的披露規定及呈報變動，預期將改變本集團對其財務工具披露的性質及範圍，尤其是在採納新標準年度。

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綜合財務報表附註

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Basis of preparation (continued)

(ii) New standards, amendments and improvements to existing standards that have been issued but not yet effective and have not been early adopted by the Group (continued)

HKFRS 15 "Revenue from Contracts with Customers"

Nature of changes

HKFRS 15 replaces HKAS 18 "Revenue" and HKAS 11 "Construction Contracts" and the related interpretations. HKFRS 15 establishes a comprehensive framework for determining when to recognise revenue and how much revenue to recognise through a 5-step approach: (i) identify the contract(s) with a customer; (ii) identify separate performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations; and (v) recognise revenue when a performance obligation is satisfied. The core principle is that a company should recognise revenue when control of a good or service transfers to a customer. Under HKFRS 15, an entity normally recognises revenue when a performance obligation is satisfied. Impact on the revenue recognition may arise when multiple performance obligations are identified.

Potential impact

Based on the assessment undertaken to date, the Group does not expect the adoption of HKFRS 15 would have a material impact over revenue from construction and installation contracts, sales of information technology equipment, motor vehicles and others, senior housing operations and maintenance and property management services. In relation to sales of properties, revenue from pre-sales of properties under development is recognised when or as the control of the asset is transferred to the customer. Depending on the terms of the contract and laws that apply to the contract, control of the properties under development may transfer over time or at a point in time. The timing of revenue recognition for sale of completed properties, which is currently based on whether significant risk and reward of ownership of properties transfer, will be recognised at a later point in time when the underlying property is legally or physically transferred to the customer under the control transfer model. The Group is continuing the assessment in relation to other revenue streams.

HKFRS 16 "Leases"

Nature of changes

HKFRS 16 will result in almost all leases being recognised on the statement of financial position, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases. The accounting for lessors will not significantly change.

2 重大會計政策概要(續)

(a) 編製基準(續)

(ii) 已頒佈但未生效且本集團並無提前採納的新訂準則及現有準則之修訂本及改進(續)

香港財務報告準則第15號「客戶合約收益」

變動性質

香港財務報告準則第15號取代了香港會計準則第18號「收益」及香港會計準則第11號「建造合約」，以及相關詮釋。香港財務報告準則第15號利用五個步驟，確立釐定確認收益時間及金額之全面框架：(i) 辨別客戶合約；(ii) 辨別合約中之個別履約責任；(iii) 釐定交易價格；(iv) 將交易價格分配至履約責任；及(v) 於完成履約責任時確認收益。核心原則是當貨品或服務的控制權轉移至客戶時公司確認收入。根據香港財務報告準則第15號，實體一般在履約責任達成時確認收入。倘識別到多項履約責任，或會對收入確認造成影響。

可能影響

根據迄今為止進行的評估，本集團預計採納香港財務報告準則第15號不會對建築及安裝合約、資訊科技設備、汽車及其他之銷售、安老院舍營運以及保養及物業管理服務的收入造成重大影響。就物業銷售而言，預售發展中物業所得收入於資產控制權轉移至客戶時確認。視乎合約條款及適用於合約之法例，發展中物業之控制權可能隨時間或於某一時點轉移。銷售竣工物業的收入確認時間，現時按是否轉移物業擁有權的重大風險及回報而定，將按控制權轉移模式於有關物業法律上或實際上轉移至客戶時，於較後時點確認。本集團正繼續有關其他收入源的評估。

香港財務報告準則第16號「租賃」

變動性質

香港財務報告準則第16號將導致差不多所有租賃在財務狀況表內確認，經營租賃與融資租賃的劃分已被刪除。根據該新準則，資產(該租賃項目的使用權)與支付租金的財務負債被確認。唯一例外者為短期和低價值租賃。對出租人的會計處理將不會有重大變動。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Basis of preparation (continued)

(ii) New standards, amendments and improvements to existing standards that have been issued but not yet effective and have not been early adopted by the Group (continued)

HKFRS 16 "Leases" (continued)

Potential impact

The standard will affect primarily the accounting for the Group's operating leases. As at the end of the reporting period, the Group has non-cancellable operating lease commitments of HK\$72 million as disclosed in note 41 to the consolidated financial statements. Based on the preliminary assessment undertaken to date, it is estimated that the adoption of HKFRS 16 would result in recognition of right-of-use assets and financial liabilities in the consolidated statement of financial position primarily arising from leases of land and buildings. The interest expenses on the lease liabilities and the depreciation expenses on the right-of-use assets under HKFRS 16 will replace the rental charge under HKAS 17 in the consolidated income statement. The new standard is mandatory for financial years commencing on or after 1 January 2019. At this stage, the Group does not intend to adopt the standard before its effective date.

The Group is in the process of assessing the impact of HKFRS 17 "Insurance Contracts" and HKFRS 4 (amendment) "Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts" and is not yet in a position to state the effect and its significance.

Other than the above, the Group anticipates that the application of other new standards, amendments and improvements to existing standards that have been issued but are not yet effective may have no material impact on the results of operations and financial position.

(b) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries made up to 31 March.

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

2 重大會計政策概要(續)

(a) 編製基準(續)

(ii) 已頒佈但未生效且本集團並無提前採納的新訂準則及現有準則之修訂本及改進(續)

香港財務報告準則第16號「租賃」(續)

可能影響

此準則將主要影響本集團經營租賃的會計處理。於報告期末，如綜合財務報表附註41所披露，本集團擁有不可撤銷經營租賃承諾為港幣72,000,000元。根據迄今進行的初步評估，估計採納香港財務報告準則第16號將導致於綜合財務狀況表確認主要源於土地及樓宇租賃的使用權資產及財務負債。根據香港財務報告準則第16號，租賃負債利息開支及使用權資產折舊開支將代替香港會計準則第17號項下的綜合收益表租賃費用。新準則於二零一九年一月一日或之後開始的財政年度強制生效。於此階段，本集團不擬在其生效日期前採用。

本集團正在評估香港財務報告準則第17號「保險合約」及香港財務報告準則第4號(修訂本)「採用香港財務報告準則第4號「保險合約」時一併應用香港財務報告準則第9號「財務工具」的影響，尚無法說明其影響及重要性。

除上述事項外，本集團預期應用已頒佈但尚未生效的其他新準則、現有準則本的修訂及改進對經營業績及財務狀況未必有重大影響。

(b) 綜合賬目基礎

綜合財務報表包括本公司及其附屬公司截至三月三十一日之財務報表。

附屬公司乃指本集團擁有控制權之所有企業(包括結構實體)。當本集團因參與企業而承擔可變回報的風險或享有可變回報的權益，且有能力透過其對企業之權力影響該等回報時，則本集團控制該企業。附屬公司在控制權轉移至本集團之日綜合入賬。附屬公司在控制權終止之日起停止綜合入賬。

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綜合財務報表附註

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Basis of consolidation (continued)

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interests' proportionate share in the recognised amounts of the acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with HKAS 39 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

Inter-group transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

Transactions with non-controlling interests that do not result in a loss of control are accounted for as equity transactions – that is, as transactions with the owners of the subsidiary in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying amount of net assets of the subsidiary is recorded in equity. Gains or losses on disposal to non-controlling interests are also recorded in equity.

2 重大會計政策概要(續)

(b) 綜合賬目基礎(續)

本集團採用收購法將業務合併入賬。收購一間附屬公司已轉讓的代價為本集團所轉讓的資產、向被收購方前擁有人所產生的負債及發行的股本權益之公允值。所轉讓的代價包括或然代價安排所產生的任何資產或負債的公允值。在業務合併中所購買可識別的資產以及所承擔的負債及或然負債，首先以彼等於收購日的公允值計量。按逐項收購基準，本集團可按公允值或按非控股權益所佔被收購方可識別資產淨值已確認金額的比例，計量被收購方的非控股權益。

收購相關成本在產生時支銷。

倘業務合併分階段進行，則收購方先前持有之被收購方股權之賬面值乃重新計量為收購日之公允值；該重新計量產生之任何收益或虧損乃於損益內確認。

本集團所轉讓之任何或然代價將在收購日按公允值確認。被視為一項資產或負債之或然代價公允值後續變動，按照香港會計準則第39號之規定，於損益內確認或確認為其他全面收益變動。分類為權益之或然代價毋須重新計量，而其後結算於權益入賬。

轉讓之代價、被收購方的任何非控股權益，以及被收購方之股權於收購日前之公允值，超過所購買可識別資產淨值公允值之數額，列為商譽。就議價購買而言，倘所轉讓之代價、已確認非控股權益及先前持有之權益計量之總額低於所購入附屬公司資產淨值之公允值，該差額直接在損益內確認。

集團內公司間之交易、交易結餘和由集團公司間交易產生之未變現收益均作對銷。未變現虧損亦予對銷。附屬公司所呈報金額已按需要作出調整，以確保與本集團會計政策一致。

不會導致失去控制權之與非控股權益的交易入賬列作權益交易—即與附屬公司擁有人以彼等為擁有人之身份進行之交易。所付任何代價公允值與所收購附屬公司之資產淨值賬面值相關部份間之差額於權益中入賬。對於向非控股權益出售所產生之盈虧亦於權益入賬。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Basis of consolidation (continued)

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

In the Company's statement of financial position, interests in subsidiaries are stated at costs less impairment losses. Cost includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable during the year.

Impairment testing of the interests in subsidiaries is required upon receiving a dividend from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

(c) Goodwill/discount on acquisitions

Goodwill arising on an acquisition of a subsidiary, an associate or a joint venture, representing the excess of the consideration transferred over the Group's interest in net fair value of the identifiable assets, liabilities and contingent liabilities of the acquiree at the date of acquisition. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at the fair value or at the non-controlling interest's proportional share of the recognised amount of acquiree's net identifiable assets. If the Group recognises non-controlling interest in the acquiree at fair value, goodwill includes the portion attributable to the non-controlling interest.

Goodwill arising on an acquisition of a subsidiary is presented separately in the consolidated statement of financial position. Goodwill arising on an acquisition of an associate or a joint venture is included in the cost of the investment of the relevant associate or joint venture.

2 重大會計政策概要(續)

(b) 綜合賬目基礎(續)

當本集團失去控制權時，於企業之任何保留權益按失去控制權當日之公允價值重新計量，有關賬面值變動在損益內確認。就其後入賬列作聯營公司、合營企業或財務資產之保留權益，其公允價值為初始賬面值。此外，先前於其他全面收益確認與該企業有關之任何金額按猶如本集團已直接出售有關資產或負債之方式入賬。此舉可能意味先前在其他全面收益確認之金額重新分類至損益。

於本公司財務狀況表內，所佔附屬公司之權益乃按成本扣除減值虧損列賬。成本亦包括直接應佔投資成本。附屬公司之業績由本公司於本年度按已收及應收股息之基礎列賬。

倘收到股息時，所收股息超過附屬公司於宣派股息期間之全面收益總額，或該投資於單獨財務報表內之賬面值超過投資對象資產淨值(包括商譽)於綜合財務報表內之賬面值時，則須對所佔附屬公司之權益進行減值測試。

(c) 收購產生之商譽/折讓

收購附屬公司、聯營公司或合營企業產生之商譽乃指所轉讓代價超出本集團於收購日應佔被收購方之可識別資產、負債及或然負債之公允淨值權益之數額。本集團按逐項收購基準，以公允值或按非控股權益所佔被收購方可識別資產淨值已確認金額之比例確認於被收購方之任何非控股權益。倘本集團按公允值確認於被收購方之非控股權益，商譽包括非控股權益應佔部份。

因收購附屬公司而產生之商譽乃於綜合財務狀況表分開呈列。因收購聯營公司或合營企業而產生之商譽乃列入有關聯營公司或合營企業之投資成本。

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2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Goodwill/discount on acquisitions (continued)

Separately recognised goodwill is tested for impairment annually or more frequently if there is indication that goodwill might be impaired. Goodwill on acquisitions of associates and joint ventures is included in investments in respective associates and joint ventures and is tested for impairment as part of the overall balance. For the purposes of impairment testing, separately recognised goodwill arising from an acquisition is allocated to each of the relevant cash-generating units (“CGUs”), or groups of CGUs, that is expected to benefit from the synergies of the acquisition. A CGU to which goodwill has been allocated is tested for impairment annually, and whenever there is an indication that the unit may be impaired. For goodwill arising on an acquisition in a financial year, the CGU to which goodwill has been allocated is tested for impairment before the end of that financial year. When the recoverable amount of the CGU is less than the carrying amount of the unit, the impairment loss is allocated to reduce the carrying amount of any goodwill allocated to the unit first, and then to the other assets of the unit. Any impairment loss for goodwill is recognised directly in profit or loss and is not reversed in subsequent periods.

On subsequent disposal of a subsidiary, an associate or a joint venture, the attributable amount of goodwill capitalised is included in the determination of the amount of profit or loss on disposal.

A discount on acquisition arising on an acquisition of a subsidiary, an associate or a joint venture represents the excess of the share of net fair value of an acquiree’s identifiable assets, liabilities and contingent liabilities over the cost of the business combination and is recognised immediately in profit or loss.

Contingent liabilities of an acquiree are recognised at the date of the acquisition if the fair value of the contingent liabilities can be measured reliably. Contingent liabilities are initially measured at fair value at the date of acquisition.

(d) Interests in associates

The results and assets and liabilities of associates are incorporated in the consolidated financial statements using the equity method of accounting. Under the equity method, interests in associates are carried in the consolidated statement of financial position at cost as adjusted for post-acquisition changes in the Group’s share of profit or loss and of changes in other comprehensive income of the associates, less any identified impairment loss. When the Group’s share of loss of an associate equals or exceeds its interest in that associate (which includes any long-term interests that, in substance, form part of the Group’s net investment in the associate), the Group discontinues recognising its share of further losses. An additional share of loss is provided for and a liability is recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of that associate.

2 重大會計政策概要(續)

(c) 收購產生之商譽／折讓(續)

獨立確認之商譽會每年進行減值測試，或於有跡象顯示商譽可能出現減值時更頻密地進行減值測試。收購聯營公司及合營企業所產生之商譽計入相關聯營公司及合營企業之投資，並視為結餘總額之一部份進行減值測試。就減值測試而言，收購所產生之獨立確認之商譽乃被分配到預期可受惠於收購協同效應之各有關現金產生單位（「現金產生單位」）或現金產生單位組別。獲分配商譽之現金產生單位會每年及在有跡象顯示商譽可能出現減值時進行減值測試。就於某個財務年度之收購所產生商譽而言，已獲分配商譽之現金產生單位於該財務年度完結前進行減值測試。當現金產生單位之可收回金額少於該單位之賬面值，則減值虧損首先被分配以削減任何被分配到該單位之商譽之賬面值，然後削減該單位內其他資產。商譽之任何減值虧損乃直接於損益內確認，且於其後期間不予回撥。

其後出售附屬公司、聯營公司或合營企業時，須計入被資本化商譽之應佔金額，以釐定出售之損益。

因收購附屬公司、聯營公司或合營企業而產生之收購折讓，乃指被收購方之可識別資產、負債及或然負債之應佔公允淨值超出業務合併成本之差額。收購折讓即時於損益內確認。

當被收購方之或然負債公允值可以被可靠地計量時，該等或然負債乃在收購日被確認。於收購當日，該或然負債按公允值作首次計量。

(d) 所佔聯營公司之權益

聯營公司之業績、資產及負債按會計之權益法計入此綜合財務報表內。根據權益法，所佔聯營公司之權益乃按成本值於綜合財務狀況表列賬，並就本集團所佔聯營公司溢利或虧損及其他全面收益於收購後之變動（扣除任何已識別減值虧損）作出調整。如本集團之所佔聯營公司虧損相等於或超過其於該聯營公司所佔之權益（包括實質上構成本集團於聯營公司淨投資之任何長期權益），則本集團不再確認其所佔之進一步虧損。額外所佔虧損將計提撥備及確認負債，惟只限於本集團須受法定或推定義務或已代該聯營公司支付款項。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(d) Interests in associates (continued)

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the relevant associate. Unrealised loss are also eliminated unless the transaction provide evidence of an impairment of the asset transferred. Accounting policies of the associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the Company's statement of financial position, interests in associates are stated at costs less impairment losses. The results of associates are accounted by the Company for on the basis of dividend received and receivable during the year.

(e) Joint arrangements

A joint arrangement is an arrangement of which two or more parties have joint control and over which none of the participating parties has unilateral control.

Under HKFRS 11, investments in joint arrangements are classified either as joint operations or joint ventures, depending on the contractual rights and obligations of each investor.

Joint operations

Joint operations arise where the investors have rights to the assets and obligations for the liabilities of an arrangement. Investments in joint operations are accounted for such that each joint operator recognises its assets (including its share of any assets jointly held), its liabilities (including its share of any liabilities incurred jointly), its revenue (including its share of revenue from the sale of the output by the joint operation) and its expenses (including its share of any expenses incurred jointly). Each joint operator accounts for the assets and liabilities, as well as revenue and expenses, relating to its interest in the joint operation in accordance with the applicable standards.

Joint ventures

A joint venture is a joint arrangement whereby the parties that have rights to the net assets of the arrangement.

Under the equity method of accounting, interests in joint ventures are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses and movements in other comprehensive income. Upon the acquisition of the ownership interest in a joint venture, any difference between the cost of the joint venture and the Group's share of the net fair value of the joint venture's identifiable assets and liabilities is accounted for as goodwill. When the Group's share of losses of a joint venture equals or exceeds its interest in that joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the joint venture), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of that joint venture.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the relevant joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of the joint ventures have been changed where necessary to ensure consistency with the policies adopted by the Group.

2 重大會計政策概要(續)

(d) 所佔聯營公司之權益(續)

本集團與其聯營公司之間交易之未變現收益會以本集團所佔有關聯營公司之權益為限進行對銷。除非有證據顯示交易中所轉讓資產出現減值，否則未變現虧損亦會對銷。聯營公司之會計政策已按需要作出修訂，確保與本集團所採納之政策一致。

於本公司財務狀況表內，所佔聯營公司之權益乃按成本扣除減值虧損列賬。聯營公司之業績乃由本公司按於本年度已收及應收股息列賬。

(e) 合營安排

合營安排指兩名或以上人士擁有共同控制權而任何一方並無單方面控制權之安排。

根據香港財務報告準則第11號，於合營安排之投資的類別，以每位投資者擁有之合約權益與義務分為合營經營或合營企業。

合營經營

合營經營指其投資者對其安排有資產權利與債務責任。合營經營之投資的入賬方法為各合營經營者均確認其資產(包括所佔任何共同持有資產)、其負債(包括所佔任何共同產生負債)、其收入(包括所佔合營經營銷售產品的任何收益)及其支出(包括所佔任何共同產生支出)。各合營經營者根據適用準則就其於合營經營中的權益將資產及負債以及收入及支出入賬。

合營企業

合營企業是一種合營安排，據此，各方享有該安排下之資產淨值。

根據權益會計法，所佔合營企業之權益初步按成本值確認，隨後以確認本集團所佔收購後溢利或虧損及其他全面收益之變動作出調整。於收購一間合營企業權益時，合營企業成本與本集團所佔合營企業可識別資產及負債公允淨值之任何差額列賬為商譽。當本集團所佔一間合營企業之虧損相等或超過所佔該合營企業之權益(包括任何實質上構成本集團在該合營企業淨投資之長期權益)時，本集團不確認進一步虧損，除非本集團已產生義務或已代該合營企業支付款項。

本集團與其合營企業之間交易之未變現收益會以本集團所佔有關合營企業之權益為限進行對銷。除非有證據顯示交易中所轉讓資產出現減值，否則未變現虧損亦會對銷。合營企業之會計政策已按需要作出修訂，確保與本集團所採納之政策一致。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(f) Financial instruments

Financial assets and financial liabilities are recognised in the consolidated statement of financial position when a group entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets are derecognised when the rights to receive cash flows from the assets expire or, the financial assets are transferred and the Group has transferred substantially all the risks and rewards of ownership of the financial assets. On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received or receivable and the cumulative gain or loss that had been recognised directly in equity is recognised in profit or loss.

Financial liabilities are derecognised when the obligation specified in the relevant contract is discharged, is cancelled or expires. The difference between the carrying amount of the financial liability derecognised and the consideration paid or payable is recognised in profit or loss.

(i) Financial assets

The Group's financial assets are classified into either financial assets at fair value through profit or loss, loans and receivables or available-for-sale financial assets. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. The accounting policies adopted in respect of each category of financial assets are set out below:

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss has two subcategories, including financial assets held for trading and those designated at fair value through profit or loss on initial recognition. At the end of each reporting period subsequent to initial recognition, financial assets at fair value through profit or loss are measured at fair value, with changes in fair value recognised directly in profit or loss in the period in which they arise.

2 重大會計政策概要(續)

(f) 財務工具

當集團企業成為財務工具合約條文之訂約方，則財務資產及財務負債於綜合財務狀況表內確認。財務資產及財務負債初始按公允值計量。應直接計入收購或發行財務資產及財務負債(按公允值列入損益處理之財務資產及財務負債除外)之交易成本，於首次確認時從財務資產或財務負債之公允值加入或扣減(視適用情況而定)。直接應佔收購按公允值列入損益處理之財務資產或財務負債之交易成本，乃立即於損益內確認。

當從資產收取現金流量之權利屆滿，或財務資產被轉讓而本集團已轉讓該項財務資產擁有權之絕大部份風險及回報時，有關財務資產會被終止確認。於終止確認財務資產時，該項資產賬面值與已收或應收代價和已直接於權益內確認之累計收益或虧損之總和間之差額將於損益內確認。

財務負債於有關合約所訂明責任獲解除或註銷或屆滿時被終止確認。被終止確認之財務負債之賬面值與已付或應付代價間之差額將於損益內確認。

(i) 財務資產

本集團之財務資產列為按公允值列入損益處理之財務資產、貸款及應收款項或可供出售之財務資產。所有從正常渠道購買或出售之財務資產以交易日為基準確認或終止確認。從正常渠道購買或出售指須根據法例或市場慣例訂立之時間內交收資產之財務資產買賣。以下乃各類財務資產所採用之會計政策：

按公允值列入損益處理之財務資產

按公允值列入損益處理之財務資產主要細分兩個類別，包括持作買賣及於初始確認時被指定按公允值列入損益處理之財務資產。於初始確認後各報告期末，按公允值列入損益處理之財務資產乃按公允值計算，公允值之變動乃於產生期間在損益內直接確認。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(f) Financial instruments (continued)

(i) Financial assets (continued)

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. At the end of each reporting period subsequent to initial recognition, loans and receivables (including amounts due from subsidiaries, associates, joint ventures and non-controlling interests, debtors and receivables and bank balances) are carried at amortised cost using the effective interest method, less any identified impairment losses. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired, and is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate. Impairment losses are reversed in subsequent periods when an increase in the asset's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to a restriction that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

As at 31 March 2018, loans and receivables represented amounts due from associates, joint ventures and non-controlling interests, debtors and receivables, bank balances and amounts due from subsidiaries of the Company.

Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated or not classified as any of the other categories set out above. At the end of each reporting period subsequent to initial recognition, available-for-sale financial assets are measured at fair value. Changes in fair value are recognised in other comprehensive income, until the financial asset is disposed of or is determined to be impaired, at which time, the cumulative gain or loss previously recognised in equity is removed from other comprehensive income and recognised in profit or loss. Any impairment loss on available-for-sale financial assets are recognised in profit or loss.

Impairment losses on available-for-sale equity investments will not be reversed through profit or loss in subsequent periods. For available-for-sale debt investments, impairment losses are subsequently reversed if an increase in the fair value of the investment can be objectively related to an event occurring after the recognition of the impairment losses.

Available-for-sale equity investments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are stated at cost less any identified impairment losses at the end of each reporting period subsequent to initial recognition. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired. The amount of the impairment loss is measured as the difference between the carrying amount of the asset and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses will not be reversed in subsequent periods.

2 重大會計政策概要(續)

(f) 財務工具(續)

(i) 財務資產(續)

貸款及應收款項

貸款及應收款項為並非於活躍市場報價而附有固定或可釐定付款之非衍生財務資產。於首次確認後各報告期末，貸款及應收款項(包括應收附屬公司、聯營公司、合營企業及非控股權益賬款、應收賬款及應收款項及銀行結存)乃採用實際利率方法按攤銷成本列賬，並扣除任何已識別減值虧損。倘客觀證明資產出現減值，則減值虧損會於損益內確認，並按資產賬面值與按原實際利率貼現之估計未來現金流量之現值間之差額計算。倘資產可收回金額之增幅能客觀地指出涉及確認減值後所發生之事件，則減值虧損會於以後期間回撥，惟減值回撥當日之資產賬面值不得超過如無確認減值時之原來應攤銷成本。

於二零一八年三月三十一日，貸款及應收款項指應收聯營公司、合營企業及非控股權益賬款、應收賬款及應收款項、銀行結存及應收本公司附屬公司賬款。

可供出售之財務資產

可供出售之財務資產為被指定或未有劃分為上文任何其他類別之非衍生工具。於首次確認後各報告期末，可供出售之財務資產按公允值計算。公允值之變動於其他全面收益內確認，直至該財務資產被出售或決定有所減值，屆時過往於權益內確認之累計收益或虧損會自其他全面收益剔除，並於損益內確認。可供出售之財務資產之任何減值虧損於損益內確認。

可供出售之股本投資的減值虧損將不會於以後期間透過損益回撥。至於可供出售之債項投資，倘投資之公允值之增幅能客觀地指出涉及確認減值虧損後所發生之事件，則有關減值虧損將會於以後期間回撥。

至於並無於活躍市場有掛牌市價且公平值未能可靠地計量之可供出售股本投資，則於初步確認後之各報告期末按成本減去任何已認定之減值虧損計量。倘具備客觀資產減值證據，則減值虧損於損益內確認。減值虧損數額按資產賬面值與按類似財務資產之現行市場回報率貼現之估計未來現金流量現值間之差額計算。有關減值虧損將不會於以後期間回撥。

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2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(f) Financial instruments (continued)

(ii) Financial liabilities and equity instruments

Financial liabilities and equity instruments issued by a group entity are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. The Group's financial liabilities are classified into financial liabilities at fair value through profit or loss and other financial liabilities. The accounting policies adopted in respect of financial liabilities and equity instruments are set out below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss are financial liabilities held for trading on initial recognition. At the end of each reporting period subsequent to initial recognition, financial liabilities at fair value through profit or loss are re-measured at fair value, with changes in fair value recognised directly in profit or loss in the period in which they arise.

Other financial liabilities

Other financial liabilities including amounts due to joint ventures and non-controlling interests, creditors and payables, outstanding insurance claims, bank and other borrowings and amounts due to subsidiaries of the Company are subsequently measured at amortised cost, using the effective interest method.

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

(iii) Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Group designates certain derivatives as either:

- fair value hedges, which are hedges of the fair value of recognised assets or liabilities or a firm commitment, or
- cash flow hedges, which are hedges of a particular risk associated with the cash flows of recognised assets and liabilities and highly probable forecast transactions.

2 重大會計政策概要(續)

(f) 財務工具(續)

(ii) 財務負債及股本工具

由集團企業發行之財務負債及股本工具按所訂立之合約安排性質，以及財務負債及股本工具之定義而分類。

股本工具為能夠證明本集團資產剩餘權益(經扣除其所有負債)之任何合約。本集團之財務負債分類為按公允值列入損益處理之財務負債及其他財務負債。就財務負債及股本工具而採納之會計政策載列如下：

按公允值列入損益處理之財務負債

按公允值列入損益處理之財務負債乃於初始確認時持作買賣之財務負債。於首次確認後之各報告期末，按公允值列入損益處理之財務負債按公允值重新計量，其公允值變動直接於產生期內之損益內確認。

其他財務負債

其他財務負債包括應付合營企業及非控股權益賬款、應付賬款及應付款項、未決保險索償、銀行及其他借款及應付本公司附屬公司賬款，隨後採用實際利率法按已攤銷成本計算。

股本工具

本公司發行之股本工具按所收到之款項扣除直接發行成本後入賬。

(iii) 衍生工具及對沖活動

衍生工具初步按訂立衍生工具合約當日的公允值確認，其後按各報告期末的公允值重新計量。公允值後續變動的會計處理取決於衍生工具是否被指定為對沖工具，如指定為對沖工具，則其所對沖項目之性質。本集團指定若干衍生工具作為：

- 公允值對沖，對沖已確認資產或負債或一項確定承擔之公允值，或
- 現金流量對沖，對沖已確認資產及負債及極有可能進行之預計交易之現金流相關特定風險。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(f) Financial instruments (continued)

(iii) Derivatives and hedging activities (continued)

The Group documents at the inception of the hedging transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the hedging relationship meets the hedge effectiveness requirements.

The fair values of various derivative financial instruments used for hedging purposes are disclosed in note 28 to the consolidated financial statements. Movements in the hedging reserve in shareholders' equity are shown in note 34 to the consolidated financial statements.

(i) Cash flow hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss. The gain or loss relating to the effective portion of interest rate swaps hedging variable rate borrowings is recognised in profit or loss within finance cost, net. The gain or loss relating to the effective portion of forward foreign exchange contracts hedging export sales is recognised in profit or loss within revenue. However, when the forecast transaction that is hedged results in the recognition of a non-financial asset (for example, inventory or fixed assets) the gains and losses previously deferred in equity are reclassified from equity and included in the initial measurement of the cost of the asset. The deferred amounts are ultimately recognised in profit or loss as cost of goods sold in the case of inventory, or as depreciation or impairment in the case of fixed assets.

When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately reclassified to profit or loss.

(ii) Derivatives that do not qualify for hedge accounting

Certain derivative instruments do not qualify for hedge accounting. Changes in the fair value of these derivative financial instrument are recognised immediately in profit or loss.

2 重大會計政策概要(續)

(f) 財務工具(續)

(iii) 衍生工具及對沖活動(續)

本集團於訂立交易時就對沖工具與對沖項目之關係，以及其風險管理目標及執行多項對沖交易之策略作檔記錄。本集團亦於訂立對沖交易時及按持續經營基準，記錄其對對沖關係是否符合對沖效用規定的評估。

作對沖用途的各項衍生工具之公允值於綜合財務報表附註28中披露。股東權益對沖儲備的變動於綜合財務報表附註34中披露。

(i) 現金流量對沖

被指定並符合資格作為現金流量對沖之衍生工具之公允值變動的有效部份於其他全面收益中確認。與無效部份有關的盈虧即時於損益內確認。

於權益累計的金額在對沖項目影響損益期間於損益內確認。與對沖浮息借款之利率掉期有效部分有關之盈虧於損益內「財務費用」中確認，而與對沖出口銷售之遠期外匯合約有效部分有關之盈虧則於損益內「收入」中確認。然而，當被對沖之預測交易導致一項非金融財產(例如：存貨或固定資產)之確認，之前在權益中遞延入賬之收益及虧損將自權益中撥出重新分類，並列入該資產成本之初步計量中。遞延金額最終在損益中確認為存貨的銷售成本(就存貨而言)，或固定資產的折舊或減值。

當一項對沖工具到期，或出售或終止時，或當對沖不再符合對沖會計處理之條件時，其在權益中存有之任何累計盈虧仍保留在權益內，並於預計交易最終在損益表內確認。當某項未來交易預期不再出現時，記錄在權益中之累計盈虧即時重新分類至損益內。

(ii) 不符合對沖會計處理之衍生工具

若干衍生工具不符合對沖會計處理。該等衍生財務工具之公允值變動即時於損益內確認。

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2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(g) Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property.

Investment property comprises land held under operating leases and buildings held under finance leases. Land held under operating leases is classified and accounted for as investment property when the rest of the definition of investment property is met. The operating lease is accounted for as if it was a finance lease.

Investment property is measured initially at its cost, including related transaction costs. After initial recognition, investment property is carried at fair value. Fair value is determined by professional valuation conducted as at the end of the reporting period. Changes in fair value are recognised in profit or loss.

Subsequent expenditure is capitalised to the carrying amount of the asset only when it is probable that future economic benefits associated with the asset will flow to the Group and the cost of the asset can be measured reliably. All other repairs and maintenance costs are expensed in profit or loss during the financial period in which they are incurred.

Changes in fair values are recognised in profit or loss as part of other gains, net.

If an investment property becomes owner-occupied, it is reclassified as property, plant and equipment, and its fair value at the date of reclassification becomes its cost for accounting purposes. If an item of property, plant and equipment becomes an investment property because its use has changed, any difference resulting between the carrying amount and the fair value of this item at the date of transfer is recognised in equity as a revaluation of property, plant and equipment under HKAS 16. Any resulting increase in the carrying amount of the property, plant and equipment is recognised in the consolidated income statement to the extent that it reverses a previous impairment loss, with any remaining increase recognised directly to revaluation surplus within equity. Any resulting decrease in the carrying amount of the property, plant and equipment is charged to the consolidated income statement. Upon the subsequent disposal of the investment property, any revaluation reserve balance of the property, plant and equipment is transferred to retained profits and is shown as a movement in equity.

When an investment property undergoes a change in use, evidenced by commencement of development with a view to sale, the property is transferred to properties for sale at its fair value at the date of change in use.

(h) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses except for staff quarters.

Staff quarters are measured at fair value less accumulated depreciation and impairment losses recognised at the date of revaluation. Revaluation are performed with sufficient frequency to ensure that the carrying amount does not differ materially from the fair value of a revalued asset at the end of the reporting period.

Changes in fair value are recognised in other comprehensive income. However, to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss, the increase is recognised in profit or loss. A revaluation deficit is recognised in profit or loss, except to the extent that it offsets an existing surplus on the same asset recognised in equity.

2 重大會計政策概要(續)

(g) 投資物業(續)

持作長期租金收益或資本增值或以上兩項目的，而並非由本集團佔用之物業，均列作投資物業。

投資物業包括根據營運租賃持有之土地及根據融資租賃持有之樓宇。當符合投資物業之其餘定義時，根據營運租賃持有之土地分類及列作投資物業入賬。營運租賃會按如融資租賃般入賬。

投資物業初始時按其成本(包括相關交易成本)計量。於初始確認後，投資物業按公允值入賬。公允值是按報告期末時進行之專業估值釐定。公允值之變動於損益內確認。

當該資產相關之日後經濟利益很可能會流入本集團，而該項資產之成本可被可靠計量時，方會從該項資產之賬面值中扣除其後支出。所有其他維修及保養成本於產生之財務期間內在損益內列支。

公允值變動於損益內確認為其他收益，淨額之一部份。

若投資物業變成業主自用，會被重新分類為物業、機器及設備，其於重新分類日期的公允價值，就會計目的而言變為其成本。根據香港會計準則16，若物業、機器及設備的某個項目因其用途改變而成為投資物業，該項目於轉撥日期的賬面值與公允價值的任何差額在權益中確認為物業、機器及設備的重估。任何因此而增加的賬面值於綜合收益表中確認，將以往的減值虧損撥回後，任何剩餘的增加額直接在權益中的重估盈餘內確認。任何因此而減少的賬面值在綜合收益表中支銷。投資物業若其後售出，該物業、機器及設備的任何重估儲備結餘轉撥至保留溢利，並以權益變動的方式列出。

當投資物業的用途有所改變，有證據顯示物業的發展的啟動以出售為目的，該物業將以物業用途改變的日期之公允價值被轉撥至待售物業。

(h) 物業、廠房及設備

物業、廠房及設備乃按成本值減去累計折舊及累計減值虧損列賬，惟員工宿舍除外。

員工宿舍按重估當日公允值減累計折舊及減值虧損計量。重估乃適時作出，以確保賬面值與重估資產於報告期末之公允值並無重大差異。

公允值變動乃於其他全面收益內確認。然而，倘撥回相關資產先於損益內確認之重估虧損，則有關增加於損益內確認。重估虧損於損益內確認，惟倘其抵銷權益內確認之有關資產之現有盈餘則除外。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Property, plant and equipment (continued)

An annual transfer from the asset revaluation reserve to the retained profits is made for the difference between depreciation based on the revalued carrying amount of the asset and depreciation original cost. Additionally, accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation reserve relating to the particular asset being sold is transferred to retained profits.

Leasehold land classified as finance lease commences depreciation from the time when the land interest becomes available for its intended use. Depreciation on leasehold land classified as finance lease and other assets is calculated using the straight-line method to allocate their costs or fair values less their residual values over their estimated useful lives at the following rates per annum:

	Annual charge
Building	Over the shorter of 20 to 50 years or the remaining lease term
Leasehold land classified as finance lease	Over the remaining lease term
Leasehold improvements	Over the remaining lease term
Machinery	10%
Furniture, fixtures, office equipment and motor vehicles	10%–33 $\frac{1}{3}$ %
Others	10%–20%

Assets held under finance leases are depreciated over the shorter of the lease term and their expected useful lives on the same basis as owned assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The gain or loss arising from disposal or retirement of an asset is determined as the difference between the net sale proceeds and the carrying amount of the asset and is recognised in profit or loss.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

(i) Other intangible assets

On initial recognition, intangible assets acquired separately and from business combinations are recognised at cost and at fair value respectively. After initial recognition, intangible assets with finite useful lives are carried at costs less accumulated amortisation and accumulated impairment losses. Amortisation for intangible assets with finite useful lives is provided on a straight-line basis over their estimated useful lives. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses.

2 重大會計政策概要(續)

(h) 物業、廠房及設備(續)

自資產重估儲備至保留溢利之年度轉撥乃就基於資產重估賬面值之折舊與初始成本之折舊之差額而作出。此外，於重估日期之累計折舊於資產賬面值總額抵銷，而淨額重列至資產之重估金額。於出售時，有關正在出售之特定資產之任何重估儲備將會轉撥至保留溢利。

分類為融資租賃之租賃土地自該土地權益可作其擬定用途之時開始折舊。分類為融資租賃之租賃土地及其他資產之折舊乃按其以下估計可使用年期以直線法計算，將其成本或公允值減去其剩餘價值按下列比率每年分配：

	每年折舊
樓宇	按介乎20年至50年或其剩餘之租賃年期的較短者
分類為融資租賃之租賃土地	按剩餘之租賃年期
租賃物業裝修	按剩餘之租賃年期
機器	10%
傢私、裝置、辦公室設備及汽車	10%–33 $\frac{1}{3}$ %
其他	10%–20%

按融資租賃持有之資產乃按租期與預期可用年期兩者中之較短者計提折舊，其基準與自有資產相同。

倘資產之賬面值高於其估計可收回金額，會即時將賬面值撇減至其可收回金額。

出售或報廢資產之收益或虧損乃由出售所得款項淨額與其賬面值間之差額釐定，並在損益內確認。

於各報告期末，資產之剩餘價值及可使用年期已予審閱，並予以調整(如適用)。

(i) 其他無形資產

初始確認時，獨立收購及來自業務合併之無形資產乃分別按成本值及公允值確認。初始確認後，有限可使用年期之無形資產乃按成本值減累計攤銷及累計減值虧損入賬。有限可使用年期之無形資產之攤銷乃以直線法就其估計可使用年期計提。無限可使用年期之無形資產則按成本值減累計減值虧損入賬。

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2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(i) Other intangible assets (continued)

Gain or loss arising from derecognition of an intangible asset is measured as the difference between the net disposal proceed and the carrying amount of the asset and are recognised in profit or loss when the asset is derecognised.

(j) Properties under development

Properties under development are stated at the lower of cost and net realisable value. Development cost of properties comprise prepaid lease payments, development expenditure and borrowing costs capitalised.

The net realisable value is the estimated selling price in the ordinary course of business less selling expenses and costs to completion.

(k) Impairment of investments in associates and joint ventures

Management regularly reviews whether there are any indications of impairment of the Group's investments in associates and joint ventures primarily based on value-in-use calculations.

In determining the value in use, management assesses the present value of estimated future cash flows expected to arise from their businesses. Estimates and judgements are applied in determining these future cash flows and discount rate. Management estimates the future cash flows based on certain assumptions, such as revenue growth.

(l) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the first-in-first-out or weighted average method. Net realisable value is determined on the basis of anticipated sales proceeds in the ordinary course of business less applicable selling expenses.

(m) Properties for sale

Properties for sale, which comprise prepaid lease payments and buildings held for resale, are stated at the lower of cost and net realisable value. The costs of properties for sale comprise cost of acquisition of properties and related development costs.

(n) Construction contracts

When the outcome of a construction contract can be estimated reliably, revenue and costs are recognised with reference to the stage of completion of the contract activity at the end of the reporting period, as measured by the proportion that the value of work carried out during the year.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred. When it is probable that estimated total contract costs will exceed estimated total contract revenue, the expected loss is recognised as an expense immediately.

2 重大會計政策概要(續)

(i) 其他無形資產(續)

終止確認無形資產所產生收益或虧損按出售所得款項淨額與資產賬面值間之差額計算，於終止確認資產時在損益內確認。

(j) 發展中物業

發展中物業乃按成本與可變現淨值兩者間較低者呈列。物業開發成本包括預付租賃款項、開發費用及作資本化處理之借款成本。

可變現淨值指日常業務過程中扣減銷售支出以及完成成本的估計售價。

(k) 於聯營公司及合營企業之投資減值

管理層定期按使用價值計算以檢討是否有任何跡象顯示本集團於聯營公司及合營企業之投資已經減值。

於確定使用價值時，管理層評估從業務產生之估計未來現金流量的現值。確定未來現金流量和貼現率時過程中已作出預計和判斷。管理層基於一定的假設(例如收入增長)估計未來之現金流量。

(l) 存貨

存貨乃按成本與可變現淨值兩者之較低值入賬。成本按先進先出或加權平均法計算。可變現淨值乃按日常業務過程中預計銷售所得款項減適用銷售支出之基準釐定。

(m) 待售物業

待售物業(包括持作重售之預付租賃款項及樓宇)乃按成本及可變現淨值之較低者列賬。待售物業之成本包括收購物業成本及相關發展成本。

(n) 建築合約

倘建築合約之結果能被可靠地估計，則收入及成本乃參考於報告期末合約活動之完成階段(按於本年度工作價值完成之比例而衡量)而確認。

倘建築合約之結果未能被可靠地估計合約收入按可能收回之合約成本而確認。合約成本於產生期內確認為支出倘合約成本有可能超過總合約收入，預期虧損將即時確認為支出。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(n) Construction contracts (continued)

When contract costs incurred to date plus recognised profits less recognised losses exceed progress billings, the surplus is shown as an amount due from customers for contract work. For contracts where progress billings exceed contract costs incurred to date plus recognised profits less recognised losses, the surplus is shown as an amount due to customers for contract work. Amounts received before the related work is performed are included in the consolidated statement of financial position, as a liability, as creditors. Amounts billed for work performed but not yet paid by the customers are included in the consolidated statement of financial position under debtors.

(o) Assets held-for-sale

Non-current assets are classified as assets held-for-sale when their carrying amount is to be recovered principally through a sale transition and a sale is considered highly probable. They are stated at the lower of carrying amount and fair value less costs to sell if their carrying amount is to be recovered principally through a sale transaction rather than through continuing use.

(p) Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks with original maturities of three months or less and bank overdrafts. Bank overdrafts are shown as a separate current liability in the consolidated and Company's statements of financial position.

Pledged bank deposits are not included in cash and cash equivalents.

(q) Trade creditors

Trade creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

(r) Provisions and contingencies

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Provisions are not recognised for future operating losses. Where the Group expects a provision to be reimbursed, the reimbursement is recognised as a separate asset when the reimbursement is virtually certain.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. It can also be a present obligation arising from past events that is not recognised because it is not probable that an outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

2 重大會計政策概要(續)

(n) 建築合約(續)

倘至今所產生之合約成本加已確認溢利減已確認虧損超過進度款項，則超出部份列作就合約工程應向客戶收取之款項。倘工程至今所產生進度款項超出合約成本加已確認溢利減已確認虧損，則超出部份列作就合約工程應向客戶支付之款項。於完成有關工程前收取之款項，乃於綜合財務狀況表按負債內之應付賬款列賬。就工程完成發出賬單但客戶尚未支付之款項，則作為應收賬款計入綜合財務狀況表內。

(o) 持作出售資產

當非流動資產之賬面值之回收主要透過一項出售交易，而該出售被視為高度可能時，該非流動資產分類為持作出售資產。倘其賬面值主要透過出售交易收回而通過非持續使用，則以賬面值及公允值之較低者減銷售成本列賬。

(p) 現金及現金等價物

現金及現金等價物包括手頭現金、原有到期期限為三個月或以內之銀行通知存款及銀行透支。銀行透支於綜合及本公司財務狀況表內以獨立流動負債列示。

現金及現金等價物並不包括已抵押存款。

(q) 貿易應付賬款

貿易應付賬款初始按公允值確認，後採用實際利率法按已攤銷成本計量。

(r) 撥備及或然事項

如本集團因過往事件須承擔現時法定或推定責任，而承擔該責任可能須動用資源及該責任所涉及之金額能可靠地估計時，則須確認撥備。尚未就未來經營虧損確認撥備。倘本集團預期撥備將獲償付，則償付額於實際可確定將獲償付之時作為單獨資產確認。

如有多項類似責任，其需要在償付中流出資源的可能性，根據責任的類別整體考慮而釐定。即使在同一責任類別中所包含的任何一個項目，其相關的資源流出的可能性極低，仍須確認撥備。

撥備利用反映目前市場評估資金之時間價值及責任之特定風險的除稅前利率，以預計須用作履行責任之開支所得現值作為計量。由於時間消耗導致的撥備增加，會確認為利息支出。

或然負債乃指由於過去事件產生之可能債務，而該事件之存在只有通過已發生或未發生一項或多項不可由本集團完全控制之不確定日後事件而被確認。或然負債亦可指由過去發生之事件而導致之當前債務，惟由於經濟資源可能不會流出或債務之金額無法可靠計量而未被確認。

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2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(r) Provisions and contingencies (continued)

A contingent liability is not recognised but is disclosed in the notes to the consolidated financial statements. When a change in the probability of an outflow occurs so that the outflow is probable, it will then be recognised as a provision.

A contingent asset is a probable asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

A contingent asset is not recognised but is disclosed in the notes to the consolidated financial statements when an inflow of economic benefits is probable. When inflow is virtually certain, an asset is recognised.

The Group regards its financial guarantee contracts in respect of mortgage facilities provided by banks to certain property buyers, and credit facilities provided by financial institutions to its subsidiaries, associates and joint ventures as insurance contracts.

(s) Unearned insurance premiums and unexpired risk reserves

Unearned insurance premiums represent the estimated portions of the premiums written which relate to periods of insurance subsequent to the end of the reporting period and are deferred to subsequent accounting periods. Unearned premiums are computed on the basis of net premiums written for all classes of insurance. Net premium written represents gross premiums received or receivable after deducting reinsurance premiums.

Provision is made for unexpired risks arising from the expected value of claims and expenses attributable to the unexpired periods of policies in force which, at the end of the reporting period, exceeds the unearned premiums provision in relation to such policies.

(t) Insurance claims

Claims paid and outstanding comprise claims paid, claims reported but not yet paid and an estimate of claims incurred but not reported ("IBNR") as at the end of the reporting period which is calculated with reference to foreseeable events, past experiences and trends.

Insurance claims are recognised when they are incurred and reported. Incurred claims include the losses, related costs and expenses paid during the year and the change in the reserve for outstanding claims during the year. Reserves for outstanding claims are reported on an undiscounted basis which include reserves for reported claims and reserves for IBNR claims.

Every notified claim is assessed on a case-by-case basis. The reserve of a reported claim is made by the claims handler based on his experience and based on the information, documents and the claim amount submitted by the claimant and is checked by the officer before updating the information into the claims system. The reserve is reviewed and revised regularly to reflect the development of the claim and the change of the market practice.

At the end of each reporting period, the Group performs a liability adequacy test to ensure the adequacy of the insurance claim liabilities. In performing these tests, current best estimates of all future contractual cash flows are made. Any deficiency is immediately charged to profit or loss.

2 重大會計政策概要(續)

(r) 撥備及或然事項(續)

或然負債毋須確認，惟須於綜合財務報表附註內披露。倘資源流出之可能性改變而導致資源可能流出時，或然負債將會被確認為撥備。

或然資產乃因過往事件而產生之可能資產，其存在僅憑發生或未發生一件或多件本集團不能完全控制之未來不確定事件確認。

或然資產不予確認，惟於極可能流入經濟利益時在綜合財務報表附註內予以披露。倘實際可確定將發生流入，則確認資產。

本集團將其就銀行提供按揭貸款予若干物業買家，及金融機構提供信貸融資予其附屬公司、聯營公司及合營企業之有關財務擔保合約視為保險合約。

(s) 遞延保險費及未過期風險儲備

遞延保險費是指投保期跨越報告期末後至以後會計期間之保險承保費的估計部份。遞延保險費是根據所有保險類別之淨承保保險費計算。淨承保保險費指扣除再保險費後之已收或應收保險費總額。

本集團會就因報告期末未過期之有效保單應佔索償及開支的預期價值超過相關保單作出之遞延保險費撥備而所產生的未過期風險計提作撥備。

(t) 保險索償

已支付及未決之保險索償包括於報告期末已支付之索償、已申報但未支付之索償以及估計已產生但仍未申報(「已產生但未申報」)之索償。此估計是參考可預見之事件、過往經驗及趨勢而計算。

保險索償於發生及申報時確認。發生之索償包括虧損、於本年度所付相關費用及支出以及於本年度未決索償儲備之變動。未決索償儲備乃按未貼現基準申報，當中包括已申報索償之儲備以及已產生但未申報索償之儲備。

每宗索償因應個案評估。已申報索償之儲備按理賠人員的經驗及索償人所提交的資料、文件及索償金額處理，並於索償系統更新有關資料前經相關人員查核。儲備會定期審閱及修訂，以反映索償發展及市場慣例變動。

於各報告期末，本集團進行負債充足率測試以確保保險申索負債充足。在進行該等測試時，對所有日後合約現金流量作出當前最佳估計。任何虧損隨即於損益扣除。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(u) Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(v) Revenue recognition

When the outcome of a construction contract can be estimated reliably, revenue is recognised using the percentage of completion method, measured with reference to the value of work carried out during the period. When the outcome of a contract cannot be estimated reliably, revenue is recognised only to the extent of contract costs incurred that it is probable will be recoverable.

Income from sale of properties is recognised on the execution of a binding sales agreement or the completion of properties, whichever is later.

Income from sale of goods such as information technology equipment, motor vehicles and food and beverage are recognised when goods are delivered and title to the goods has passed to the customers. Revenue is arrived at after deduction of any sales return, discount and value-added tax.

Income from rendering of services such as provision of maintenance and property management, warehouse and logistics services and hotel and senior housing operations are recognised at the time when services are rendered. Receipts in advance of provision of services are accounted for as deferred income.

Premiums for direct insurance business are recognised as income when an insurance policy is accepted and the relevant debit note is issued.

Interest income from a financial asset is accrued on a time basis, with reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to its net carrying amount.

Dividend income from investments is recognised when the Group's rights to receive payment have been established.

Rental income under operating leases is recognised on a straight-line basis over the terms of the respective leases.

(w) Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Group as lessor

Amounts due from lessees under finance leases are recorded as receivables at the amount of the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

2 重大會計政策概要(續)

(u) 股本

普通股分類為權益。

可直接歸因於發行新股份或購股權之增量成本作為所得款項扣減額(扣除稅項)於權益內列示。

(v) 收入確認

當一項建築合約之成果能夠可靠地估計時，合約收入乃根據期內施工之價值，按完工百分比法確認。當一項合約成果不能可靠地估計時，只將已產生而可能收回之合約成本確認為收入。

物業銷售之收入乃在買賣雙方簽立具約束力之買賣協議文件或物業竣工(兩者之較後者)入賬。

銷售貨品(如資訊科技設備、汽車及餐飲)之收入乃於貨品送出後或貨品擁有權轉予客戶後入賬。收入已減除所有銷售退回、折扣及增值稅。

提供服務(如提供保養及物業管理、倉庫及物流服務、酒店及安老院舍營運)之收入乃於完成提供服務時確認。提供服務前之收入乃包括於遞延收入中。

直接保險業務之保險費乃於保單被客戶接納及公司發出相關之付款通知書時確認為收入。

來自財務資產之利息收入乃按時間比例入賬，並根據本金之結餘及適用實際利率作出計算，實際利率為透過財務資產之預計使用年期，將估計未來現金收入貼現至資產之賬面淨值之比率。

來自投資之股息收入乃於本集團收取款項之權利確立時確認。

營運租賃之租金收入乃按直線法據其租賃年期入賬。

(w) 租賃

當租賃條款將擁有權所產生之大部份風險及得益轉移給承租人，該等租賃被分類為融資租賃。所有其他租賃均被分類為營運租賃。

本集團作為出租人

融資租賃下應收承租人之款項乃入賬列作應收款項，數額為本集團於租賃之淨投資。融資租金收入乃分配至各會計期間，以反映本集團於租賃尚未收回淨投資之固定定期回報率。

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FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(w) Leases (continued)

The Group as lessor (continued)

Rental income from operating leases is recognised in profit or loss on a straight-line basis over the terms of the relevant leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense on a straight-line basis over the lease term.

The Group as lessee

Assets held under finance leases are recognised as assets of the Group at their fair values at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the statement of financial position as an obligation under finance lease. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to profit or loss, unless they are directly attributable to the acquisition, construction or production of qualifying assets, in which case they are capitalised in accordance with the Group's general policy on borrowing costs as stated in note 2(y) to the consolidated financial statements.

Rental payables under operating leases are charged to profit or loss on a straight line basis over the terms of the relevant leases. Benefits received and receivables as incentives to enter into operating leases are recognised as a reduction of rental expenses over the lease terms on a straight line basis.

(x) Employee benefits

(i) Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting period. Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

(ii) Bonus plans

Provision for bonus plans is recognised when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made.

(iii) Defined contribution plans

Payments to defined contribution retirement benefit plans including the Mandatory Provident Fund Schemes are charged as an expense as they fall due, net of forfeited contributions.

(y) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

2 重大會計政策概要(續)

(w) 租賃(續)

本集團作為出租人(續)

營運租賃產生之租金收入按有關租賃之租期以直線法於損益內確認。商談及安排營運租賃所產生之首次直接成本計入該項租賃資產之賬面值內，並於租期內以直線法確認為支出。

本集團作為承租人

融資租賃下持有之資產於租賃生效時按公允值，或最低租金之現值(以較低者為準)確認為本集團之資產。對出租人之相應負債在財務狀況表內列為融資租賃承擔。租賃款項在融資費用與削減租賃承擔之間分配，以為承擔餘額取得固定之利率。融資費用直接計入損益內，除非其為直接源自收購、興建或建造符合規定的資產則例外，在此情況下，則根據綜合財務報表附註2(y)所述之本集團借款成本之一般政策作資本化處理。

營運租賃之應付租金於有關租賃年期內按直線法在損益內扣除。因簽訂營運租賃已收及應收之鼓勵性優惠，按直線法於租期內確認為租金支出之扣減。

(x) 僱員福利

(i) 僱員應享假期

僱員年假於僱員享有應得假期時確認。因僱員於截至報告期末未提供之服務而產生之估計年假負債會作計提撥備。僱員病假及產假直至僱員正式休假前不予確認。

(ii) 花紅計劃

本集團因僱員提供之服務而負有當前法定或推定義務且相關義務能夠可靠估計時會作計提花紅計劃撥備。

(iii) 界定供款計劃

就包括強制性公積金計劃在內之界定供款退休福利計劃支付之款項於到期時列賬為支出(扣除已沒收供款)。

(y) 借款成本

於收購、建造或生產需要長時間方能達致擬定用途或銷售之符合規定的資產之借款成本，須資本化為該等資產成本之一部份，直至該等資產大致上已可供使用或出售為止。特別為符合規定的資產而取得之借款在其尚未用於有關用途時作為暫時投資而賺取之投資收入，乃於可作資本化之借款成本中扣除。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(y) Borrowing costs (continued)

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(z) Taxation

Taxation represent the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the period. Taxable profit differs from profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes profit or loss items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, and interests in associates and joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax liabilities or deferred tax assets arising from investment properties located in Hong Kong and Singapore are determined based on the presumption that the carrying amount of such investment properties will be recovered through sale with the corresponding tax rate applied.

2 重大會計政策概要(續)

(y) 借款成本(續)

所有其他借款成本，乃於費用產生期間於損益內確認。

(z) 稅項

稅項指當期應付稅項及遞延稅項之總和。

當期應付稅項乃根據期內之應課稅溢利計算。應課稅溢利與於損益內呈報之溢利有所不同，原因在於應課稅溢利並不包括於其他年度應課稅或可扣稅之收入或支出項目，亦不包括從來毋須課稅或不可扣稅之損益項目。本集團之當期稅項負債乃按報告期末已頒佈或實質頒佈之稅率計算。

遞延稅項乃根據財務報表內資產及負債賬面值與計算應課稅溢利所採用相應稅基之差額而確認，並採用負債法入賬。遞延稅項負債一般就所有應課稅暫時性差異確認，遞延稅項資產則於可扣減暫時性差異有可能用以抵銷未來應課稅溢利時予以確認。倘暫時性差異由商譽或(不包括業務合併)一項不影響應課稅溢利或會計溢利之交易之其他資產及負債之初始確認所產生，有關資產及負債不予以確認。

遞延稅項負債乃按於附屬公司之投資、所佔聯營公司及合營企業之權益所產生應課稅暫時性差異而確認，除非本集團可控制暫時性差異之回撥及暫時性差異在可預見將來可能不會回撥。

遞延稅項資產之賬面值乃於各報告期末進行審閱，並在不可能有足夠日後應課稅溢利以收回全部或部份資產價值時作調減。

遞延稅項按預期於清償負債或變現資產期間之適用稅率計算。遞延稅項從損益扣除或計入損益內，除非遞延稅項關乎直接從權益扣除或直接計入權益之項目，在此情況下，遞延稅項亦於權益中處理。

具有將即期稅項資產與即期稅項負債相抵銷的依法強制執行權，且遞延稅項結餘與同一財政機構有關時，將遞延所得稅資產與負債相抵銷。當實體擁有依法強制執行權可抵銷且有意以淨額方式結算，或同時變現資產及結算負債時，期稅項資產與稅項負債予以抵銷。

釐定因位於香港及新加坡之投資物業產生之遞延稅項負債或遞延稅項資產時乃假設相關投資物業之賬面值將以所應用之相應稅率透過銷售收回。

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2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(aa) Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recorded in its functional currency (i.e. the currency of the primary economic environment in which the entity operates) at the exchanges rates prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value has determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are recognised in profit or loss in the period in which they arise, except for exchange differences arising on a monetary item that forms part of the Group's net investment in a foreign operation, which are recognised in equity in the consolidated financial statements. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity, in which cases, the exchange components of that gain or loss are also recognised directly in equity.

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into the presentation currency of the Company at the exchange rates prevailing at the end of the reporting period, and their income and expenses are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during the period, in which case, the exchange rates prevailing at the dates of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income as a separate component of equity, the exchange fluctuation reserve. Such exchange differences are recognised in profit or loss in the period in which the foreign operation is disposed of.

Goodwill and fair value adjustments on identifiable assets acquired arising on an acquisition of a foreign operation are treated as assets and liabilities of that foreign operation and translated at the exchange rates prevailing at the end of the reporting period. Exchange differences so arising are recognised in the exchange fluctuation reserve.

(ab) Impairment of intangible assets

Intangible assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment. Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGU). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2 重大會計政策概要(續)

(aa) 外幣

於編製各個別集團企業之財務報表時，該企業以功能貨幣以外之貨幣(外幣)進行之交易均按交易日期之適用匯率換算為功能貨幣(即該企業經營所在主要經濟地區之貨幣)記賬。於各報告期末，以外幣為單位之貨幣性項目均按報告期末之適用匯率換算。按公允值列賬以外幣為單位之非貨幣性項目乃按公允值釐定當日之適用匯率換算。按過往成本計量以外幣為單位之非貨幣性項目毋須再換算。

於結算及換算貨幣性項目時產生之匯兌差額均於產生期間在損益內確認，惟組成本集團海外業務之淨投資部份之貨幣性項目所產生之匯兌差額除外，該等匯兌差額乃於綜合財務報表權益內確認。按公允值列值之非貨幣性項目經重新換算後所產生之匯兌差額於該期間列入損益內，惟換算有關收益及虧損直接在權益內確認之非貨幣性項目所產生之匯兌差額除外，有關收益或虧損之匯兌部份亦直接在權益內確認。

就呈列綜合財務報表而言，本集團海外業務之資產及負債乃按於報告期末本公司之列賬貨幣之適用匯率換算，而其收入及支出乃按該期間之平均匯率進行換算，除非匯率於該期間內出現大幅波動，於此情況下，則採用於交易當日之適用匯率。所產生之匯兌差額(如有)於其他全面收益內確認作權益之獨立部份(外匯兌換浮動儲備)。該等匯兌差額乃於海外業務被出售之期間內於損益內確認。

因收購海外業務而產生之商譽及可識別資產之公允值調整乃視作該海外業務的資產及負債，及按報告期末之適用匯率換算。所產生之匯兌差額於外匯兌換浮動儲備中確認。

(ab) 無形資產的減值

可使用無限年期的無形資產(例如商譽)毋須攤銷，但每年須進行減值測試。當有事件出現或情況改變顯示賬面值可能無法收回時，則各項資產進行減值檢討。減值虧損按資產之賬面值超出其可收回金額間之差額確認。可收回金額以資產之公允值扣除銷售成本或使用中價值兩者之間較高者為準。於評估減值時，資產按可分開識別現金流量(現金產生單位)之最低層次組合。除商譽外，已蒙受減值之非財務資產在每個報告期末均就減值是否可以回撥進行檢討。

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(ac) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Directors that makes strategic decisions.

Segment assets mainly consist of non-current assets and current assets as disclosed in the consolidated statement of financial position except prepaid tax, unallocated bank balances and cash, deferred tax assets and other unallocated assets.

Segment liabilities mainly consist of current liabilities and non-current liabilities as disclosed in the consolidated statement of financial position except current income tax liabilities, bank and other borrowings, deferred tax liabilities and other unallocated liabilities.

3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's major financial instruments include available-for-sale investments, investments at fair value through profit or loss, derivative financial instruments, debtors and receivables, creditors and payables, outstanding insurance claims, amounts due from/to related companies and non-controlling interests, bank balances and bank and other borrowings. Details of these financial instruments are disclosed in respective notes to the consolidated financial statements. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

3.1 Financial risk factors

(a) Market risk

(i) Interest rate risk

The Group's interest rate risk arises from derivative financial instruments, bills payable, floating rates bank and other borrowings and floating rates bank deposits. Majority of the Group's bank and other borrowings carry interests at floating rates and expose the Group to cash flow interest rate risk. The management monitors interest rate exposure and hedges significant interest rate exposure by using financial instruments such as interest rate swap contracts. Certain instruments are qualified for hedge accounting.

As at 31 March 2018, if interest rates had been increased/decreased by one percentage point and all other variables were held constant, the post-tax profit of the Group, excluding impact of fair value changes of derivative financial instruments would decrease/increase by HK\$16,398,000 (2017: HK\$7,528,000), resulting mainly from the change in the borrowing costs of bank and other borrowings and interest income of bank deposits.

2 重大會計政策概要(續)

(ac) 分類報告

營運分類之報告方式須與主要營運決策者審閱之內部報告之方式一致。董事已被確認為作策略決定之主要營運決策者，負責分配資源並且評核營運分類之表現。

分類資產主要包括綜合財務狀況表內披露之非流動資產及流動資產，惟預付稅項、未分配銀行結存及現金、遞延稅項資產及其他未分配資產除外。

分類負債主要包括綜合財務狀況表內披露之流動負債及非流動負債，惟當期所得稅負債、銀行及其他借款、遞延稅項負債及其他未分配負債除外。

3 財務風險管理目標及政策

本集團之主要財務工具包括可供出售之投資、按公允值列入損益處理之投資、衍生財務工具、應收賬款及應收款項、應付賬款及應付款項、未決保險索償、應收/應付關連公司及非控股權益賬款、銀行結存及銀行及其他借款。該等財務工具之詳情於綜合財務報表相關附註中披露。該等財務工具之相關風險以及減輕該等風險之政策載列如下。管理層管理及監察該等風險，以確保及時有效地施行適當之措施。

3.1 財務風險因素

(a) 市場風險

(i) 利率風險

本集團之利率風險來自衍生財務工具、應付票據、浮息銀行及其他借款及浮息銀行存款。本集團大部份銀行及其他借款以浮動利率計息，而本集團須面對現金流量利率風險。管理層監察利率風險並利用如利率掉期合約等財務工具對沖重大利率風險。若干工具符合對沖會計準則。

於二零一八年三月三十一日，倘利率增加/減少一個百分點，而所有其他可變因素均維持不變，本集團之稅後溢利(不包括衍生財務工具之公允值變化之影響)會主要因銀行及其他借款的借款成本及銀行存款的利息收入而分別減少/增加港幣16,398,000元(二零一七年：港幣7,528,000元)。

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3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

3.1 Financial risk factors (continued)

(a) Market risk (continued)

(ii) Foreign currency risk

The Group operates internationally and is exposed to foreign currency risk arising from various currency exposures. Foreign currency risk arises when the Group's recognised assets and liabilities are denominated in currencies that are not the entities' functional currency.

The Group's financial assets that are exposed to foreign currency risk mainly comprise of investments in debt and equity securities, accounts receivable balances arising from sales to overseas customers, bank balances and cash and amounts due from related companies and group companies (on entity level). The Group's financial liabilities that are exposed to foreign currency risk mainly comprised of accounts payable balances arising from purchases from overseas suppliers and amounts due to group companies (on entity level). It is the Group's policies to ensure that the net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates where necessary to address short-term imbalances. The management monitors foreign exchange exposure and hedges significant foreign currency exposure by using financial instruments such as foreign currency forward contracts. Certain instruments are qualified for hedge accounting.

Financial instruments under foreign currencies (other than the functional currencies of the Group's entities) that are exposed to foreign exchange risk are mainly denominated in Australian dollar, Canadian dollar, Euro, Hong Kong dollar, Japanese Yen, Macau Pataca, Renminbi, Singapore dollar, United States dollar ("US dollar") and Vietnam Dong. The carrying amounts of the Group's foreign currency denominated financial assets and financial liabilities at the end of the year are as follows:

The Group 本集團		Assets 資產		Liabilities 負債	
		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元	2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Australian dollar	澳元	16,644	17,410	-	(89)
Canadian dollar	加拿大元	201,858	183,485	-	-
Euro	歐羅	9,756	5,065	(1)	(647)
Hong Kong dollar	港幣	31,987	24,577	(9,054)	(10,271)
Japanese Yen	日圓	15,176	13,676	(590)	(462)
Macau Pataca	澳門幣	1,344	-	(628,237)	(732,406)
Renminbi	人民幣	228,551	318,393	(390)	(105)
Singapore dollar	新加坡元	98,400	103,711	(673)	-
US dollar	美元	1,492,824	1,336,590	(6,359)	(21,391)
Vietnam Dong	越南盾	65,708	53,338	-	-
Others	其他	17,276	45,692	(562)	(1,315)

3 財務風險管理目標及政策(續)

3.1 財務風險因素(續)

(a) 市場風險(續)

(ii) 外匯風險

本集團乃經營國際性業務，須面對多種貨幣風險引致之外匯風險。本集團已確認之資產及負債以非企業之功能貨幣為單位時，將產生外匯風險。

本集團面對外匯風險之財務資產主要包括債務及股本證券投資、向海外顧客作出銷售而產生之應收賬款結餘、銀行結存及現金及應收關連公司及集團公司賬款(企業層面)。本集團面對外匯風險之財務負債主要包括向海外供應商作出採購而產生之應付賬款結餘及應付集團公司賬款(企業層面)。本集團之政策乃確保將淨風險保持於可接受之水平，並透過以即期匯率買賣外幣(如有需要)以處理短期失衡來實現。管理層監控外匯風險並利用如遠期外匯合約等財務工具對沖重大外匯風險。若干工具符合對沖會計準則。

面臨外匯風險之外幣財務工具(不包括本集團企業之功能貨幣)主要以澳元、加拿大元、歐羅、港幣、日圓、澳門幣、人民幣、新加坡元、美元(「美元」)及越南盾為單位。本集團以外幣為單位之財務資產及財務負債於年末之賬面值如下：

3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

3.1 Financial risk factors (continued)

(a) Market risk (continued)

(ii) Foreign currency risk (continued)

The following table details the Group's sensitivity to every percentage point increase and decrease in the functional currency of corresponding group entity against the above foreign currency. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the end of reporting period for every percentage point increase in foreign currency rates. Positive numbers below indicate an increase in profit/investment revaluation reserve where the above foreign currency strengthens every percentage point against the functional currency of corresponding group entity.

The Group 本集團		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Increase in profit	溢利增加	14,177	12,105
Increase in investment revaluation reserve	投資重估儲備增加	1,142	1,242

(iii) Price risk

The Group are exposed to listed debt and equity securities price risk because investments held by the Group are classified on the consolidated statement of financial position either as available-for-sale investments or investments at fair value through profit or loss.

If the prices of the respective quoted debt and equity instruments of the Group had been increased/decreased by one percentage point and all other variables held constant:

- the post-tax profit and investment revaluation reserve of the Group for the year ended 31 March 2018 would increase/decrease by HK\$2,427,000 and HK\$555,000 (2017: HK\$3,238,000 and HK\$501,000) as a result of the changes in fair values of investments at fair value through profit or loss and available-for-sale investments respectively.

(b) Credit risk

Principal financial assets consist of available-for-sale investments, investments at fair value through profit or loss, derivative financial instruments, debtors and receivables, amounts due from related companies and non-controlling interests and bank balances. The Group's maximum exposure to credit risk in the event of the counterparties' failure to perform their obligations at the end of the reporting period in relation to each class of recognised financial assets is the carrying amount of those assets as stated in the consolidated statement of financial position.

3 財務風險管理目標及政策(續)

3.1 財務風險因素(續)

(a) 市場風險(續)

(ii) 外匯風險(續)

下表詳列本集團之相關集團企業功能貨幣對以上外幣之每增加及減少一個百分點之敏感度。敏感度分析只包括於報告期末仍以外幣為單位之尚未結算貨幣性項目，並已於年末按匯率每增加一個百分點之換算予以調整。以下正數顯示以上外幣兌換相關集團企業之功能貨幣每升值一個百分點之情況下使溢利/投資重估儲備有所增加。

(iii) 價格風險

本集團面臨上市債券及股本證券價格風險，此乃由於本集團所持有之投資於綜合財務狀況表中被歸類為可供出售之投資或按公允值列入損益處理之投資所致。

倘本集團債券及股本工具各自所報之價格每增加/減少一個百分點，而所有其他可變因素均維持不變，則：

- 本集團截至二零一八年三月三十一日止年度之稅後溢利及投資重估儲備分別將增加/減少港幣2,427,000元及港幣555,000元(二零一七年：港幣3,238,000元及港幣501,000元)，此乃由於按公允值列入損益處理之投資及可供出售之投資之公允值變動所致。

(b) 信貸風險

主要財務資產包括可供出售之投資、按公允值列入損益處理之投資、衍生財務工具、應收賬款及應收款項、應收關連公司及非控股權益賬款及銀行結存。倘交易對手無法履行彼等之責任，本集團於報告期末就各類已確認財務資產所承受之最大信貸風險為綜合財務狀況表內所列示該等資產之賬面值。

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3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

3.1 Financial risk factors (continued)

(b) Credit risk (continued)

Debtors of the Group may be affected by the unfavourable economic conditions and the lower liquidity situation which could in turn impact their ability to repay the amounts owed. Deteriorating operating conditions for debtors may also have an impact on management's cash flow forecasts and assessment of the impairment of receivables. To the extent that information is available, management has properly reflected revised estimates of expected future cash flows in their impairment assessments.

The Group has established different credit policies for customers in each of its core businesses. The average credit period granted to trade debtors is 60 days, except for insurance business where credit period granted to certain debtors is over 60 days. The Group reviews the recoverable amount of each individual debt at the end of each reporting period to ensure that adequate impairment losses are made for irrecoverable amounts.

Amounts due from related companies and non-controlling interests are continuously monitored by assessing the credit quality of the counterparties, taking into account their financial position, past experience and other factors. Where necessary, impairment loss is made for estimated irrecoverable amounts.

Available-for-sale investments, investments at fair value through profit or loss, derivative financial instruments, interest receivables and bank balances are limited to financial institutions or investment counterparties with high quality. The Group controls its credit risk to non-performance by its counterparties through monitoring their credit rating and setting approved counterparty credit limits that are regularly reviewed. The Group does not expect any significant counterparty risk. Moreover, credit limits are set for individual counterparties and periodic reviews are conducted to ensure that the limits are strictly followed.

The Group has assessed the credit risk arising from guarantees given to financial institutions for credit facilities granted to certain property buyers, subsidiaries, associates and joint ventures taking into consideration the realisable value of the underlying projects/assets. The Group does not expect any significant credit risk arising from these guarantees.

The Group does not have any significant exposure to any individual debtors or counterparties.

(c) Liquidity risk

The Group aims to maintain prudent liquidity risk management and flexibility in funding by keeping sufficient cash equivalents, readily realisable marketable securities and to have committed short term and medium term credit lines available.

The Directors believe that the Group has obtained sufficient committed and uncommitted general credit facilities from banks for working capital purposes.

3 財務風險管理目標及政策(續)

3.1 財務風險因素(續)

(b) 信貸風險(續)

本集團之債務人或會受到不利經濟環境及資金流動性較低情況影響，因而影響其償還欠款能力。債務人經營狀況惡化亦可能影響管理層對現金流量之預測及對應收款項減值之評估。管理層已根據可得之資料，在其減值評估適當反映經修訂之預期未來現金流量估計。

本集團對各項核心業務客戶已確立不同之信貸政策。給予貿易客戶之平均信貸期為60天，惟給予保險業務之若干客戶之信貸期超過60天。於各報告期末，本集團檢討每宗個別應收賬款之可收回金額，確保就估計無法收回金額作出足夠之減值虧損。

應收關連公司及非控股權益賬款乃透過評估交易對手之信貸質素，並參考其財務狀況、過往經驗及其他因素而進行持續監管。如有需要，會為估計無法收回金額作出減值虧損。

本集團限於與信用良好之金融機構或投資對手方進行有關可供出售之投資、按公允值列入損益處理之投資、衍生財務工具、應收利息以及銀行結存。本集團透過監控其交易對手之信用評級及為交易對手設立經批准且定期檢討之信用限額，控制其信貸風險以防止其交易對手不履行合約，而本集團預期並無任何重大之交易對手風險。此外，交易對手均設有個別信用限額，且定期進行檢討，確保嚴格遵守有關限額。

本集團已評估就授予若干物業買家、附屬公司、聯營公司及合營企業之信貸融資而向金融機構提供擔保所產生之信貸風險，當中考慮到相關項目/資產的可變現價值。本集團預期此等擔保不會產生任何重大信貸風險。

本集團並無於任何個別債務人或交易對手存有重大風險。

(c) 資金流動風險

本集團致力維持審慎之資金流動風險管理及透過保留足夠現金等價物、可隨時變現之有價證券及已承諾短期及中期信貸額度以保持資金靈活性。

董事相信，本集團獲銀行批授之已承諾及未承諾一般信貸融資，足以應付營運資金所需。

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3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

3.1 Financial risk factors (continued)

(c) Liquidity risk (continued)

The Group's liquidity position and compliance with loan covenants are monitored closely by the management of the Company. The following table details the Group's contractual maturity for its financial liabilities at the end of the reporting period. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

The Group		Less than 1 year	1-2 years	2-5 years	More than 5 years	Total undiscounted cash flows 未貼現現金 流量總額
本集團		少於一年 HK\$'000 港幣千元	一至二年 HK\$'000 港幣千元	二至五年 HK\$'000 港幣千元	超過五年 HK\$'000 港幣千元	HK\$'000 港幣千元
2018	二零一八年					
Amounts due to joint ventures	應付合營企業賬款	7,524	-	-	-	7,524
Amounts due to non-controlling interests	應付非控股權益賬款	325,166	-	-	-	325,166
Creditors and payables	應付賬款及應付款項	673,980	-	-	-	673,980
Outstanding insurance claims	未決保險索償	255,438	-	-	-	255,438
Derivative financial instruments (net settled)	衍生財務工具(淨結算)	686	-	-	-	686
Derivative financial instruments (gross settled)	衍生財務工具(總額結算)					
- outflow	一流出	2,047	-	-	-	2,047
- inflow	一流入	(2,109)	-	-	-	(2,109)
Bank and other borrowings	銀行及其他借款	862,246	735,962	1,446,373	918,078	3,962,659
Financial guarantees in contingent liabilities	或然負債內之財務擔保	657,341	-	210,050	-	867,391
2017	二零一七年					
Amounts due to joint ventures	應付合營企業賬款	1,581	-	-	-	1,581
Amounts due to non-controlling interests	應付非控股權益賬款	260,964	-	-	-	260,964
Creditors and payables	應付賬款及應付款項	589,373	-	-	-	589,373
Outstanding insurance claims	未決保險索償	305,272	-	-	-	305,272
Derivative financial instruments (net settled)	衍生財務工具(淨結算)	(155)	(128)	(210)	(11)	(504)
Derivative financial instruments (gross settled)	衍生財務工具(總額結算)					
- outflow	一流出	29,743	-	-	-	29,743
- inflow	一流入	(28,994)	-	-	-	(28,994)
Bank and other borrowings	銀行及其他借款	595,157	425,504	1,408,727	975,471	3,404,859
Financial guarantees in contingent liabilities	或然負債內之財務擔保	363,440	295,255	132,300	-	790,995

3.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern while maximising the returns to shareholders through the optimisation of the debt and equity balances.

The Group regularly and closely reviews and manages its capital structure to provide cost efficient funding to the Group and its companies and make adjustments to the capital structure in light of changes of economic conditions or corporate needs.

3 財務風險管理目標及政策(續)

3.1 財務風險因素(續)

(c) 資金流動風險(續)

本公司管理層密切監察本集團之流動資金狀況及遵守貸款契諾情況。下表詳列本集團於報告期末財務負債之合約到期情況。表格乃根據本集團可能被要求支付之最早日期之財務負債之未貼現現金流量編製。表格包括利息及本金之現金流量。

3.2 資本風險管理

本集團管理資本之目標為保障本集團持續經營之能力，同時透過最佳之債務及權益比例為股東帶來最大回報。

本集團定期及密切檢討及管理其資本結構，以向本集團及其旗下集團公司提供符合成本效益之資金，並就經濟狀況或企業需求之變化對資本結構作出調整。

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3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

3.2 Capital risk management (continued)

The Group monitors the capital on the basis of net debt to equity ratio, which is expressed as a percentage of net debt (comprises total debt less bank balances and cash) over total equity. Total debt represents bank and other borrowings.

The net debt to equity ratio of the Group is as follows:

The Group 本集團		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Total debt	總債務	3,376,502	2,790,439
Bank balances and cash	銀行結存及現金	(1,723,452)	(1,761,632)
Net debt	淨債務	1,653,050	1,028,807
Total equity	總權益	9,335,740	8,503,319
Net debt to equity ratio	淨債務與權益比率	17.7%	12.1%

Net debt to equity ratio increased from 12.1% as at 31 March 2017 to 17.7% as at 31 March 2018 mainly representing the increase of the Group's bank and other borrowings for financing the acquisition of new properties and projects during the year.

Pursuant to Chapter 41 of The Hong Kong Insurance Companies Ordinance, all authorised insurance companies are required to maintain an excess of assets over liabilities of not less than a required solvency margin. For the years ended 31 March 2018 and 2017, the Group's relevant subsidiaries complied with the solvency margin requirements as set out by the relevant authorities in Hong Kong.

3.3 Fair value estimation

The table below analyses the Group's financial instruments carried at fair values by level of inputs to valuation techniques to measure fair values. Such inputs are categorised into three levels within a fair value hierarchy as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

3 財務風險管理目標及政策(續)

3.2 資本風險管理(續)

本集團按淨債務與權益比率之基準監察資本，該基準為淨債務(包括總債務減銀行結存及現金)對總權益之百分比。總債務指銀行及其他借款。

本集團之淨債務與權益比率如下：

The Group 本集團		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Total debt	總債務	3,376,502	2,790,439
Bank balances and cash	銀行結存及現金	(1,723,452)	(1,761,632)
Net debt	淨債務	1,653,050	1,028,807
Total equity	總權益	9,335,740	8,503,319
Net debt to equity ratio	淨債務與權益比率	17.7%	12.1%

淨債務與權益比率由二零一七年三月三十一日之12.1%上升至二零一八年三月三十一日之17.7%，主要為本集團銀行及其他借款因年內收購新物業及項目的增幅所致。

根據香港保險公司條例第41章，所有獲授權保險公司均須保持資產超出負債之額度不少於規定之償付準備金。截至二零一八年及二零一七年三月三十一日止年度，本集團相關附屬公司遵守香港相關機關頒佈之償付準備金規定。

3.3 公允價值估計

下表按用於計量公允價值之估值方法所用輸入數據的層級，分析本集團按公允價值列賬之財務工具。有關輸入數據乃分類為公允價值架構內之下列三個層級：

- 有關相同資產或負債在活躍市場之報價(未調整)(第一級)。
- 有關資產或負債之輸入數據不包括於第一級內之報價，惟可直接(即價格)或間接地(即自價格引伸)觀察(第二級)。
- 有關資產或負債之輸入數據並非依據可觀察之市場數據(不可觀察之輸入數據)(第三級)。

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3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

3.3 Fair value estimation (continued)

The following table presents the Group's financial assets and financial liabilities that are measured at fair values as at 31 March 2018:

The Group 本集團		Level 1 第一級 HK\$'000 港幣千元	Level 2 第二級 HK\$'000 港幣千元	Level 3 第三級 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
Assets	資產				
Financial assets at fair value through profit or loss	按公允值列入損益處理之財務資產				
– debt securities	– 債務證券	224,447	76,016	–	300,463
– equity securities	– 股本證券	62,439	–	–	62,439
– mutual and hedge funds	– 互惠及對沖基金	7,245	–	60,658	67,903
Derivative financial instruments	衍生財務工具	–	373	–	373
Available-for-sale financial assets	可供出售之財務資產				
– equity securities	– 股本證券	55,458	–	8,100	63,558
– private funds	– 私募基金	–	–	50,638	50,638
– unlisted debt	– 非上市債務	–	–	151,570	151,570
		<u>349,589</u>	<u>76,389</u>	<u>270,966</u>	<u>696,944</u>
Liability	負債				
Derivative financial instruments	衍生財務工具	–	(233)	–	(233)

3.3 公允值估計(續)

下表載列於二零一八年三月三十一日按公允值計量之本集團財務資產及財務負債：

The following table presents the Group's financial assets and financial liabilities that are measured at fair values as at 31 March 2017:

The Group 本集團		Level 1 第一級 HK\$'000 港幣千元	Level 2 第二級 HK\$'000 港幣千元	Level 3 第三級 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
Assets	資產				
Financial assets at fair value through profit or loss	按公允值列入損益處理之財務資產				
– debt securities	– 債務證券	324,505	114,329	–	438,834
– equity securities	– 股本證券	59,429	–	–	59,429
– mutual and hedge funds	– 互惠及對沖基金	695	–	55,813	56,508
Derivative financial instruments	衍生財務工具	–	97	–	97
Available-for-sale financial assets	可供出售之財務資產				
– equity securities	– 股本證券	50,070	–	7,770	57,840
– private funds	– 私募基金	–	–	66,314	66,314
		<u>434,699</u>	<u>114,426</u>	<u>129,897</u>	<u>679,022</u>
Liability	負債				
Derivative financial instruments	衍生財務工具	–	(2,974)	–	(2,974)

下表載列於二零一七年三月三十一日按公允值計量之本集團財務資產及財務負債：

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3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

3.3 Fair value estimation (continued)

The Group uses quoted market prices for financial assets included in level 1. The quoted price which is used, is the price within the bid-ask spread that is most representative of the fair value.

The fair values of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments;
- The fair value of interest rate swap contracts is calculated as the present value of the estimated future cash flows based on observable yield curves;
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the end of the reporting period with the resulting value discounted back to present value;
- For unlisted securities or financial assets without an active market, the Group establishes the fair value by using valuation techniques including the use of recent arm's length transactions, reference to other instruments that are substantially the same, reference to net asset value of investee and discounted cash flow analysis, making maximum use of market inputs and relying as little as possible on entity-specific inputs. If none of the valuation techniques results in a reasonable estimate on the fair value, the investment is stated in the statement of financial position at cost less impairment losses; and
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

There were no transfers of financial instruments between levels in the hierarchy for the years ended 31 March 2018 and 2017.

3 財務風險管理目標及政策(續)

3.3 公允值估計(續)

就第一級內之財務資產而言，本集團採用市場報價。所用的報價為買賣差價中最能代表公允值之價格。

並無在活躍市場上買賣之財務工具(如場外衍生工具)之公允值採用估值方法釐定。該等估值方法盡量採用可觀察之市場數據(如可得到)，並盡量少倚賴企業特定估計。倘計量工具公允值所需之所有重大數據可觀察，則該工具將計入第二級。

倘一項或多項重大數據並非來自可觀察市場數據，則該工具將計入第三級。

用以進行財務工具估值之特定估值方法包括：

- 類似工具之市場報價或交易商報價；
- 利率掉期合約之公允值根據可觀察孳息曲線按估計未來現金流量之現值計算；
- 遠期外匯合約之公允值利用於報告期末之遠期匯率釐定，並按結果值貼現至現值；
- 就並無活躍市場之非上市證券或財務資產而言，本集團採用估值方法設定其公允值，當中包括利用近期公平交易、參照其他大致相同之工具、參照被投資公司之資產淨值及貼現現金流量分析，充分利用市場信息及盡量少依賴企業特定信息。倘上述估值方法均未能合理估算公允值，則有關投資以成本減去減值虧損呈列於財務狀況表；及
- 其餘財務工具之公允值以其他方法(例如貼現現金流量分析)釐定。

截至二零一八年及二零一七年三月三十一日止年度，各級別公允值架構之間概無財務工具轉移。

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3 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

3 財務風險管理目標及政策(續)

3.3 Fair value estimation (continued)

3.3 公允值估計(續)

The following table presents the changes in level 3 fair value hierarchy of financial instruments for the years ended 31 March 2018 and 2017:

下表載列第三級公允值架構的財務工具截至二零一八年及二零一七年三月三十一日止年度之變動：

The Group		Mutual and hedge funds	Equity securities	Private funds	Unlisted debt	Total
本集團		互惠及對沖基金 HK\$'000 港幣千元	股本證券 HK\$'000 港幣千元	私募基金 HK\$'000 港幣千元	非上市債務 HK\$'000 港幣千元	總額 HK\$'000 港幣千元
At 1 April 2017	於二零一七年四月一日	55,813	7,770	66,314	-	129,897
Purchases/capital contributions	購入/資本投入	19,135	234	745	151,570	171,684
Receipt for capital returns	收回資本	-	-	(12,241)	-	(12,241)
Fair value gain/(loss) recognised in other comprehensive income	於其他全面收益確認之公允值收益/(虧損)	-	96	(803)	-	(707)
Fair value loss recognised through profit or loss	於損益確認之公允值虧損	(1,685)	-	-	-	(1,685)
Impairment loss recognised in profit or loss	於損益確認之減值虧損	-	-	(3,377)	-	(3,377)
Disposals	出售	(12,605)	-	-	-	(12,605)
At 31 March 2018	於二零一八年三月三十一日	60,658	8,100	50,638	151,570	270,966

The Group		Mutual and hedge funds	Equity securities	Private funds	Total
本集團		互惠及對沖基金 HK\$'000 港幣千元	股本證券 HK\$'000 港幣千元	私募基金 HK\$'000 港幣千元	總額 HK\$'000 港幣千元
At 1 April 2016	於二零一六年四月一日	79,358	7,760	81,653	168,771
Purchases/capital contributions	購入/資本投入	2,030	-	-	2,030
Receipt for capital returns	收回資本	-	-	(14,780)	(14,780)
Fair value gain recognised in other comprehensive income	於其他全面收益確認之公允值收益	-	10	5,117	5,127
Fair value gain recognised through profit or loss	於損益確認之公允值收益	5,409	-	-	5,409
Impairment loss recognised in profit or loss	於損益確認之減值虧損	-	-	(5,676)	(5,676)
Disposals	出售	(30,984)	-	-	(30,984)
At 31 March 2017	於二零一七年三月三十一日	55,813	7,770	66,314	129,897

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4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal to the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(a) Fair values of investment properties and staff quarters

The valuations of investment properties and staff quarters held directly by the Group are made on the basis of the "Market Value" adopted by the Hong Kong Institute of Surveyors ("HKIS"). They are performed in accordance with the HKIS Valuation Standards on Properties published by HKIS. The valuations are reviewed annually by qualified valuers by considering the information from a variety of sources including (i) current prices in an active market for properties of different nature, condition or location, adjusted to reflect those differences; (ii) recent prices of similar properties in less active market, with adjustments to reflect any changes in economic conditions since the date of the transactions that occurred at those prices; and (iii) rental income derived from existing tenancies with due provision for reversionary income potential based on market conditions existing at the end of the reporting period.

These methodologies are based upon estimates of future results and a set of assumptions specific to each property to reflect its tenancy and cashflow profile. The fair value of each investment property reflects, among other things, rental income from current leases and assumptions about rental income from future leases in light of current market conditions including open market rents, appropriate capitalisation rates and reversionary income potential. For the year ended 31 March 2018, discount rate in the range of 2% to 6% (2017: 2% to 7%) were used in the discounted cash flow analysis. The fair value also reflects on a similar basis, any cash outflows that could be expected in respect of the property.

As at 31 March 2018, if the market values of investment properties and staff quarters had been 10% (2017: 10%) higher/lower with all other variables held constant, the carrying values of the Group's investment properties and staff quarters would have been HK\$379,125,000 and HK\$530,000 (2017: HK\$383,258,000 and HK\$60,313,000) higher/lower respectively.

(b) Impairment assessment for property, plant and equipment

Property, plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. The recoverable amounts of property, plant and equipment have been determined based on the higher of their fair values less costs to sell and value in use, taking into account the latest market information and past experience.

4 關鍵會計估計及判斷

本公司按過往經驗及其他因素(包括於有關情況下相信為對未來事件之合理預測)持續檢討估計及判斷。

本集團會對未來作出估計及假設。顧名思義，該等會計估計甚少與有關實際結果相同。具有重大風險致使資產及負債之賬面值於下一個財政年度內作出重大調整之估計及假設討論如下：

(a) 投資物業及員工宿舍之公允值

本集團直接持有之投資物業及員工宿舍之估值乃根據香港測量師學會(「香港測量師學會」)所採納之「市值」基準，按香港測量師學會頒佈之香港測量師學會物業估值準則進行。估值由合資格評估師每年檢討並考慮來自多種來源的資料，包括(i)不同性質、狀況或地點之物業於活躍市場之現行價格，並作出調整以反映有關差異；(ii)類似物業於較不活躍市場之近期價格，並作出調整以反映自該等交易成交日期以來該等價格之任何經濟狀況變動；及(iii)現有租約之租金收入，並計入根據報告期末當時之市況對潛在收入改變而作出之適當撥備。

該等方法乃根據未來業績估計及各項物業之一系列特定假設以反映其租約及現金流量狀況。各項投資物業之公允值反映(其中包括)來自現有租賃之租金收入以及根據當前市況(包括公開市場租金、適用之資本化率及潛在收入改變)對來自未來租賃之租金收入的假設。截至二零一八年三月三十一日止年度，貼現現金流量分析採用介乎2%至6%(二零一七年：2%至7%)之貼現率。公允值亦按類似基準反映就該物業可預期之任何現金流出。

於二零一八年三月三十一日，在所有其他可變因素保持不變之情況下，倘投資物業及員工宿舍之市值上升/下降10%(二零一七年：10%)，本集團投資物業及員工宿舍之賬面值分別上升/下降港幣379,125,000元及港幣530,000元(二零一七年：港幣383,258,000元及港幣60,313,000元)。

(b) 物業、廠房及設備之減值評估

當有跡象顯示物業、廠房及設備之賬面值可能無法收回之事件或變動發生時，均對其進行減值檢討。物業、廠房及設備之可收回金額乃按其公允值減銷售成本與使用中價值兩者之間較高者，並計及最新市場資料及過往經驗釐定。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

(c) Impairment assessment for goodwill and other intangible assets

The Group tests whether goodwill and other intangible assets have suffered any impairment in accordance with accounting policies stated in note 2(ab) to the consolidated financial statements. The recoverable amounts of CGUs have been determined based on value-in-use calculations or their fair values less cost to sell, whichever are higher, and both bases require the Group to estimate the future cash flows expected to arise from CGUs and a suitable discount rate in order to calculate the present value. Where the actual future cash flows are less than expected, a material impairment loss may arise. The Group expects that any reasonable change in the key assumptions on which the recoverable amounts are based would not cause the carrying amounts of goodwill and other intangible assets to exceed their recoverable amounts. Please refer to notes 16, 17 and 37 to the consolidated financial statements for details.

(d) Fair values of available-for-sale investments and derivative financial instruments

The fair values of available-for-sale investments and derivative financial instruments that are not traded in an active market are determined by using valuation techniques. The Group uses its judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period.

(e) Net realisable values of properties under development and properties for sale

The Group writes down properties under development and properties for sale to net realisable value based on assessment of the realisability of properties under development and properties for sale which takes into account cost to completion based on past experience and net sales value based on prevailing market conditions. If there is an increase in cost to completion or a decrease in net sales value, the net realisable value will decrease which may result in writing down properties under development and properties for sale to net realisable value. Write-downs are recorded where events or changes in circumstances indicate that the balances may not be realised. The identification of write-downs requires the use of judgement and estimates. Where the expectation is different from the original estimate, the carrying value of properties under development and properties for sale is adjusted in the period in which such estimate is changed.

(f) Determination of insurance liabilities

The Group's insurance liabilities mainly comprise provision for outstanding claims. The Group determines these estimates on the basis of historical information, actuarial analysis, financing modeling and other analytical techniques. The estimated insurance liabilities are affected by assessed net loss ratio. As at 31 March 2018, assessed net loss ratio was 33% (2017: 57%). Differences resulting from reassessment of insurance liabilities are recognised in subsequent consolidated financial statements. The Group continually reviews the estimates and makes adjustments as necessary, but actual results could differ from what is envisioned when these estimates are made.

4 關鍵會計估計及判斷(續)

(c) 商譽及其他無形資產之減值評估

根據綜合財務報表附註2(ab)所述之會計政策，本集團就商譽及其他無形資產是否出現任何減值進行測試。現金產生單位之可收回金額乃按使用中價值計算法或將其公允值扣除銷售成本(以較高者為準)釐定，兩者均須本集團估計該現金產生單位之預期未來現金流量，並以適當貼現率計算現值。倘實際未來現金流量少於預期，將可產生大額減值虧損。本集團預期可收回金額之主要假設之任何合理變動將不會導致商譽及其他無形資產之賬面值超過其可收回金額。詳情請參閱綜合財務報表附註16、17及37。

(d) 可供出售投資及衍生財務工具之公允值

並無於活躍市場買賣之可供出售投資及衍生財務工具之公允值以估值方法釐定。本集團運用判斷選取多種方法，並主要根據各報告期末當時之市況作出假設。

(e) 發展中物業及待售物業之可變現淨值

經計及以往經驗所得之完成成本及根據現行市況所得之銷售淨值，本集團將發展中物業及待售物業撇減至根據評估發展中物業及待售物業之可變現能力估算之可變現淨值。倘完成成本增加或銷售淨值減少，可變現淨值亦將會減少並可能導致發展中物業及待售物業撇減至可變現淨值。倘發生有跡象顯示結餘可能不獲變現之事件或變動，則撇減須予記錄。辨別撇減須運用判斷及估計。倘預期異於原有之估計，則於該等估計變動之期間內對發展中物業及待售物業之賬面值作出調整。

(f) 釐定保險負債

本集團之保險負債主要包括未決索償撥備。本集團按過往資料、精算分析、財務模型及其他分析方法釐定該等估計。估計保險負債受評估淨賠款比率影響。於二零一八年三月三十一日，評估淨賠款比率為33%(二零一七年:57%)。重新評估保險負債後所導致之差額將於其後之綜合財務報表確認。本集團持續檢討估計，並在有需要時作出調整，惟實際結果或會與作出估計時所推算者有異。

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4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

(g) Construction contract revenue recognition

According to the accounting policies of construction contracts as stated in note 2(n) to the consolidated financial statements, the Group uses the percentage of completion method to determine the appropriate revenue to be recognised in a given period. The stage of completion is measured by total amount of work done certified by customers over total estimated contract sum.

Upon applying the percentage of completion method, the Group needs to estimate the gross profit margin of each construction contract, which is determined based on the estimated total construction contract costs and estimated total construction contract sum, including variation orders and claims. If the actual gross profit margin of construction contract differs from the management's estimates, the construction contract profit to be recognised in the following years will need to be adjusted accordingly.

(h) Income taxes

As at 31 March 2018, deferred tax asset of HK\$48,435,000 (2017: HK\$61,727,000) in relation to unused tax losses had been recognised in the consolidated statement of financial position. The realisability of the deferred tax asset mainly depends on whether sufficient future taxable profits or taxable temporary differences will be available in the future. In cases where the actual taxable profits generated are more or less than expected, additional deferred tax assets or reversal of deferred tax assets may arise, which would be recognised in profit or loss for the period in which such an addition or a reversal takes place.

Also, the Group, including associates and joint ventures, is subject to income taxes in several jurisdictions. Significant judgment is required in determining the worldwide provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

(i) Control over investees accounted for as subsidiaries

Certain investees are considered to be subsidiaries of the Company despite the equity interest therein are not more than 50% of the relevant investees. Based on the contractual power pursuant to the relevant shareholders' agreement between the Group and the other shareholder, the Group has the majority voting power in the board of directors in the respective investees, by which the relevant activities that significantly affect the return of the investees are determined, and hence has control over these investees. Accordingly, those investees are accounted for as subsidiaries of the Company. Further detail are set out in note 36(b)(x) to the consolidated financial statements.

4 關鍵會計估計及判斷(續)

(g) 建築合約收入確認

根據綜合財務報表附註2(n)所述之有關建築合約之會計政策，本集團以完工百分比法於指定期間確認適當收入。完工程度乃參考以客戶確認之總施工量除以合約估計總額計量。

當應用完工百分比法時，本集團需要根據估計建築合約總成本與建築合約總額（包括變動訂單及索償），估計每筆建築合約之毛利率。倘建築合約之實際毛利率有異於管理層之估計，則須對於往後年度確認之建築合約溢利作出相應調整。

(h) 所得稅

於二零一八年三月三十一日，與未動用之稅務虧損有關的遞延稅項資產港幣48,435,000元（二零一七年：港幣61,727,000元）已於綜合財務狀況表中確認。遞延稅項資產能否變現，主要視乎日後是否有足夠未來應課稅溢利或應課稅暫時性差異而定。倘實際產生之應課稅溢利多於或少於預期，則或會出現遞延稅項資產之增加或撥回，並於該增加或撥回出現期間於損益內確認。

而且，本集團（包括聯營公司及合營企業）須繳納多個司法管轄區之所得稅。釐定全球所得稅撥備時，本集團須作出重大判斷。在日常業務過程中，有多宗交易及計算未能釐定最終稅項。本集團須估計未來會否繳納額外稅項，從而確認對預期稅務審核事宜之負債。倘該等事宜之最終稅務結果有異於最初入賬之金額，該等差異將影響稅務釐定期內之所得稅及遞延稅項撥備。

(i) 對入賬列為附屬公司之被投資方之控制權

若干被投資方被視為本公司附屬公司，即使本集團於當中之股權不超過有關被投資方之50%。基於本集團及其他股東之間訂立之有關股東協議所規定之合約權力，本集團於相關被投資方董事會擁有多數投票權，據此確定對被投資方之回報有重大影響的相關活動，因此，對該等被投資方有控制權。因此，該等被投資方列為本公司之附屬公司。進一步詳情載於綜合財務報表附註36(b)(x)。

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

(j) Consolidation of senior housing business in the United States of America

The Group's senior housing business in the United States of America is operated by different professional senior housing operators. Significant judgement is required in determining whether Group is a principal and similarly, whether the operator is an agent in this business. Management considered the Group has exposure to the risks, exposures and return associated with rendering of services and therefore regarded the Group as the principal. Accordingly, the financial results and operations of this business is consolidated in the Group's financial statements.

5 SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the Directors, the chief operating decision-maker, that are used to make strategic decisions. The Directors consider the business from a product/service perspective.

Principal activities of the segments are as follows:

Construction and Engineering: Construction and engineering work for aluminium window and curtain walls, building construction, building supplies, electrical and mechanical and environmental engineering, lift and escalator and pipe technology.

Property Investment: Properties rental business.

Property Development and Operations: Property development and management, cold storage and logistics and hotel operations.

Healthcare Investment: Senior housing business and medical office building investment.

Car Dealership: Retailing, trading and servicing of motor vehicles.

Others: Sale and servicing of information technology equipment and business machines, food trading, general insurance business (except aircraft, aircraft liabilities and credit insurance), investment in securities and restaurant and bar.

During the year ended 31 March 2018, Senior Housing segment was renamed as Healthcare Investment segment to better reflect the nature of its income streams and growth strategies.

Segment revenue is measured in a manner consistent with that in the consolidated income statement, except that it also includes the Group's share of revenue of associates and joint ventures on a proportionate consolidated basis. The sales from associates and joint ventures to the Group and sales between individual associates and joint ventures are not eliminated.

The Directors assess the performance of the operating segments based on a measure of segment results. This measurement includes the Group's share of results of associates and joint ventures on a proportionate consolidated basis. Unallocated corporate expenses, finance income and costs, taxation and other major items that are isolated and non-recurring in nature are not included in segment results.

4 關鍵會計估計及判斷(續)

(j) 將於美國的安老院舍業務綜合入賬

本集團於美國的安老院舍業務由不同專業的安老院舍營運商經營。在釐定本集團是否為委託人及同樣，該營運商是否為該業務的代理人時需要作出重大判斷。管理層認為本集團面臨與提供服務有關的風險、敞口及回報，因此將本集團視為委託人。因此，該業務的財務業績及營運已於本集團的財務報表中綜合入賬。

5 分類資料

管理層根據董事(主要營運決策者)已審閱以作出策略決定之報告釐定經營分類。董事以產品/服務角度考慮業務。

該等分類之主要業務如下：

建築及機械工程：承辦鋁窗及幕牆、樓宇建築、建材供應、機電及環保工程、升降機及電扶梯及管道技術。

物業投資：物業租賃業務。

物業發展及營運：物業發展及管理、冷藏倉庫及物流及酒店營運。

保健護理投資：安老院舍業務及醫療辦公大樓投資。

汽車代理：汽車零售、貿易及服務。

其他：資訊科技設備及商用機器之銷售及服務、食品貿易、一般保險業務(不包括飛機、飛機責任及信用保險)、證券投資及餐廳及酒吧。

於截至二零一八年三月三十一日止年度內，安老院舍業務更名為保健護理投資業務，以更好反映其收入來源的性質及增長策略。

分類收入之計量方式與綜合收益表之計量方式一致，除此以外亦包括來自本集團所佔聯營公司及合營企業按比例綜合基準之收入。聯營公司及合營企業銷售予本集團以及個別聯營公司及合營企業間之銷售並未對銷。

董事根據各分類業績之計量評估經營分類之表現。此計量包括來自本集團所佔聯營公司及合營企業按比例綜合基準之業績。未分配企業支出、財務收入及費用、稅項與其他單獨及非經常性之主要項目並不包括於分類業績。

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5 SEGMENT INFORMATION (CONTINUED)

Segment assets mainly consist of current assets and non-current assets as disclosed in the consolidated statement of financial position except prepaid tax, unallocated bank balances and cash, deferred tax assets and other unallocated assets.

Segment liabilities mainly consist of current liabilities and non-current liabilities as disclosed in the consolidated statement of financial position except current income tax liabilities, bank and other borrowings, deferred tax liabilities and other unallocated liabilities.

(a) Revenue and results

		Construction and engineering 建築及機械工程 HK\$'000 港幣千元	Property investment 物業投資 HK\$'000 港幣千元	Property development and operations 物業發展及營運 HK\$'000 港幣千元	Healthcare investment 保健護理投資 HK\$'000 港幣千元	Car dealership 汽車代理 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
For the year ended 31 March 2018	截至二零一八年三月三十一日止年度							
REVENUE	收入							
Total revenue	總收入	2,582,734	136,430	1,097,095	582,769	2,276,770	394,826	7,070,624
Inter-segment revenue	分類之間收入	-	-	(41,662)	-	-	(48,562)	(90,224)
Group revenue	集團收入	2,582,734	136,430	1,055,433	582,769	2,276,770	346,264	6,980,400
Share of revenue of associates and joint ventures	所佔聯營公司及合營企業收入	1,607,212	-	49,222	15,515	477,488	186,762	2,336,199
Proportionate revenue from a joint venture eliminated	已對銷來自一間合營企業之按比例收入	(15,456)	-	-	-	-	-	(15,456)
Segment revenue	分類收入	4,174,490	136,430	1,104,655	598,284	2,754,258	533,026	9,301,143
RESULTS	業績							
Segment profit	分類溢利	172,173	278,834	859,516	3,098	4,832	72,588	1,391,041
Included in segment profit/(loss) are:	分類溢利/(虧損)包括:							
Share of results of associates	所佔聯營公司業績	56,789	-	99	-	-	1,030	57,918
Share of results of joint ventures	所佔合營企業業績	235	-	(29,730)	(32,849)	1,854	-	(60,490)
Increase in fair value of investment properties	投資物業之公允價值增加	-	190,683	-	-	-	-	190,683
Depreciation and amortisation, net of capitalisation	折舊及攤銷，扣除資本化	(5,512)	(404)	(40,089)	(48,456)	(21,447)	(1,659)	(117,567)
Impairment loss on property, plant and equipment	物業、廠房及設備之減值虧損	(1,572)	-	-	-	-	-	(1,572)
Impairment loss on available-for-sale investment	可供出售之投資的減值虧損	-	-	-	-	-	(3,377)	(3,377)
Unrealised loss on derivative financial instruments	衍生財務工具之未變現虧損	-	-	-	-	-	(932)	(932)
Unrealised gain on investments at fair value through profit or loss	按公允價值列入損益處理之投資的未變現收益	-	-	-	-	-	13,161	13,161
Provision written back/(recognised) for inventories to net realisable value, net	撥回/(已確認)存貨撥備至可變現淨值，淨額	33	-	-	-	(3,342)	(761)	(4,070)
Provision for properties for sale to net realisable value	待售物業撥備至可變現淨值	-	-	(22,015)	-	-	-	(22,015)
Provision written back/(recognised) on trade and other debtors	撥回/(已確認)貿易及其他應收賬款之撥備	8,993	(2,500)	-	(4,382)	-	(106)	2,005
Impairment loss on retention receivables	應收保留款項的減值虧損	(8,597)	-	-	-	-	-	(8,597)

5 分類資料(續)

分類資產主要包括綜合財務狀況表內披露之流動資產及非流動資產，惟預付稅項、未分配銀行結存及現金、遞延稅項資產及其他未分配資產除外。

分類負債主要包括綜合財務狀況表內披露之流動負債及非流動負債，惟當期所得稅負債、銀行及其他借款、遞延稅項負債及其他未分配負債除外。

(a) 收入及業績

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5 SEGMENT INFORMATION (CONTINUED)

(a) Revenue and results (continued)

5 分類資料(續)

(a) 收入及業績(續)

		Construction and engineering 建築及 機械工程 HK\$'000 港幣千元	Property investment 物業投資 HK\$'000 港幣千元	Property development and operations 物業發展及 營運 HK\$'000 港幣千元	Healthcare investment 保健 護理投資 HK\$'000 港幣千元	Car dealership 汽車代理 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
For the year ended 31 March 2017	截至二零一七年三月三十一日 止年度							
REVENUE	收入							
Total revenue	總收入	2,942,565	144,276	558,867	524,303	328,821	338,614	4,837,446
Inter-segment revenue	分類之間收入	-	-	(39,290)	-	-	(38,780)	(78,070)
Group revenue	集團收入	2,942,565	144,276	519,577	524,303	328,821	299,834	4,759,376
Share of revenue of associates and joint ventures	所佔聯營公司及 合營企業收入	1,836,231	-	69,553	-	988,015	255,392	3,149,191
Proportionate revenue from a joint venture eliminated	已對銷來自一間合營企業 之按比例收入	(19,499)	-	-	-	-	-	(19,499)
Segment revenue	分類收入	4,759,297	144,276	589,130	524,303	1,316,836	555,226	7,889,068
RESULTS	業績							
Segment profit/(loss)	分類溢利/(虧損)	343,880	321,693	87,931	28,913	(1,907)	57,776	838,286
Included in segment profit/(loss) are:	分類溢利/(虧損)包括:							
Share of results of associates	所佔聯營公司業績	96,746	-	264	-	(11,335)	2,247	87,922
Share of results of joint ventures	所佔合營企業業績	195	-	(4,867)	-	-	-	(4,672)
Increase in fair value of investment properties	投資物業之公允價值增加	-	226,033	-	-	-	-	226,033
Depreciation and amortisation, net of capitalisation	折舊及攤銷, 扣除資本化	(7,813)	(4,273)	(29,506)	(35,931)	(1,847)	(2,674)	(82,044)
Impairment loss on available-for-sale investments	可供出售之投資的減值虧損	-	-	-	-	-	(5,676)	(5,676)
Unrealised gain on derivative financial instruments	衍生財務工具之未變現收益	-	-	-	-	-	691	691
Unrealised gain on investments at fair value through profit or loss	按公允價值列入損益處理之投資 的未變現收益	-	-	-	-	-	7,206	7,206
Provision (recognised)/written back for inventories to net realisable value, net	(已確認)/撥回存貨撥備至可變現 淨值, 淨額	(23)	-	-	-	(1,006)	264	(765)
Provision (recognised)/written back on trade and other debtors	(已確認)/撥回貿易及其他應收 賬款之撥備	(5,283)	-	-	(15,165)	-	74	(20,374)
Gain on deemed acquisition of Qi Yang Group	視為收購啟陽集團之收益	-	-	-	-	7,060	-	7,060

Inter-segment revenue is charged at prices determined by management with reference to market prices.

各分類之間收入之交易價格由管理層依據市場價格釐定。

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5 SEGMENT INFORMATION (CONTINUED)

(a) Revenue and results (continued)

Total segment revenue are reconciled to the Group's revenue in the consolidated income statement as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Total segment revenue	總分類收入	9,301,143	7,889,068
Add: Proportionate revenue from a joint venture eliminated	加：已對銷來自一間合營企業之按比例收入	15,456	19,499
Less: Share of revenue of associates and joint ventures	減：所佔聯營公司及合營企業收入		
Construction and installation contracts	建築及安裝合約	1,102,179	1,384,204
Sales of motor vehicles and others	汽車及其他之銷售	477,488	988,015
Maintenance and other services	保養及其他服務	527,362	479,917
Food and beverage	餐飲	164,709	204,687
Hotel operations	酒店營運	37,525	34,838
Sales and leasing of properties	物業銷售及租賃	26,936	34,439
Fresh produce supply	新鮮農作物供應	-	23,091
		<u>2,336,199</u>	<u>3,149,191</u>
Total revenue in the consolidated income statement (note 6)	於綜合收益表之總收入(附註6)	<u>6,980,400</u>	<u>4,759,376</u>

Reconciliation of segment profit to profit before taxation is provided as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Segment profit	分類溢利	1,391,041	838,286
Unallocated corporate expenses	未分配企業支出	(52,542)	(20,924)
Finance income	財務收入	21,636	19,333
Finance costs	財務費用	(92,309)	(93,538)
Profit before taxation	除稅前溢利	<u>1,267,826</u>	<u>743,157</u>

5 分類資料(續)

(a) 收入及業績(續)

總分類收入與本集團於綜合收益表內之收入對賬如下：

分類溢利與除稅前溢利之對賬如下：

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5 SEGMENT INFORMATION (CONTINUED)

(b) Assets and liabilities

5 分類資料(續)

(b) 資產及負債

		Construction and engineering 建築及機械工程 HK\$'000 港幣千元	Property investment 物業投資 HK\$'000 港幣千元	Property development and operations 物業發展及營運 HK\$'000 港幣千元	Healthcare investment 保健護理投資 HK\$'000 港幣千元	Car dealership 汽車代理 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
At 31 March 2018	於二零一八年三月三十一日							
ASSETS	資產							
Segment assets	分類資產	<u>1,528,440</u>	<u>4,399,842</u>	<u>5,041,482</u>	<u>2,319,674</u>	<u>1,126,680</u>	<u>1,096,737</u>	<u>15,512,855</u>
Included in segment assets are:	分類資產包括:							
Interests in associates	聯營公司之權益	425,719	-	626	-	-	42,066	468,411
Interests in joint ventures	合營企業之權益	12,076	-	500,494	516,452	83,464	-	1,112,486
Amounts due from associates	應收聯營公司賬款	18,575	-	-	-	-	-	18,575
Amounts due from joint ventures	應收合營企業賬款	9,068	-	17	-	-	-	9,085
Additions to non-current assets (note)	添置非流動資產(附註)	<u>51,519</u>	<u>344,334</u>	<u>164,058</u>	<u>300,239</u>	<u>19,448</u>	<u>8,491</u>	<u>888,089</u>
LIABILITIES	負債							
Segment liabilities	分類負債	<u>1,508,957</u>	<u>37,619</u>	<u>413,708</u>	<u>138,743</u>	<u>409,177</u>	<u>440,138</u>	<u>2,948,342</u>
Included in segment liabilities are:	分類負債包括:							
Amounts due to joint ventures	應付合營企業賬款	-	-	6,730	-	794	-	7,524
At 31 March 2017	於二零一七年三月三十一日							
ASSETS	資產							
Segment assets	分類資產	<u>1,667,310</u>	<u>4,333,824</u>	<u>4,651,523</u>	<u>1,500,024</u>	<u>797,414</u>	<u>1,537,983</u>	<u>14,488,078</u>
Included in segment assets are:	分類資產包括:							
Interests in associates	聯營公司之權益	463,261	-	1,588	-	-	53,856	518,705
Interests in joint ventures	合營企業之權益	11,950	-	500,060	-	79,613	-	591,623
Amounts due from associates	應收聯營公司賬款	14,985	-	-	-	-	-	14,985
Amounts due from joint ventures	應收合營企業賬款	44	-	7,784	-	-	-	7,828
Additions to non-current assets (note)	添置非流動資產(附註)	<u>10,030</u>	<u>10,689</u>	<u>37,858</u>	<u>26,727</u>	<u>360,211</u>	<u>8,584</u>	<u>454,099</u>
LIABILITIES	負債							
Segment liabilities	分類負債	<u>1,584,312</u>	<u>47,201</u>	<u>662,486</u>	<u>64,824</u>	<u>448,974</u>	<u>490,484</u>	<u>3,298,281</u>
Included in segment liabilities are:	分類負債包括:							
Amounts due to joint ventures	應付合營企業賬款	-	-	1,175	-	406	-	1,581

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5 SEGMENT INFORMATION (CONTINUED)

(b) Assets and liabilities (continued)

Note:

In this analysis, the non-current assets exclude financial instruments (including interests in associates and joint ventures) and deferred tax assets.

Reconciliation of segment assets and liabilities to total assets and liabilities is provided as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Segment assets	分類資產	15,512,855	14,488,078
Prepaid tax	預付稅項	9,138	11,782
Unallocated bank balances and cash	未分配銀行結存及現金	524,647	521,217
Deferred tax assets	遞延稅項資產	42,171	26,815
Other unallocated assets	其他未分配資產	15,730	15,730
Total assets	總資產	16,104,541	15,063,622
Segment liabilities	分類負債	2,948,342	3,298,281
Current income tax liabilities	當期所得稅負債	69,028	74,798
Bank and other borrowings	銀行及其他借款	3,376,502	2,790,439
Deferred tax liabilities	遞延稅項負債	340,329	372,492
Other unallocated liabilities	其他未分配負債	34,600	24,293
Total liabilities	總負債	6,768,801	6,560,303

(c) Geographical information

The Group's operations in construction and engineering businesses are mainly carried out in Hong Kong, Mainland China, Macau and Australia. Property investment businesses are mainly carried out in Hong Kong, Mainland China, Canada and Singapore. Property development and operations businesses are mainly carried out in Hong Kong, Mainland China and Canada. Healthcare investment businesses are carried out in Hong Kong and the United States of America ("US"). Car dealership businesses are carried out in Mainland China and Canada. Other businesses are mainly carried out in Hong Kong, the US and Thailand.

The associates' and joint ventures' operations in construction and engineering business are mainly carried out in Hong Kong, Mainland China, Singapore and Macau. Property development and operations businesses are mainly carried out in Hong Kong and Mainland China. Healthcare investment businesses are carried out in the US. Car dealership businesses are carried out in Mainland China. Other businesses are carried out in Hong Kong, Macau and Australia.

5 分類資料(續)

(b) 資產及負債(續)

附註：

在本分析中，非流動資產不包括財務工具(包括所佔聯營公司及合營企業之權益)及遞延稅項資產。

分類資產及負債與總資產及負債之對賬如下：

(c) 地區資料

本集團建築及機械工程業務主要在香港、中國內地、澳門及澳洲運作。物業投資業務主要在香港、中國內地、加拿大及新加坡運作。物業發展及營運業務主要在香港、中國內地及加拿大運作。保健護理投資業務主要在香港及美利堅合眾國(「美國」)運作。汽車代理業務主要在中國內地及加拿大運作。其他業務則主要在香港、美國及泰國運作。

聯營公司及合營企業之建築及機械工程業務主要在香港、中國內地、新加坡及澳門運作。物業發展及營運業務主要在香港及中國內地運作。保健護理投資業務在美國運作。汽車代理業務在中國內地運作。其他業務則在香港、澳門及澳洲運作。

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5 SEGMENT INFORMATION (CONTINUED)

(c) Geographical information (continued)

		Segment revenue by geographical areas 按地區劃分之分類收入							
		Company and subsidiaries 本公司及 附屬公司 HK\$'000 港幣千元	Associates and joint ventures 聯營公司及 合營企業 HK\$'000 港幣千元	2018 Total 二零一八年 總額 HK\$'000 港幣千元	%	Company and subsidiaries 本公司及 附屬公司 HK\$'000 港幣千元	Associates and joint ventures 聯營公司及 合營企業 HK\$'000 港幣千元	2017 Total 二零一七年 總額 HK\$'000 港幣千元	%
Hong Kong	香港	2,960,677	625,298 ¹	3,585,975	39	3,287,455	619,769 ¹	3,907,224	49
Mainland China	中國內地	2,666,279	1,353,363	4,019,642	43	88,896	2,112,207	2,201,103	28
US	美國	690,687	15,515	706,202	8	632,261	-	632,261	8
Canada	加拿大	400,740	-	400,740	4	371,753	-	371,753	5
Singapore	新加坡	11,949	270,509	282,458	3	12,101	315,534	327,635	4
Macau	澳門	85,968	27,102	113,070	1	226,809	31,269	258,078	3
Australia	澳洲	107,724	28,536	136,260	1	85,742	50,508	136,250	2
Thailand	泰國	56,376	-	56,376	1	40,112	-	40,112	1
Others	其他	-	420	420	-	14,247	405	14,652	-
		6,980,400	2,320,743	9,301,143	100	4,759,376	3,129,692	7,889,068	100

¹ The proportionate revenue from a joint venture is eliminated.

The Group maintains a healthy and balanced portfolio of customers. No customer is accounted for 10% or more of the total revenue of the Group for the year ended 31 March 2018. (For the year ended 31 March 2017, HK\$800,422,000 was derived from a single external customer in construction and engineering segment and accounted for more than 10% of the total revenue of the Group.)

The following is an analysis of the carrying amounts of non-current assets other than financial instruments (including interests in associates and joint ventures) and deferred tax assets analysed by geographical areas:

		Non-current assets 非流動資產	
		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Hong Kong	香港	3,555,346	3,644,385
Mainland China	中國內地	2,168,161	1,855,008
US	美國	1,511,024	1,248,677
Singapore	新加坡	469,146	434,809
Canada	加拿大	207,764	204,122
Macau	澳門	45,189	1,230
Thailand	泰國	8,502	7,960
Others	其他	431	1,916
		7,965,563	7,398,107

5 分類資料(續)

(c) 地區資料(續)

¹ 來自一間合營企業之按比例收入已被對銷。

本集團保持健康及平衡之客戶組合。並無客戶佔本集團截至二零一八年三月三十一日止年度總收入10%或以上。(截至二零一七年三月三十一日止年度，港幣800,422,000元的收入來自建築及機械工程分類的單一外部客戶，佔本集團之總收入的10%或以上。)

以下為除財務工具(包括所佔聯營公司及合營企業之權益)及遞延稅項資產以外按地區劃分之非流動資產賬面值分析：

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6 REVENUE

6 收入

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Revenue represents amounts received and receivable from:	收入指來自以下各項之已收及應收款項：		
Construction and installation contracts	建築及安裝合約	2,399,483	2,779,578
Sale of information technology equipment, motor vehicles and others	資訊科技設備、汽車及其他之銷售	2,462,214	696,837
Senior housing operations	安老院舍營運	582,769	524,303
Sales and leasing of properties	物業銷售及租賃	843,978	298,404
Warehouse and logistics services	倉庫及物流服務	214,570	227,819
Maintenance and property management services	保養及物業管理服務	355,012	122,825
Hotel operations	酒店營運	47,953	43,472
Insurance premium	保險費	33,601	32,869
Interest income from investments	來自投資之利息收入	14,747	18,940
Dividend income from investments	來自投資之股息收入	18,974	10,538
Leasing of vehicles and equipment	汽車及設備租賃	7,099	3,791
		<u>6,980,400</u>	<u>4,759,376</u>
Total revenue (note 5)	總收入(附註5)		

7 OTHER INCOME, NET

7 其他收入，淨額

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Gain on investments at fair value through profit or loss	按公允價值列入損益處理之投資的收益	11,912	14,294
(Loss)/gain on derivative financial instruments	衍生財務工具之(虧損)/收益	(993)	1,385
Other investment (loss)/income	其他投資(虧損)/收入	(1,893)	22,185
Sales and marketing services income from an associate (note 43)	來自一間聯營公司之銷售及市場推廣服務收入(附註43)	29,906	27,930
Management fee income from associates and joint ventures (note 43)	來自聯營公司及合營企業之管理費收入(附註43)	22,664	24,091
Others	其他	12,282	16,334
		<u>73,878</u>	<u>106,219</u>

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8 OTHER GAINS, NET

8 其他收益，淨額

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Increase in fair value of investment properties (note 14)	投資物業之公允值增加 (附註14)	190,683	226,033
Gain on disposal of an investment property	出售一項投資物業之收益	-	276
(Loss)/gain on disposals of property, plant and equipment	出售物業、廠房及設備之 (虧損)/收益	(3,721)	498
Gain/(loss) on disposals of an associate	出售一間聯營公司之收益/(虧損)	4,848	(3)
Deemed disposal loss on step-up acquisition of an associate and become a subsidiary (note 36(b)(vi))	追加收購一間聯營公司並轉為附屬公司之視為出售虧損(附註36(b)(vi))	(3,004)	-
Remeasurement of goodwill (note 16)	重新計量商譽(附註16)	4,686	-
Impairment loss on available-for-sale investments	可供出售之投資的減值虧損	(3,377)	(5,676)
Provision written back/(recognised) on trade and other debtors	撥回/(已確認)貿易及其他應收賬款之撥備	2,005	(20,374)
Impairment loss on retention receivables	應收保留款項之減值虧損	(8,597)	-
Impairment loss on interest in an associate (note 18)	於一間聯營公司權益之減值虧損 (附註18)	(18,101)	-
Impairment loss on property, plant and equipment (note 15)	物業、廠房及設備之減值虧損 (附註15)	(1,572)	-
Provision for impairment loss on properties for sale	待售物業的減值虧損撥備	(22,015)	-
Gain on deemed acquisition of Qi Yang Group (note 36(b)(x))	視為收購啓陽集團之收益 (附註36(b)(x))	-	7,060
Exchange gain/(loss)	匯兌收益/(虧損)	12,649	(1,444)
		154,484	206,370

GAIN/(LOSS) ON DISPOSALS OF SUBSIDIARIES

出售附屬公司之收益/(虧損)

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Gain/(loss) on disposals of	出售下列各項之收益/(虧損)		
- Chinaford and Dolce Field (note 36(b)(vii))	一長暉及都思(附註36(b)(vii))	619,941	-
- Talent Luck (note 36(b)(ix))	一祥龍興業(附註36(b)(ix))	92,927	-
- Wonder (note 36(b)(xi))	一Wonder(附註36(b)(xi))	-	(3,972)
- other subsidiaries	一其他附屬公司	2,207	265
		715,075	(3,707)

9 FINANCE COSTS, NET

9 財務費用，淨額

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Interest expenses on bank overdrafts and bank and other borrowings	銀行透支及銀行及其他借款的利息支出	100,323	105,627
Less: Amounts capitalised to properties under development (note)	減：撥作發展中物業之金額 (附註)	(8,014)	(12,089)
		92,309	93,538
Less: Interest income from bank deposits	減：銀行存款的利息收入	(21,636)	(19,333)
		70,673	74,205

Note:

The capitalisation rate applied to funds borrowed and used for the development of properties was between 5.5% and 5.8% per annum (2017: 4.8% per annum).

附註：

應用於從借款帶來並用作物業發展之資金的資本化年率介乎5.5%至5.8% (二零一七年：年率4.8%)。

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10 PROFIT BEFORE TAXATION

10 除稅前溢利

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Profit before taxation has been arrived at after charging the following:	除稅前溢利已扣除下列項目：		
Depreciation of property, plant and equipment (note 15)	物業、廠房及設備之折舊 (附註15)	111,880	84,150
Less: Amount capitalised to contract work	減：撥作合約工程之金額	(2,085)	(2,591)
		109,795	81,559
Staff costs (note a)	員工開支 (附註a)	1,034,119	935,441
Less: Amount capitalised to contract work	減：撥作合約工程之金額	(206,121)	(213,787)
		827,998	721,654
Operating lease payments in respect of leasing of – premises (note b) – equipment	租賃以下項目之營運租賃費用 – 樓宇 (附註b) – 設備	54,168 2,290	45,159 2,551
		56,458	47,710
Auditors' remuneration – audit services – non-audit services – under-provision in prior years	核數師酬金 – 核數服務 – 非核數服務 – 過往年度撥備不足	14,741 3,194 1,098	11,023 1,988 110
		19,033	13,121
Amortisation of other intangible assets (note 17)	其他無形資產攤銷 (附註17)	7,772	485
Provision for inventories to net realisable value	存貨撥備至可變現淨值	4,070	765
Provision for properties for sale to net realisable value	待售物業撥備至可變現淨值	22,015	–
and crediting the followings:	並計入下列項目：		
Gross rental income of HK\$148,236,000 (2017: HK\$145,672,000) from properties less direct operating expenses (note c)	物業租金總收入港幣148,236,000元 (二零一七年：港幣145,672,000元) 減直接經營支出 (附註c)	124,252	123,471

Notes:

- (a) Details of Directors' emoluments included in staff costs are disclosed in note 38 to the consolidated financial statements.

Included in staff costs are amounts of HK\$2,266,000 (2017: HK\$1,685,000) in respect of termination benefits made to staff and HK\$30,176,000 (2017: HK\$29,432,000) in respect of contributions to defined contribution retirement benefit schemes, net of forfeited contributions.

- (b) No contingent rental is included in operating lease payments in respect of leasing of premises (2017: nil).

- (c) Included in rental income is an amount of HK\$6,494,000 (2017: HK\$5,991,000) less outgoing of HK\$759,000 (2017: HK\$735,000) from joint operation. Included in rental income is a gross amount of HK\$131,842,000 (2017: HK\$136,140,000) derived from investment properties less direct operating expenses of 23,388,000 (2017: HK\$20,842,000).

附註：

- (a) 董事酬金已包括在員工開支內，其詳情在綜合財務報表附註38中披露。

員工開支包括向員工作出之僱用終止福利港幣2,266,000元 (二零一七年：港幣1,685,000元) 及已扣除已沒收供款之界定供款退休福利計劃供款港幣30,176,000元 (二零一七年：港幣29,432,000元)。

- (b) 租賃樓宇之營運租賃費用不包括或然租金 (二零一七年：無)。

- (c) 租金收入包括從合營經營收取之租金港幣6,494,000元 (二零一七年：港幣5,991,000元) 減支出港幣759,000元 (二零一七年：港幣735,000元)。租金收入包括來自投資物業之總租金收入港幣131,842,000元 (二零一七年：港幣136,140,000元) 減直接經營支出港幣23,388,000元 (二零一七年：港幣20,842,000元)。

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11 TAXATION

11 稅項

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Current tax	本年度稅項		
Hong Kong	香港	48,390	52,156
Mainland China	中國內地	195,767	4,685
Overseas	海外	23,502	18,275
Under-provision in prior years	過往年度撥備不足	3,421	13,759
		271,080	88,875
Deferred tax	遞延稅項		
Origination and reversal of temporary differences (note 35)	暫時性差異之產生及回撥 (附註35)	25,264	43,150
		296,344	132,025

Hong Kong profits tax is calculated at the rate of 16.5% (2017: 16.5%) on the estimated assessable profits. Taxation on Mainland China and overseas profits has been calculated on the estimated assessable profits for the year at the rates of taxation prevailing in the countries in which the Group operates.

香港利得稅乃就估計應課稅溢利按稅率 16.5% (二零一七年：16.5%) 計算。中國內地及海外溢利課稅乃按年內估計應課稅溢利依本集團經營業務所在國家之現行稅率計算。

Details of deferred taxation are disclosed in note 35 to the consolidated financial statements.

遞延稅項之詳情於綜合財務報表附註35內披露。

Taxation for the year can be reconciled to the profit before taxation per consolidated income statement as follows:

綜合收益表內除稅前溢利與本年度稅項之對銷如下：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Profit before taxation	除稅前溢利	1,267,826	743,157
Adjusted for:	調整：		
Share of results of associates	所佔聯營公司業績	(57,918)	(87,922)
Share of results of joint ventures	所佔合營企業業績	60,490	4,672
		1,270,398	659,907
Tax at the domestic income tax rate of 16.5% (2017: 16.5%)	按本地所得稅稅率 16.5% (二零一七年：16.5%) 計算之稅項	209,616	108,885
Effect of different tax rates on subsidiaries operating in other jurisdictions	在其他司法管轄區經營之附屬公司因使用不同稅率之影響	79,022	13,153
Changes in applicable tax rates	相關稅率變更	15,415	-
Tax effect of non-deductible expenses	不可抵扣支出之稅項影響	23,987	10,077
Tax effect of non-taxable income	毋須課稅收入之稅項影響	(49,795)	(20,303)
Tax effect of tax losses not recognised	未予確認稅務虧損之稅項影響	27,386	13,266
Tax effect of deductible temporary difference not recognised	未予確認可扣減暫時性差異之稅項影響	(167)	(4,531)
Tax effect of utilisation of tax losses and deductible temporary difference not previously recognised	動用過往未予確認之稅務虧損及可扣減暫時性差異之稅項影響	(12,298)	(4,183)
Under-provision in prior years	過往年度撥備不足	3,421	13,759
Others	其他	(243)	1,902
Taxation for the year	年度稅項	296,344	132,025

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12 EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing the profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the year ended 31 March 2018.

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Profit attributable to shareholders of the Company	本公司股東應佔溢利	907,929	540,263

		2018 二零一八年	2017 二零一七年
Weighted average number of ordinary shares in issue ('000 shares)	已發行普通股之加權平均數 (千股)	301,928	301,928
Basic earnings per share (HK\$)	每股基本盈利 (港幣)	3.01	1.79

(b) Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares in issue to assume conversion of all dilutive potential ordinary shares. As at 31 March 2018 and 2017, the Group had potential ordinary shares in an associate, which were issuable upon exercise of share option being granted. There was no potential dilutive effect from such share option held during the year. As at 31 March 2018 and 2017, associates of the Group had potential ordinary shares which were issuable upon exercise of share options granted. There was no potential dilutive effect from such share options during both years.

12 每股盈利

(a) 基本

每股基本盈利乃根據本公司股東應佔溢利除以截至二零一八年三月三十一日止年度已發行普通股之加權平均數計算。

(b) 攤薄

每股攤薄盈利乃透過調整已發行普通股之加權平均數以假設所有潛在攤薄普通股已兌換而計算得出。於二零一八年及二零一七年三月三十一日，本集團一間聯營公司有潛在普通股，該股份為授出之購股權獲行使時可予發行之股份。本年度所持上述購股權並無產生潛在攤薄影響。於二零一八年及二零一七年三月三十一日，本集團聯營公司有潛在普通股，該股份為授出之購股權獲行使時可予發行之股份。此兩年期間上述購股權均無產生潛在攤薄影響。

13 DIVIDENDS

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Special interim dividend of HK\$1.40 (2017: nil) per share paid	已派特別中期股息每股港幣1.40元 (二零一七年：無)	422,700	-
Interim dividend of HK\$0.10 (2017: HK\$0.20) per share paid	已派中期股息每股港幣0.10元 (二零一七年：港幣0.20元)	30,193	60,386
Final dividend of HK\$0.25 (2017: HK\$0.40) per share proposed	擬派末期股息每股港幣0.25元 (二零一七年：港幣0.40元)	75,482	120,771
		<u>528,375</u>	<u>181,157</u>

Final dividend of HK\$0.25 per share totaling HK\$75,482,000 has been proposed by the Directors and is subject to approval by the shareholders in the forthcoming annual general meeting. The amount will be reflected as an appropriation of retained profits for the year ending 31 March 2019.

13 股息

董事擬派末期股息每股港幣0.25元，合共港幣75,482,000元，其須待即將召開之股東週年大會上獲股東批准後，方可作實。金額將於截至二零一九年三月三十一日止年度列作保留溢利之分派。

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14 INVESTMENT PROPERTIES

14 投資物業

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
At beginning of the year	年初	3,832,583	3,663,625
Exchange realignment	匯兌調整	130,857	(61,006)
Addition	添置	113,528	9,628
Acquisition of	收購		
– Silver Prosper (note 36(b)(ii))	– 銀盛集團(附註36(b)(ii))	228,000	–
– other subsidiaries	– 其他附屬公司	2,292	–
Disposal of an investment property	出售一項投資物業	–	(5,697)
Transfer to property, plant and equipment (note 15)	轉至物業、廠房及設備(附註15)	(706,698)	–
Increase in fair value (note 8)	公允值增加(附註8)	190,683	226,033
		<u>3,791,245</u>	<u>3,832,583</u>
At end of the year	年末		

The Group's investment properties at their carrying values are analysed as follows:

本集團之投資物業按賬面值之分析如下：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Hong Kong	香港		
On long-term leases (over 50 years)	長期租約(五十年以上)	195,000	–
On medium-term leases (10 to 50 years)	中期租約(十至五十年)	1,930,082	2,412,135
Mainland China and overseas	中國內地及海外		
Freehold	永久業權	537,558	496,225
On long-term leases (over 50 years)	長期租約(五十年以上)	1,071,655	876,786
On medium-term leases (10 to 50 years)	中期租約(十至五十年)	56,950	47,437
		<u>3,791,245</u>	<u>3,832,583</u>

Notes:

附註：

- (a) The fair value of the Group's investment properties in Hong Kong, Mainland China and overseas as at 31 March 2018 had been arrived at on the basis of valuation carried out on that date by CHFT Advisory and Appraisal Limited, which is an independent firm of qualified valuers having appropriate qualifications and experience in the valuation of properties in the relevant locations. The valuation, which conforms to the HKIS Valuation Standards on Properties published by HKIS, was arrived at with reference to market evidence of transaction prices of similar properties or calculated on the net income allowing for reversionary potential. For all investment properties, their current use equates to the highest and best use.
- (a) 本集團位於香港、中國內地及海外之投資物業於二零一八年三月三十一日之公允值乃根據由華坊諮詢評估有限公司(此為獨立合資格評估師行，並於有關地區擁有進行物業估值之合適資格及經驗)按該天進行之估值為基準而得出。該估值乃遵守香港測量師學會所頒佈之香港測量師學會物業估值準則並已參照市場上類似物業之交易價得出，或根據潛在收入淨額改變計算。就所有投資物業而言，其目前用途等於其最高和最佳用途。
- (b) Investment properties in Hong Kong with a total carrying value of HK\$62,667,000 (2017: HK\$48,000,000) represented the Group's share of interests in joint operation.
- (b) 位於香港之投資物業之賬面總值港幣62,667,000元(二零一七年：港幣48,000,000元)為本集團所佔合營經營之權益。
- (c) Charges were created on the investment properties with a total carrying value of HK\$1,225,611,000 (2017: HK\$1,282,306,000) for the purpose of securing banking facilities granted to the Group.
- (c) 賬面總值港幣1,225,611,000元(二零一七年：港幣1,282,306,000元)之投資物業已作抵押，作為授予本集團銀行信貸之擔保。

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14 INVESTMENT PROPERTIES (CONTINUED)

Notes: (continued)

(d) Valuation of investment properties

The following table presents the changes in level 3 fair value hierarchy of investment properties for the years ended 31 March 2018 and 2017:

		Commercial properties			Residential properties		Industrial properties		Total	
		商業物業			住宅物業		工業物業			
		Hong Kong	Mainland		Hong Kong	Mainland		Hong Kong		Overseas
			China	Overseas		China	Overseas			
香港	中國內地	海外	香港	中國內地	香港	海外	港幣千元			
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000		
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元		
At 1 April 2017	於二零一七年四月一日	1,120,749	25,312	32,064	31,700	862,215	1,259,686	500,857	3,832,583	
Exchange realignment	匯兌調整	-	384	1,372	-	94,460	-	34,641	130,857	
Acquisition of	收購									
- Silver Prosper (note 36(b)(ii))	- 銀盛集團(附註36(b)(ii))	-	-	-	228,000	-	-	-	228,000	
- Other subsidiaries	- 其他附屬公司	-	-	-	2,292	-	-	-	2,292	
Addition	添置	-	-	-	-	-	113,528	-	113,528	
Transfer to property, plant and equipment	轉至物業、廠房及設備	(706,698)	-	-	-	-	-	-	(706,698)	
Increase/(decrease) in fair value (note 8)	公允價值增加/(減少)(附註8)	39,076	2,554	854	(29,722)	104,212	66,471	7,238	190,683	
At 31 March 2018	於二零一八年三月三十一日	453,127	28,250	34,290	232,270	1,060,887	1,439,685	542,736	3,791,245	

		Commercial properties			Residential properties		Industrial properties		Total	
		商業物業			住宅物業		工業物業			
		Hong Kong	Mainland		Hong Kong	Mainland		Hong Kong		Overseas
			China	Overseas		China	Overseas			
香港	中國內地	海外	香港	中國內地	香港	海外	港幣千元			
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000		
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元		
At 1 April 2016	於二零一六年四月一日	1,111,656	24,839	23,905	28,580	703,131	1,248,630	522,884	3,663,625	
Exchange realignment	匯兌調整	-	(220)	(1,033)	-	(43,763)	-	(15,990)	(61,006)	
Addition	添置	-	-	8,377	-	-	-	1,251	9,628	
Disposal of an investment property	出售一項投資物業	-	-	(5,697)	-	-	-	-	(5,697)	
Increase/(decrease) in fair value (note 8)	公允價值增加/(減少)(附註8)	9,093	693	6,512	3,120	202,847	11,056	(7,288)	226,033	
At 31 March 2017	於二零一七年三月三十一日	1,120,749	25,312	32,064	31,700	862,215	1,259,686	500,857	3,832,583	

The Group includes a team that reviews the valuations performed by the independent valuers for financial reporting purposes and reports directly to the senior management. Discussions of valuation processes and results are held between the senior management and valuers at least once every six months, in line with the Group's interim and annual reporting dates.

At the end of each reporting period, the Group:

- verifies all major inputs to the independent valuation report;
- assesses property valuation movements when compared to the prior year valuation reports; and
- holds discussions with the independent valuers.

14 投資物業(續)

附註：(續)

(d) 投資物業之估值

下表載列第三級公允價值架構的投資物業截至二零一八年及二零一七年三月三十一日止年度之變動：

本集團包含審閱由獨立評估師就財務報告目的所作估值之團隊，且該團隊直接向高級管理人員報告。高級管理人員至少每六個月(與本集團中期及年度報告日期一致)與評估師進行一次估值過程及結果討論。

於各報告期末，本集團：

- 核實對獨立估值報告的所有重大輸入數據；
- 評估物業估值與上年度估值報告比較下的變動；及
- 與獨立評估師進行討論。

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14 INVESTMENT PROPERTIES (CONTINUED)

Notes: (continued)

(d) Valuation of investment properties (continued)

Fair values of commercial, residential and industrial properties in Hong Kong, Mainland China and overseas are generally derived using the direct comparison method and wherever appropriate, by the income capitalisation method. Direct comparison method is based on comparing the property to be valued directly with other comparable properties, which have recently transacted. However, given the heterogeneous nature of real estate properties, appropriate adjustments are usually required to allow for any qualitative differences that may affect the price likely to be achieved by the property under consideration. Income capitalisation method is based on the capitalisation of the net income and reversionary income potential by adopting appropriate capitalisation rates, which are derived from analysis of sale transactions and valuers' interpretation of prevailing investor requirements or expectations. The prevailing market rents adopted in the valuation have reference to recent lettings, within the subject properties and other comparable properties.

There were no changes to the valuation techniques during the year.

Significant unobservable inputs used to determine fair values

Prevailing market rents are estimated based on recent lettings for investment properties, within the subject properties and other comparable properties. The lower the rents, the lower the fair values.

Prevailing market rents used in the income capitalisation method:

		2018 二零一八年	2017 二零一七年
Residential properties	住宅物業	HK\$151 to HK\$916 港幣 151 元至 港幣 916 元	HK\$133 to HK\$863 港幣 133 元至 港幣 863 元
- Mainland China (per square meter ("sq. m.") per month)	- 中國內地(每月每平方米「平方米」)		
Commercial properties	商業物業	HK\$30 港幣 30 元	HK\$26 港幣 26 元
- Overseas (per square foot ("sq. ft.") per month)	- 海外(每月每平方呎「平方呎」)		

Capitalisation rates are estimated by valuers based on the risk profile of the investment properties being valued. The higher the rates, the lower the fair values.

Capitalisation rates used in the income capitalisation method:

		2018 二零一八年	2017 二零一七年
Residential properties	住宅物業	2.0% to 6.0% 2.0% 至 6.0%	2.8% to 6.5% 2.8% 至 6.5%
- Mainland China	- 中國內地		
Commercial properties	商業物業	6%	6%
- Overseas	- 海外		

Comparing price per sq. ft. or per sq. m. with other recently transacted comparable properties formed the inputs under direct comparison method, which is in average of approximately amounted to HK\$10,000 per sq. ft., HK\$22,500 per sq. m., HK\$14,500 per sq. ft., HK\$6,200 per sq. ft. for commercial properties in Hong Kong, Mainland China, residential properties in Hong Kong and industrial properties in Hong Kong respectively for the year ended 31 March 2018 (2017: HK\$7,800 per sq. ft., HK\$21,500 per sq. m., HK\$5,300 per sq. ft.).

14 投資物業(續)

附註：(續)

(d) 投資物業之估值(續)

香港、中國內地及海外商業、住宅及工業物業之公允值一般採用直接比較法，及於適時採用收益資本化法計算得出。直接比較法乃基於將要估值之物業與最近曾交易之其他可供比較物業作直接比較。然而，鑑於房地產物業之多樣化性質，通常須就任何可能影響在審議中的物業所達之價格的質素差異作出適當調整。收益資本化法乃基於通過採用適當之資本化率，將收入淨額及收入復歸潛力予以資本化，而資本化率乃通過對銷售交易之分析和評估師對當時投資者之要求或期望的理解而得出。在估值中採用之現行市場租金乃根據對該物業及其他可供比較物業之近期出租情況而釐定。

估值方法於本年度並無變動。

釐定公允值所用之重大不可觀察輸入數據

現行市場租金乃基於投資物業，於接受估值的物業及其他可供比較物業內之最近期出租情況估計。租金越低，則公允值越低。

採用收益資本化的現行市場租金：

		2018 二零一八年	2017 二零一七年
Residential properties	住宅物業	HK\$151 to HK\$916 港幣 151 元至 港幣 916 元	HK\$133 to HK\$863 港幣 133 元至 港幣 863 元
- Mainland China (per square meter ("sq. m.") per month)	- 中國內地(每月每平方米「平方米」)		
Commercial properties	商業物業	HK\$30 港幣 30 元	HK\$26 港幣 26 元
- Overseas (per square foot ("sq. ft.") per month)	- 海外(每月每平方呎「平方呎」)		

資本化率乃由評估師基於所估值之投資物業之風險狀況估計。比率越高，則公允值越低。

收益資本化採用的資本化率：

		2018 二零一八年	2017 二零一七年
Residential properties	住宅物業	2.0% to 6.0% 2.0% 至 6.0%	2.8% to 6.5% 2.8% 至 6.5%
- Mainland China	- 中國內地		
Commercial properties	商業物業	6%	6%
- Overseas	- 海外		

對比其他可比較物業的每平方呎或每平方米近期交易價格構成直接比較法下的輸入數據，該價格是截至二零一八年三月三十一日止年度香港、中國內地的商業物業、香港住宅物業及香港工業物業之價格每平方呎港幣 10,000 元、每平方米港幣 22,500 元、每平方呎港幣 14,500 元及每平方呎港幣 6,200 元的平均值(二零一七年：每平方呎港幣 7,800 元、每平方米港幣 21,500 元及每平方呎港幣 5,300 元)。

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15 PROPERTY, PLANT AND EQUIPMENT

15 物業、廠房及設備

		Cold storage warehouse	Hotel properties	Other properties for own use 其他自用物業		Plant, machinery and equipment	Furniture, fixtures, office equipment and motor vehicles 傢俬、裝置、辦公室設備及汽車	Total
				Other properties	Staff quarters			
		HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元 (note c) (附註c)	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
Cost or valuation	成本或估值							
At 31 March 2016	於二零一六年三月三十一日	239,038	145,304	1,258,487	487,660	81,725	337,022	2,549,236
Exchange realignment	匯兌調整	-	(2,974)	(593)	-	(1,991)	(3,405)	(8,963)
Deemed acquisition of Qi Yang Group (note 36(b)(x))	視為收購啟陽集團(附註36(b)(x))	-	-	329,993	-	26,049	-	356,042
Additions	添置	-	136	18,206	-	4,116	22,416	44,874
Disposals	出售	-	-	-	-	(3,975)	(12,440)	(16,415)
Transfer to assets held-for-sale (note 44)	轉至持作出售資產(附註44)	-	-	-	-	-	(2,772)	(2,772)
Increase in fair value	公允價值增加	-	-	-	115,470	-	-	115,470
		239,038	142,466	1,606,093	603,130	105,924	340,821	3,037,472
At 31 March 2017	於二零一七年三月三十一日							
Exchange realignment	匯兌調整	-	5,312	46,535	-	5,062	8,278	65,187
Acquisition of senior housing properties (note 36(b)(i))	收購安老院舍物業(附註36(b)(i))	-	-	184,487	-	7,409	-	191,896
Acquisition of other subsidiaries	收購其他附屬公司	-	-	24,078	-	-	-	24,078
Step-up acquisition of an associate and become a subsidiary (note 36(b)(vii))	追加收購一間聯營公司並轉為附屬公司(附註36(b)(vii))	-	-	-	-	308	1,632	1,940
Additions	添置	-	154	134,558	42,000	10,971	51,292	238,975
Disposals	出售	-	-	(9,169)	-	(6,651)	(14,040)	(29,860)
Disposal of Talent Luck (note 36(b)(ix))	出售祥龍興業(附註36(b)(ix))	-	-	-	(608,000)	-	-	(608,000)
Transfer from investment properties (note 14)	轉撥自投資物業(附註14)	-	-	706,698	-	-	-	706,698
Decrease in fair value	公允價值減少	-	-	-	(31,830)	-	-	(31,830)
		239,038	147,932	2,693,280	5,300	123,023	387,983	3,596,556
At 31 March 2018	於二零一八年三月三十一日							
Accumulated depreciation and impairment	累計折舊及減值							
At 31 March 2016	於二零一六年三月三十一日	86,770	60,534	205,112	220	50,644	246,591	649,871
Exchange realignment	匯兌調整	-	(1,005)	(661)	-	(1,249)	(948)	(3,863)
Charged for the year (note 10)	年度折舊(附註10)	6,125	2,090	30,626	8,337	6,370	30,602	84,150
Disposals	出售	-	-	-	-	(4,178)	(8,982)	(13,160)
Transfer to assets held-for-sale (note 44)	轉至持作出售資產(附註44)	-	-	-	-	-	(1,096)	(1,096)
Increase in fair value	公允價值增加	-	-	-	(8,557)	-	-	(8,557)
		92,895	61,619	235,077	-	51,587	266,167	707,345
At 31 March 2017	於二零一七年三月三十一日							
Exchange realignment	匯兌調整	-	1,866	3,325	-	1,715	4,560	11,466
Charged for the year (note 10)	年度折舊(附註10)	6,125	2,037	53,060	5,377	18,123	27,158	111,880
Impairment loss (note 8)	減值虧損(附註8)	-	-	-	-	623	949	1,572
Disposals	出售	-	-	(2,556)	-	(2,260)	(10,252)	(15,068)
Disposal of Talent Luck (note 36(b)(ix))	出售祥龍興業(附註36(b)(ix))	-	-	-	(2,640)	-	-	(2,640)
Decrease in fair value	公允價值減少	-	-	-	(2,737)	-	-	(2,737)
		99,020	65,522	288,906	-	69,788	288,582	811,818
At 31 March 2018	於二零一八年三月三十一日							
Carrying value	賬面值							
At 31 March 2018	於二零一八年三月三十一日	140,018	82,410	2,404,374	5,300	53,235	99,401	2,784,738
At 31 March 2017	於二零一七年三月三十一日	146,143	80,847	1,371,016	603,130	54,337	74,654	2,330,127

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15 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Notes:

(a) The carrying value of properties comprise:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Freehold land and buildings thereon	永久業權土地及建於其上之樓宇	943,537	784,471
Leasehold land and buildings thereon	租賃土地及建於其上之樓宇	1,688,565	1,416,665
		<u>2,632,102</u>	<u>2,201,136</u>

(b) Charges were created on the properties, plant and equipment with a total carrying value of HK\$921,540,000 (2017: HK\$746,789,000) for the purpose of securing banking facilities granted to the Group.

(c) Revaluation of staff quarters

The Group had measured the staff quarters under the revaluation model. The fair value of staff quarters as at 31 March 2018 had been arrived at on the basis of valuation carried out on that date by CHFT Advisory and Appraisal Limited, which is an independent firm of qualified valuers having appropriate qualifications and experience in the valuation of properties in the relevant locations. The valuation, which conforms to the HKIS Valuation Standards on Properties published by HKIS, was arrived at with reference to market evidence of transaction prices of similar properties or calculated on the net income allowing for reversionary potential.

Fair value of staff quarters are generally derived using the direct comparison method. Direct comparison method is based on comparing the property to be valued directly with other comparable properties, which have recently transacted. However, given the heterogeneous nature of real estate properties, appropriate adjustments are usually required to allow for any qualitative differences that may affect the price likely to be achieved by the property under consideration.

If the staff quarters were measured under the cost model, the carrying value would be as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Cost	成本	165	63,263
Accumulated depreciation	累計折舊	(132)	(42,801)
Carrying value	賬面值	<u>33</u>	<u>20,462</u>

15 物業、廠房及設備(續)

附註：

(a) 物業之賬面值包括：

(b) 賬面總值港幣921,540,000元(二零一七年：港幣746,789,000元)之物業、廠房及設備已作抵押，作為授予本集團銀行信貸之擔保。

(c) 重估員工宿舍

本集團已按重估模式計量員工宿舍。員工宿舍截至二零一八年三月三十一日之公允值乃根據華坊諮詢評估有限公司(此為獨立合資格評估師行，並於有關地區擁有進行物業估值之合適資格及經驗)於該天進行之估值而得出。該估值乃遵守香港測量師學會所頒佈之香港測量師學會物業估值準則並已參照市場上類似物業之交易價得出，或根據潛在收入淨額改變計算。

員工宿舍之公允值一般採用直接比較法計算得出。直接比較法乃基於將要估值之物業與最近曾交易之其他可供比較物業作直接比較。然而，鑑於房地產物業之多樣化性質，通常須就任何可能影響在審議中的物業所達之價格的質素差異作出適當調整。

倘使用成本模式計量員工宿舍，則賬面值如下：

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16 GOODWILL

16 商譽

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
At beginning of the year	年初	629,741	629,014
Exchange realignment	匯兌調整	6,030	727
Acquisition of senior housing properties (note 36(b)(ii))	收購安老院舍物業(附註36(b)(ii))	36,439	-
Step-up acquisition of an associate and become a subsidiary (note 36(b)(vi))	追加收購一間聯營公司並轉為附屬公司(附註36(b)(vi))	4,943	-
Remeasurement (note 8)	重新計量(附註8)	4,686	-
		<u>681,839</u>	<u>629,741</u>
At end of the year	年末	681,839	629,741

Details of the impairment assessment of goodwill are disclosed in note 37 to the consolidated financial statements.

商譽之減值評估詳情披露於綜合財務報表附註37。

17 OTHER INTANGIBLE ASSETS

17 其他無形資產

		Roads, drainage and waterworks license 道路、渠務 及水務 工程牌照 HK\$'000 港幣千元	Cold storage and public bonded warehouse licenses 冷藏倉庫 及公眾保稅 倉牌照 HK\$'000 港幣千元	Lease- in-place 現存租賃 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
Cost	成本					
At 1 April 2016	於二零一六年四月一日	26,534	3,000	5,199	9,194	43,927
Exchange realignment	匯兌調整	-	-	-	(578)	(578)
Addition	添置	-	-	7	6,742	6,749
		<u>26,534</u>	<u>3,000</u>	<u>5,206</u>	<u>15,358</u>	<u>50,098</u>
At 31 March 2017	於二零一七年三月三十一日	26,534	3,000	5,206	15,358	50,098
Exchange realignment	匯兌調整	-	-	203	531	734
Acquisition of senior housing properties (note 36(b)(ii))	收購安老院舍物業(附註36(b)(ii))	-	-	29,396	-	29,396
Addition	添置	-	-	-	224	224
		<u>26,534</u>	<u>3,000</u>	<u>34,805</u>	<u>16,113</u>	<u>80,452</u>
At 31 March 2018	於二零一八年三月三十一日	26,534	3,000	34,805	16,113	80,452
Accumulated amortisation and impairment	累計攤銷及減值					
At 1 April 2016	於二零一六年四月一日	26,534	3,000	4,805	6,453	40,792
Exchange realignment	匯兌調整	-	-	7	(572)	(565)
Charged for the year (note 10)	年度折舊(附註10)	-	-	394	91	485
		<u>26,534</u>	<u>3,000</u>	<u>5,206</u>	<u>5,972</u>	<u>40,712</u>
At 31 March 2017	於二零一七年三月三十一日	26,534	3,000	5,206	5,972	40,712
Exchange realignment	匯兌調整	-	-	93	523	616
Charged for the year (note 10)	年度折舊(附註10)	-	-	7,757	15	7,772
		<u>26,534</u>	<u>3,000</u>	<u>13,056</u>	<u>6,510</u>	<u>49,100</u>
At 31 March 2018	於二零一八年三月三十一日	26,534	3,000	13,056	6,510	49,100
Carrying value	賬面值					
At 31 March 2018	於二零一八年三月三十一日	-	-	21,749	9,603	31,352
At 31 March 2017	於二零一七年三月三十一日	-	-	-	9,386	9,386

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17 OTHER INTANGIBLE ASSETS (CONTINUED)

Other intangible assets (other than roads, drainage and waterworks license ("License")) are amortised on a straight-line basis over the shorter of following estimated useful lives or license period:

Cold storage and public bonded warehouse licenses	10 years
Favourable leases	4 years
Lease-in-place	3 years

The Directors are of the opinion that the upkeep of this License is at minimal cost and the Group would renew this License continuously. This License is considered by the management of the Group as having an indefinite useful life and will not be amortised until its useful life is determined to be finite upon reassessment of its useful life annually by the management of the Group. Instead, it will be tested for impairment annually and whenever there is an indication that it may be impaired. Particulars of the impairment testing are set out in note 37 to the consolidated financial statements.

The lease-in-place of senior housing business was purchased as part of business combination for the year ended 31 March 2018. The lease-in-place is considered by the management of the Group as having finite lives of 3 years. The lease-in-place will be tested for impairment whenever there is an indication that it may be impaired particulars of impairment testing are set out in note 37 to the consolidated financial statements.

18 INTERESTS IN ASSOCIATES

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Non-current:	非流動：		
Interests in associates, including goodwill	聯營公司之權益，包括商譽	468,411	518,705
Current:	流動：		
Amounts due from associates (note b)	應收聯營公司賬款(附註b)	18,575	14,985

The movements in the Group's interests in associates during the year are analysed as follows:

17 其他無形資產(續)

其他無形資產(除道路、渠務及水務工程牌照(「牌照」)外)乃以直線法按下列估計可使用年期或牌照期兩者中之較短者進行攤銷：

冷藏倉庫及公眾保稅倉牌照	十年
有利租賃	四年
現存租賃	三年

董事認為，重續此牌照費用相對較低，故本集團亦會將此牌照不斷更新。本集團管理層認為此牌照具有無限可使用年期，故此不會被攤銷，直至在本集團管理層就其可使用年期每年重新評估後，斷定其可使用年期有限為止。其將於每年及出現可能減值之跡象時進行減值測試。有關減值測試之詳情載於綜合財務報表附註37。

安老院舍業務之現存租賃乃截至二零一八年三月三十一日止年度作為業務合併一部份而購入。本集團管理層認為現存租賃之有限可使用年期為三年。現存租賃將於有跡象表明可能出現減值時進行減值測試，減值測試詳情載於綜合財務報表附註37。

18 聯營公司之權益

本集團於本年度所佔聯營公司之權益變動之分析如下：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
At beginning of the year	年初	518,705	685,110
Exchange realignment	匯兌調整	24,830	(31,097)
Addition	添置	—	111,944
Deemed disposal of an associate through step-up acquisition of an associate and become a subsidiary	視為出售一間聯營公司經由追加收購並轉為附屬公司	(12,455)	—
Disposal of Wonder (note 36(b)(xi))	出售 Wonder (附註36(b)(xi))	—	(53,410)
Disposals	出售	(3,116)	(3)
Deemed disposal of Qi Yang Group (note 36(b)(x))	視為出售啓陽集團(附註36(b)(x))	—	(63,536)
Share of results	所佔業績	57,918	87,922
Impairment loss (note 8)	減值虧損(附註8)	(18,101)	—
Dividends	股息	(99,370)	(218,225)
At end of the year	年末	468,411	518,705

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18 INTERESTS IN ASSOCIATES (CONTINUED)

Notes:

- (a) Particulars regarding the principal associates as at 31 March 2018 were set out in note 49 to the consolidated financial statements.
- (b) As at 31 March 2018 and 31 March 2017, amounts due from associates are unsecured, interest-free and repayable on demand.

The carrying amounts of amounts due from associates approximate their fair values.

As at 31 March 2018 and 31 March 2017, the carrying amounts of amounts due from associates are denominated in the Renminbi.

- (c) Chevalier (HK) Limited and its subsidiaries (together, "CHK Group"), Toshiba Elevator (China) Co., Ltd. ("TCE") and Toshiba Elevator (Shenyang) Co., Ltd. ("STE") have a similar risk profile, are engaged in similar business activities and related to each other which, in the opinion of the Directors, are material to the Group. Set out below is the summarised financial information for CHK Group, TCE and STE. CHK Group, TCE and STE are engaged in the manufacturing, marketing, installation, repair and maintenance of the lift and escalator business and accounted for using equity method.

Summarised consolidated statement of financial position

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Non-current assets	非流動資產	286,754	377,102
Current	流動		
Assets	資產	3,676,544	3,812,169
Liabilities	負債	(2,900,729)	(2,909,960)
Net current assets	流動資產淨值	775,815	902,209
Non-current liabilities	非流動負債	(917)	(667)
Net assets	資產淨值	1,061,652	1,278,644

18 聯營公司之權益(續)

附註：

- (a) 於二零一八年三月三十一日各主要聯營公司之資料已載於綜合財務報表附註49。
- (b) 於二零一八年三月三十一日及二零一七年三月三十一日，應收聯營公司賬款為無抵押、免息及須按要求償還。

應收聯營公司賬款之賬面值與其公允值相若。

於二零一八年三月三十一日及二零一七年三月三十一日，應收聯營公司賬款之賬面值乃以人民幣計值。

- (c) 其士(香港)有限公司及其附屬公司(統稱「其士香港集團」)、東芝電梯(中國)有限公司(「東芝電梯(中國)」)及東芝電梯(瀋陽)有限公司(「東芝電梯(瀋陽)」)具類似風險狀況，從事相似商業業務及彼此之間相互關聯，董事認為，對本集團而言屬重大。以下載列其士香港集團、東芝電梯(中國)及東芝電梯(瀋陽)之財務資料概要。其士香港集團、東芝電梯(中國)及東芝電梯(瀋陽)從事升降機及電扶梯製造、營銷、安裝、維修及保養業務，以權益法入賬。

綜合財務狀況表概要

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18 INTERESTS IN ASSOCIATES (CONTINUED)

Notes: (continued)

(c) (continued)

Summarised consolidated statement of comprehensive income

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Revenue	收入	5,576,441	6,515,424
Profit before taxation	除稅前溢利	24,953	175,478
Taxation	稅項	(140,407)	(34,240)
(Loss)/profit for the year	年度(虧損)/溢利	(115,454)	141,238
Other comprehensive income/(expenses) for the year	年度其他全面收益/(支出)	26,763	(10,872)
Total comprehensive (expenses)/income for the year	年度全面(支出)/收益總額	(88,691)	130,366
Dividends received from associates	已收聯營公司股息	83,137	79,179

The information above reflects the amounts presented in the consolidated financial statements of the associates, adjusted for differences in accounting policies between the Group and the associates. The information above is the amount before inter-company eliminations.

Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented to the carrying amount of the interests in associates is provided as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Net assets at beginning of the year	年初之資產淨值	1,278,644	1,394,539
Exchange realignment	匯兌調整	57,048	(50,920)
(Loss)/profit for the year attributable to shareholders	股東應佔年度(虧損)/溢利	(115,454)	141,238
Other comprehensive income/(expenses) for the year attributable to shareholders	股東應佔年度其他全面收益/(支出)	26,763	(10,872)
Dividends	股息	(185,349)	(195,341)
Net assets at end of the year	年末之資產淨值	1,061,652	1,278,644
Interests in associates [#]	聯營公司之權益 [#]	410,392	414,233
Goodwill	商譽	32,795	32,795
Impairment loss	減值虧損	(18,101)	-
At end of the year	年末	425,086	447,028

[#] As at 31 March 2018, the interests held by the Group in CHK group, TCE and STE as associates were 49%, 20% and 20% respectively (2017: 49%, 20% and 20% respectively).

18 聯營公司之權益(續)

附註：(續)

(c) (續)

綜合全面收益表概要

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Revenue	收入	5,576,441	6,515,424
Profit before taxation	除稅前溢利	24,953	175,478
Taxation	稅項	(140,407)	(34,240)
(Loss)/profit for the year	年度(虧損)/溢利	(115,454)	141,238
Other comprehensive income/(expenses) for the year	年度其他全面收益/(支出)	26,763	(10,872)
Total comprehensive (expenses)/income for the year	年度全面(支出)/收益總額	(88,691)	130,366
Dividends received from associates	已收聯營公司股息	83,137	79,179

上述資料反映聯營公司綜合財務報表內呈列的金額，乃就本集團與聯營公司會計政策不同而作出調整。上述資料乃於公司間對銷前之金額。

財務資料概要之對賬

所呈列財務資料概要與所佔聯營公司權益之賬面值之對賬載列如下：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Net assets at beginning of the year	年初之資產淨值	1,278,644	1,394,539
Exchange realignment	匯兌調整	57,048	(50,920)
(Loss)/profit for the year attributable to shareholders	股東應佔年度(虧損)/溢利	(115,454)	141,238
Other comprehensive income/(expenses) for the year attributable to shareholders	股東應佔年度其他全面收益/(支出)	26,763	(10,872)
Dividends	股息	(185,349)	(195,341)
Net assets at end of the year	年末之資產淨值	1,061,652	1,278,644
Interests in associates [#]	聯營公司之權益 [#]	410,392	414,233
Goodwill	商譽	32,795	32,795
Impairment loss	減值虧損	(18,101)	-
At end of the year	年末	425,086	447,028

[#] 於二零一八年三月三十一日，本集團分別持有其士香港集團、東芝電梯(中國)及東芝電梯(瀋陽)(均為聯營公司)之49%、20%及20%(二零一七年：分別持有49%、20%及20%)權益。

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18 INTERESTS IN ASSOCIATES (CONTINUED)

Notes: (continued)

(d) The aggregate summarised financial information of Group's associates that are not individually material is set out below:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
The Group's share of results	本集團所佔業績	3,112	(1,901)
The Group's share of total comprehensive income/ (expense)	本集團所佔全面收益/(支出)總額	3,112	(1,901)
Aggregate carrying amount of the Group's interests in these associates	本集團所佔此等聯營公司權益之總賬面值	43,325	71,677

19 INTERESTS IN JOINT VENTURES

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Non-current:	非流動：		
Interests in joint ventures, including goodwill	合營企業之權益，包括商譽	695,935	182,772
Amounts due from joint ventures (note b)	應收合營企業賬款(附註b)	416,551	408,851
		1,112,486	591,623
Current:	流動：		
Amounts due from joint ventures (note b)	應收合營企業賬款(附註b)	9,085	7,828
Amounts due to joint ventures (note b)	應付合營企業賬款(附註b)	7,524	1,581

The movements in the Group's interests in joint ventures during the year are analysed as follows:

18 聯營公司之權益(續)

附註：(續)

(d) 個別不重大之本集團聯營公司總財務資料概要如下：

19 合營企業之權益

本集團於本年度所佔合營企業之權益變動之分析如下：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
At beginning of the year	年初	182,772	119,460
Exchange realignment	匯兌調整	30,371	(11,629)
Addition	添置	550,414	-
Deemed acquisition of Qi Yang Group (note 36(b)(x))	視為收購啓陽集團(附註36(b)(x))	-	79,613
Share of results	所佔業績	(60,490)	(4,672)
Dividends	股息	(7,132)	-
At end of the year	年末	695,935	182,772

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19 INTERESTS IN JOINT VENTURES (CONTINUED)

Notes:

- (a) Particulars regarding the principal joint ventures as at 31 March 2018 were set out in note 50 to the consolidated financial statements.
- (b) Amounts due from joint ventures are unsecured and bear interest at rates mutually agreed between relevant parties except for the balance of HK\$9,068,000 (2017: HK\$44,000) which is interest-free.

Amounts due from joint ventures under non-current assets of HK\$264,177,000 (2017: HK\$264,177,000) are considered equity in nature and HK\$152,374,000 (2017: HK\$144,674,000) are not repayable within one year while amounts due from joint ventures under current assets are repayable on demand.

The carrying amounts of amounts due from/to joint ventures under current assets/liabilities approximate their fair values.

The carrying amounts of amounts due from/to joint ventures are denominated in the following currencies:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Hong Kong dollar	港幣	425,636	408,895
Renminbi	人民幣	(7,524)	6,203

- (c) During the year, the Group acquired, through capital contribution in Seavest Core Fund I, LLC and its subsidiaries (together, "Seavest Group"), three medical office buildings in the US which, in the opinion of the Directors, are material to the Group. Set out below is the summarised financial information for Seavest Group and accounted for using equity method.

Summarised consolidated statement of financial position

		2018 二零一八年 HK\$'000 港幣千元
Non-current assets	非流動資產	1,374,905
Current Assets	流動資產	14,654
Liabilities	負債	(11,748)
Net current assets	流動資產淨值	2,906
Non-current liabilities	非流動負債	(834,178)
Net assets	流動資產淨值	543,633

19 合營企業之權益(續)

附註：

- (a) 於二零一八年三月三十一日各主要合營企業之資料已載於綜合財務報表附註50。
- (b) 應收合營企業賬款為無抵押及按有關方共同協定的利率計息，惟結餘港幣9,068,000元(二零一七年：港幣44,000元)為免息。

屬非流動資產項下之應收合營企業賬款港幣264,177,000元(二零一七年：港幣264,171,000元)被視為屬權益性質及港幣152,374,000元(二零一七年：港幣144,674,000元)毋須於一年期限內償還，而屬流動資產項下之應收合營企業賬款則按要求償還。

屬流動資產/負債項下之應收/應付合營企業賬款之賬面值與其公允值相若。

應收/應付合營企業賬款之賬面值乃以下列貨幣為單位：

- (c) 年內，本集團透過向Seavest Core Fund I, LLC及其附屬公司(統稱「Seavest集團」)注資，收購位於美國的三棟醫療辦公室大樓，董事認為，對本集團而言屬重大。以下載列Seavest集團之財務資料概要，並使用權益法入賬。

綜合財務狀況表概要

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19 INTERESTS IN JOINT VENTURES (CONTINUED)

Notes: (continued)

(c) (continued)

Summarised consolidated statement of comprehensive income

		2018 二零一八年 HK\$'000 港幣千元
Revenue	收入	16,332
Loss before taxation	除稅前虧損	(34,578)
Loss and total comprehensive expense for the year	年度虧損及全面支出總額	(34,578)

The information above reflects the amounts presented in the consolidated financial statements of the joint ventures, adjusted for differences in accounting policies between the Group and the joint ventures. The information above is the amount before inter-company eliminations.

Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented to the carrying amount of the interests in joint ventures is provided as follows:

		2018 二零一八年 HK\$'000 港幣千元
Net assets at beginning of the year	年初資產淨值	-
Addition	添置	578,388
Exchange realignment	匯兌調整	(177)
Loss for the year attributable to shareholders	股東應佔年度虧損	(34,578)
Net assets at end of the year	年末資產淨值	543,633
Interests in joint venture [#]	合營企業之權益 [#]	516,451
At end of the year	年末	516,451

[#] As at 31 March 2018, the interest held by the Group in Seavest Group as joint ventures was 95%.

(d) The aggregate summarised financial information of Group's joint ventures that are not individually material is set out below:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
The Group's share of total comprehensive expenses	本集團所佔全面支出總額	(27,641)	(4,672)
Aggregate carrying amount of the Group's interests in these joint ventures	本集團所佔此等合營企業權益之總賬面值	596,035	591,623

19 合營企業之權益(續)

附註：(續)

(c) (續)

綜合全面收益表概要

以上資料反映合營企業綜合財務報表中的金額，就本集團與合營企業之間會計政策的差異進行調整。以上資料為於公司內部抵銷前的金額。

財務資料概要的對賬

所呈列綜合財務資料概要與合營企業的權益賬面值對賬如下：

[#] 於二零一八年三月三十一日，本集團於合營企業 Seavest Group 所持權益為 95%。

(d) 個別不重大之本集團合營企業總財務資料概要如下：

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20 AVAILABLE-FOR-SALE INVESTMENTS

20 可供出售之投資

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Listed investment, at fair value:	上市投資，按公允值：		
– equity securities listed overseas (note a)	– 海外上市之股本證券(附註a)	55,458	50,070
Unlisted investments, at fair values:	非上市投資，按公允值：		
– equity securities	– 股本證券	8,100	7,770
– private funds (note b)	– 私募基金(附註b)	50,638	66,314
– unlisted debt (note c)	– 非上市債務(附註c)	151,570	–
		210,308	74,084
		265,766	124,154

The carrying values of available-for-sale investments are denominated in the following currencies:

可供出售之投資之賬面值乃以下列貨幣為單位：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Hong Kong dollar	港幣	151,570	–
US dollar	美元	46,760	68,217
Vietnam Dong	越南盾	55,458	50,070
Others	其他	11,978	5,867
		265,766	124,154

Notes:

附註：

- | | |
|---|--|
| <p>(a) The fair value of the listed investment of the Group is determined based on the quoted market bid prices available on the relevant exchange.</p> <p>(b) The fair values of the private funds of the Group are primarily determined based on the quoted market prices of the underlying listed investments.</p> <p>(c) The unlisted debt represented the amount granted for the development expenditure of a church building and senior citizen facility.</p> | <p>(a) 本集團上市投資之公允值乃按有關交易所所報之市場買入價釐定。</p> <p>(b) 本集團之私募基金之公允值乃主要按相關上市投資之市場報價釐定。</p> <p>(c) 非上市債務乃指教堂樓宇及安老設施的開發支出授予金額。</p> |
|---|--|

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21 PROPERTIES UNDER DEVELOPMENT

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
At beginning of the year	年初	1,076,944	1,470,824
Exchange realignment	匯兌調整	87,578	(89,486)
Additions	添置	1,275,177	229,070
Acquisition of Moon Colour (note 36(b)(iv))	收購 Moon Colour (附註 36(b)(iv))	357,084	-
Transfer to properties for sale	轉至待售物業	(668,489)	-
Transfer to assets held-for-sale (note 44)	轉至持作出售資產 (附註 44)	-	(533,464)
		<u>2,128,294</u>	<u>1,076,944</u>
At end of the year	年末	<u>2,128,294</u>	<u>1,076,944</u>
Analysed for reporting purposes as:	就報告用途分析為：		
Non-current assets	非流動資產	642,713	565,828
Current assets	流動資產	1,485,581	511,116
		<u>2,128,294</u>	<u>1,076,944</u>

As at 31 March 2018, the balances are related to property development projects in Changchun, Mainland China and Hong Kong.

The borrowing costs capitalised to properties under development is disclosed in note 9 to the consolidated financial statements.

Properties under development are classified as current assets unless the construction period of the relevant project is expected to complete beyond normal operating cycle. The amount classified as non-current assets was not expected to be realised within the next twelve months.

22 OTHER NON-CURRENT ASSETS

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Deposits paid for a property development project (note a)	已付一項物業發展項目之按金 (附註 a)	30,925	27,956
Others	其他	58,611	54,881
		<u>89,536</u>	<u>82,837</u>

Notes:

- (a) The balance represents deposits paid for a property development project in Changchun, Mainland China.
- (b) Charges were created on the other non-current assets with total carrying value of HK\$22,112,000 (2017: HK\$21,885,000) for the purpose of securing banking facilities granted to the Group.

21 發展中物業

於二零一八年三月三十一日，該結餘與中國內地長春市及香港的物業發展項目有關。

發展中物業資本化之借款成本於綜合財務報表附註9披露。

發展中物業均分類為流動資產，除非有關項目之建設期預計將超出正常經營週期完成。歸類為非流動資產之金額預計不會於未來十二個月內變現。

22 其他非流動資產

附註：

- (a) 該結餘為中國內地長春市一項物業發展項目之已付按金。
- (b) 賬面總值港幣22,112,000元(二零一七年：港幣21,885,000元)之其他非流動資產已作抵押，作為授予本集團銀行信貸之擔保。

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23 INVESTMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

23 按公允值列入損益處理之投資

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Listed investments:	上市投資：		
<i>Held for trading</i>	<i>持作買賣用途</i>		
– debt securities	– 債務證券	224,447	324,505
– equity securities listed in Hong Kong	– 香港上市之股本證券	43,094	39,980
– equity securities listed overseas	– 海外上市之股本證券	19,345	19,449
– mutual and hedge funds	– 互惠及對沖基金	7,245	695
		<u>294,131</u>	<u>384,629</u>
Unlisted investments:	非上市投資：		
<i>Held for trading</i>	<i>持作買賣用途</i>		
– debt securities	– 債務證券	76,016	114,329
– mutual and hedge funds	– 互惠及對沖基金	60,658	55,813
		<u>136,674</u>	<u>170,142</u>
		<u>430,805</u>	<u>554,771</u>

The fair values of the listed investments of the Group are determined based on the quoted market bid prices available on the relevant exchanges and the unlisted investments of the Group are determined based on financial models or with reference to quoted prices from relevant financial institutions.

本集團之上市投資之公允值乃按有關交易所所報之市場買入價而釐定，而本集團之非上市投資之公允值乃按財務模式釐定，或參考來自有關財務機構之報價。

The carrying amounts of investments at fair value through profit or loss are denominated in the following currencies:

按公允值列入損益處理之投資之賬面值乃以下列貨幣為單位：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Euro	歐元	7,068	–
Hong Kong dollar	港幣	43,094	39,980
Japanese Yen	日圓	2,106	12,905
Renminbi	人民幣	6,264	14,635
US dollar	美元	364,849	483,984
Vietnam Dong	越南盾	7,424	3,267
		<u>430,805</u>	<u>554,771</u>

24 INVENTORIES

24 存貨

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Raw materials	原材料	7,597	3,794
Finished goods	製成品	336,033	294,624
Consumables	耗用物料	947	581
		<u>344,577</u>	<u>298,999</u>

The cost of inventories recognised as an expense and included in cost of sales amounted to HK\$1,998,169,000 (2017: HK\$461,480,000).

已確認為支出並列入銷售成本之存貨成本為港幣1,998,169,000元(二零一七年：港幣461,480,000元)。

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24 INVENTORIES (CONTINUED)

Charges were created on the inventories with total carrying value of HK\$77,619,000 (2017: HK\$72,851,000) for the purpose of securing banking facilities granted to the Group.

25 PROPERTIES FOR SALE

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Unamortised prepaid land leases	未攤銷預付土地租賃		
– Hong Kong	– 香港	15,882	15,882
– Mainland China	– 中國內地	105,377	58,394
Development costs	發展成本	457,406	303,359
		578,665	377,635

Properties for sale included the Group's share of joint operation with an aggregate book value of HK\$18,129,000 (2017: HK\$18,129,000).

The cost of properties sold and included in cost of sales amounted to HK\$495,065,000 (2017: HK\$144,550,000).

24 存貨(續)

賬面總值港幣77,619,000元(二零一七年: 港幣72,851,000元)之存貨已作抵押, 作為授予本集團銀行信貸之擔保。

25 待售物業

待售物業包括賬面總值為港幣18,129,000元(二零一七年: 港幣18,129,000元)之本集團所佔合營經營。

已售並列入銷售成本之物業成本為港幣495,065,000元(二零一七年: 港幣144,550,000元)。

26 DEBTORS, DEPOSITS AND PREPAYMENTS

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Trade debtors	貿易應收賬款	548,035	590,569
Less: Provision for impairment	減: 減值撥備	(33,644)	(45,948)
Trade debtors, net	貿易應收賬款, 淨額	514,391	544,621
Retention receivables	應收保留款項	288,760	328,933
Less: Provision for impairment	減: 減值撥備	(9,186)	(33,570)
Retention receivables, net	應收保留款項, 淨額	279,574	295,363
Other debtors, deposits and prepayments	其他應收賬款、存出按金及預付款項	672,480	552,550
		1,466,445	1,392,534

The Group has established different credit policies for customers in each of its core businesses. The average credit period granted to trade debtors is 60 days, except for insurance business where credit period granted to certain debtors is over 60 days.

26 應收賬款、存出按金及預付款項

本集團對各項核心業務客戶已確立不同之信貸政策。除給予保險業務之若干客戶的信貸期超過60天, 給予貿易客戶之平均信貸期為60天。

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26 DEBTORS, DEPOSITS AND PREPAYMENTS (CONTINUED)

The ageing analysis of trade debtors, net is as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
0 – 60 days	0–60天	466,160	491,522
61 – 90 days	61–90天	12,719	20,536
Over 90 days	逾90天	35,512	32,563
		514,391	544,621

As at 31 March 2018, gross trade debtors balances totaling HK\$34,093,000 (2017: HK\$54,279,000) were individually determined to be impaired, which were related to customers that were in financial difficulties. The management assessed that only a portion of these balances was expected to be recovered. Consequently, specific provision for impairment of HK\$33,644,000 was recognised (2017: HK\$45,948,000). The Group did not hold any collateral over these balances. The movement in the provision for impairment during the year is as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
At beginning of the year	年初	45,948	27,099
Exchange realignment	匯兌調整	264	96
Impairment loss recognised	已確認減值虧損	5,558	23,714
Provision written back	已回撥撥備	(17,013)	(2,443)
Uncollectable amounts written off	撇銷不可收回之金額	(1,113)	(2,518)
At end of the year	年末	33,644	45,948

The ageing analysis of the Group's trade debtors that are not considered to be impaired is as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Neither past due nor impaired	並無逾期或減值	383,214	295,715
Up to 60 days past due	逾期60天內	94,397	202,156
61 – 90 days past due	逾期61–90天	7,456	19,799
Over 90 days past due	逾期逾90天	28,875	18,620
Amount past due but not impaired	已逾期但未減值	130,728	240,575
Total	總額	513,942	536,290

Trade debtors balances that are past due but not impaired mainly relate to individuals or companies that have been the Group's customers for more than six months with no history of default in the past.

26 應收賬款、存出按金及預付款項(續)

貿易應收賬款，淨額之賬齡分析如下：

於二零一八年三月三十一日來自自有財務困難客戶之貿易應收賬款總結餘合共為港幣34,093,000元(二零一七年：港幣54,279,000元)，已個別被釐定為將予減值。按管理層之評估，預期僅能收回部份此等結餘。因此，確認特別減值撥備為港幣33,644,000元(二零一七年：港幣45,948,000元)。本集團並無就此等結餘持有任何抵押品。於本年度減值撥備之變動如下：

本集團不視作將予減值之貿易應收賬款之賬齡分析如下：

無減值之逾期貿易應收賬款結餘主要與已成為本集團客戶超過六個月且無拖欠記錄之人士或公司有關。

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26 DEBTORS, DEPOSITS AND PREPAYMENTS (CONTINUED)

The carrying amounts of the Group's trade debtors are denominated in the following currencies:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Australian dollar	澳元	21,346	5,563
Hong Kong dollar	港幣	394,048	443,387
Macau Pataca	澳門幣	1,639	9,408
Renminbi	人民幣	39,545	24,776
US dollar	美元	41,472	47,639
Others	其他	16,341	13,848
		514,391	544,621

As at 31 March 2018, retention receivables amounted to HK\$9,186,000 (2017: HK\$33,570,000) were individually determined to be impaired, on which the Group experienced unexpected difficulties during the collection process from the customers. The management assessed that the balance was not expected to be recovered and full provision for impairment loss was recognised.

The carrying amounts of retention receivables and other debtors as at 31 March 2018 and 2017 were mainly denominated in Hong Kong dollar and Renminbi.

The carrying amounts of debtors and receivables as at 31 March 2018 and 2017 approximated their fair values.

Included in debtors, deposits and prepayments was the Group's share of receivables of HK\$2,219,000 (2017: HK\$2,036,000) in relation to a joint operation.

Charges were created on the debtors, deposits and prepayments with total carrying value of HK\$69,251,000 (2017: HK\$59,241,000) for the purpose of securing banking facilities granted to the Group.

27 AMOUNTS DUE FROM/TO CUSTOMERS FOR CONTRACT WORK

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Contracts in progress at end of the year:	於年末之施工中合約：		
Contract costs incurred	已產生之合約成本	8,541,240	10,835,741
Recognised net (losses)/gains	已確認(虧損)/收益淨額	(207,951)	186,444
		8,333,289	11,022,185
Less: Progress billings	減：進度款項	(8,884,517)	(11,462,902)
		(551,228)	(440,717)

26 應收賬款、存出按金及預付款項(續)

本集團貿易應收賬款之賬面值乃以下列貨幣為單位：

截至二零一八年三月三十一日，應收保留款項港幣9,186,000元(二零一七年：港幣33,570,000元)已個別被釐定為將予減值，乃本集團於自客戶收回賬款過程中遇上意料之外的困難。按管理層之評估，預期未能收回結欠並悉數確認為減值虧損撥備。

於二零一八年及二零一七年三月三十一日，應收保留款項及其他應收賬款之賬面值主要以港幣及人民幣為單位。

於二零一八年及二零一七年三月三十一日，應收賬款及應收款項之賬面值與其公允值相若。

應收賬款、存出按金及預付款項包括本集團就有關一個合營經營所佔之應收賬款，為港幣2,219,000元(二零一七年：港幣2,036,000元)。

賬面總值港幣69,251,000元(二零一七年：港幣59,241,000元)之應收賬款、存出按金及預付款項已作抵押，作為授予本集團銀行信貸之擔保。

27 就合約工程應向客戶收取/支付之款項

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27 AMOUNTS DUE FROM/TO CUSTOMERS FOR CONTRACT WORK (CONTINUED)

27 就合約工程應向客戶收取／支付之款項(續)

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Analysed for reporting purposes as:	就報告用途分析為：		
Amounts due from customers for contract work included in current assets	已包括於流動資產內就合約工程應向客戶收取之款項	88,563	114,795
Amounts due to customers for contract work included in current liabilities	已包括於流動負債內就合約工程應向客戶支付之款項	(639,791)	(555,512)
		(551,228)	(440,717)

Advances received from customers for contract work amounted to HK\$325,000 (2017: HK\$85,000) and included in creditors.

就合約工程收取客戶預付款為港幣325,000元(二零一七年：港幣85,000元)已包括於應付賬款內。

28 DERIVATIVE FINANCIAL INSTRUMENTS

28 衍生財務工具

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Financial liabilities in respect of derivative financial instruments	衍生財務工具之財務負債		
– interest rate swap contracts (note a)	– 利率掉期合約(附註a)	(171)	(1,554)
– foreign currency forward contracts (note b)	– 遠期外匯合約(附註b)	99	(1,323)
– cross currency swap	– 交叉貨幣掉期	212	–
		140	(2,877)
Analysed for reporting purposes as:	就報告用途分析為：		
Current assets	流動資產	373	97
Current liabilities	流動負債	(233)	(2,974)
		140	(2,877)

The derivatives are measured at fair value at the end of each reporting period. Their fair values are determined with reference to fair values of comparable instruments in the market or quoted prices from counterparties. The net carrying amounts of derivatives are denominated in the following currencies:

衍生工具按各報告期末之公允值計量。衍生工具之公允值乃根據可供比較工具之市場公允值或對方報價而計算。衍生工具之賬面淨值乃以下列貨幣為單位：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Australian dollar	澳元	–	(89)
Euro	歐羅	(1)	(648)
Hong Kong dollar	港幣	(171)	(1,554)
US dollar	美元	212	(683)
Others	其他	100	97
		140	(2,877)

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28 DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

Notes:

- (a) Interest rate swap contracts of the Group with a total notional amount of HK\$426,666,000 (2017: HK\$800,000,000) were entered to swap floating interest rate to fixed interest rate or to swap between different floating rates. These contracts will mature on 10 October 2018 (2017: mature on 10 October 2018).
- (b) Foreign currency forward contracts of the Group with a total notional amount up to HK\$56,621,000 (2017: HK\$110,768,000) were entered to swap various foreign currencies to other cross currencies. These contracts will mature within the period from 4 April 2018 to 3 January 2023 (2017: period from 3 April 2017 to 3 January 2023).

29 BANK BALANCES AND CASH

Bank balances and cash comprise cash held, short-term bank deposits with an original maturity period over three months, short-term bank deposits with an original maturity of three months or less and cash placed with financial institutions. The carrying amounts of these assets approximate their fair values.

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Bank balances and cash	銀行結存及現金	1,613,023	1,337,894
Pledged bank deposits	已抵押銀行存款	54,363	405,867
Unpledged bank deposits maturing after three months	三個月後到期之無抵押銀行存款	56,066	17,871
		1,723,452	1,761,632

The carrying amounts of bank balances and cash are denominated in the following currencies:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Australian dollar	澳元	22,245	6,895
Canadian dollar	加拿大元	40,611	36,899
Euro	歐羅	2,687	5,065
Hong Kong dollar	港幣	852,828	943,593
Macau Pataca	澳門幣	3,043	4,110
Renminbi	人民幣	476,238	244,692
Singapore dollar	新加坡元	4,117	2,779
US dollar	美元	261,167	474,378
Others	其他	60,516	43,221
		1,723,452	1,761,632

As at 31 March 2018, the Group's bank balances of HK\$54,353,000 (2017: HK\$405,867,000) were pledged to banks for the purpose of securing banking facilities granted to the Group.

As at 31 March 2018, the effective interest rates on short-term bank deposits of the Group were 1.2% (2017: 1.1%) per annum; and these deposits had an average maturity of 26 days (2017: 49 days).

28 衍生財務工具(續)

附註：

- (a) 本集團為將浮動利率掉期為固定利率或為不同浮動利率間之掉期而訂立利率掉期合約，其總名義金額為港幣426,666,000元(二零一七年：港幣800,000,000元)。此等合約均將於二零一八年十月十日(二零一七年：於二零一八年十月十日)到期。
- (b) 本集團為將不同外幣掉期為其他交叉貨幣而訂立遠期外匯合約，其總名義金額為港幣56,621,000元(二零一七年：港幣110,768,000元)。此等合約將於二零一八年四月四日至二零二三年一月三日期間內(二零一七年：於二零一七年四月三日至二零二三年一月三日期間內)到期。

29 銀行結存及現金

銀行結存及現金包括所持現金、原有到期期限超過三個月之短期銀行存款、原有到期期限為三個月或以內之短期銀行存款及存入財務機構之現金。此等資產之賬面值與其公允值相若。

銀行結存及現金之賬面值乃以下列貨幣為單位：

於二零一八年三月三十一日，本集團之銀行結存港幣54,353,000元(二零一七年：港幣405,867,000元)已抵押予銀行，作為授予本集團銀行信貸之擔保。

於二零一八年三月三十一日，本集團之短期銀行存款之實際年利率為1.2%(二零一七年：1.1%)，此等存款之平均到期日分別為26天(二零一七年：49天)。

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29 BANK BALANCES AND CASH (CONTINUED)

As at 31 March 2018, bank balances and cash of HK\$476,225,000 (2017: HK\$243,971,000) were held in Mainland China and are subject to local exchange control regulations, under which the balances could not be exported freely out of Mainland China. The repatriation of funds out of Mainland China is possibly conducted by way of dividends or other means as complied to the regulations.

30 CREDITORS, BILLS PAYABLE, DEPOSITS AND ACCRUALS

29 銀行結存及現金(續)

於二零一八年三月三十一日，持有於中國內地之銀行結存及現金港幣476,225,000元(二零一七年：港幣243,971,000元)須遵循當地外匯管制規定，據此，此等結存不得自由匯出中國內地。資金可透過股息或其他遵守規定之方式調離中國內地。

30 應付賬款、應付票據、存入按金及預提費用

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Trade creditors and bills payable	貿易應付賬款及應付票據	282,234	281,994
Retention payables	應付保留款項	202,491	170,435
Deposits received	已收存入按金	96,399	38,428
Accrued contract costs	預提合約成本	578,798	744,749
Other creditors and accruals	其他應付賬款及預提費用	482,323	686,255
		1,642,245	1,921,861

The ageing analysis of trade creditors and bills payable is as follows:

貿易應付賬款及應付票據之賬齡分析如下：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
0 – 60 days	0–60天	257,587	265,123
61 – 90 days	61–90天	6,628	1,174
Over 90 days	逾90天	18,019	15,697
		282,234	281,994

The carrying amounts of the Group's trade creditors and bills payable are denominated in the following currencies:

本集團之貿易應付賬款及應付票據之賬面值乃以下列貨幣為單位：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Hong Kong dollar	港幣	149,809	190,944
Macau Pataca	澳門幣	13,022	9,471
US dollar	美元	21,391	15,786
Renminbi	人民幣	88,491	61,405
Others	其他	9,521	4,388
		282,234	281,994

The carrying amounts of retention payables and other creditors as at 31 March 2018 and 2017 were denominated in Hong Kong dollar, Macau Pataca and Renminbi.

於二零一八年及二零一七年三月三十一日，應付保留款項及其他應付賬款之賬面值以港幣、澳門幣及人民幣為單位。

The carrying amounts of creditors and payables as at 31 March 2018 and 2017 approximated their fair values.

於二零一八年及二零一七年三月三十一日，應付賬款及應付款項之賬面值與其公允值相若。

Included in creditors, bills payable, deposits and accruals are the Group's share of liabilities of HK\$1,408,000 (2017: HK\$1,347,000) in relation to a joint operation.

應付賬款、應付票據、存入按金及預提費用內已包括本集團就一個合營經營所佔之負債為港幣1,408,000元(二零一七年：港幣1,347,000元)。

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31 OUTSTANDING INSURANCE CLAIMS

Insurance claims of the following business classes are not usually settled within one year:

- Employee compensation
- Motor third party liability
- Public liability

The claims development, net of reinsurance, are disclosed as follows:

	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	Total	
	二零零八年	二零零九年	二零一零年	二零一一年	二零一二年	二零一三年	二零一四年	二零一五年	二零一六年	二零一七年	二零一八年	總額	
	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	
	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	
Estimate of cumulative claims	估計累計索償												
At end of accident year	意外年度終結時	88,767	39,575	57,615	87,099	131,582	155,800	175,730	161,549	140,112	122,198	86,471	
One year later	一年後	84,866	50,541	57,145	54,009	105,091	122,921	139,004	109,443	109,851	84,489	-	
Two years later	兩年後	56,288	45,852	52,207	67,192	113,384	137,053	152,912	114,523	114,990	-	-	
Three years later	三年後	44,324	40,146	46,556	63,648	91,456	120,451	122,227	96,156	-	-	-	
Four years later	四年後	44,418	38,954	43,356	62,724	87,170	112,573	113,887	-	-	-	-	
Five years later	五年後	45,708	39,814	42,636	60,170	86,145	111,218	-	-	-	-	-	
Six years later	六年後	46,140	40,427	42,595	60,086	85,231	-	-	-	-	-	-	
Seven years later	七年後	46,952	40,438	43,119	59,886	-	-	-	-	-	-	-	
Eight years later	八年後	46,971	40,886	42,726	-	-	-	-	-	-	-	-	
Nine years later	九年後	47,357	39,690	-	-	-	-	-	-	-	-	-	
Ten years later	十年後	46,837	-	-	-	-	-	-	-	-	-	-	
Cumulative claims	累計索償	<u>46,837</u>	<u>39,690</u>	<u>42,726</u>	<u>59,886</u>	<u>85,231</u>	<u>111,218</u>	<u>113,887</u>	<u>96,156</u>	<u>114,990</u>	<u>84,489</u>	<u>86,471</u>	<u>881,581</u>
Less: Cumulative payments	減：累計已付款項	<u>(46,637)</u>	<u>(39,554)</u>	<u>(42,726)</u>	<u>(59,886)</u>	<u>(85,231)</u>	<u>(107,164)</u>	<u>(107,082)</u>	<u>(63,346)</u>	<u>(43,250)</u>	<u>(19,409)</u>	<u>(11,858)</u>	<u>(626,143)</u>
Claims outstanding at 31 March 2018	於二零一八年三月三十一日之未決索償	<u>200</u>	<u>136</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>4,054</u>	<u>6,805</u>	<u>32,810</u>	<u>71,740</u>	<u>65,080</u>	<u>74,613</u>	<u>255,438</u>
Claims outstanding at 31 March 2017	於二零一七年三月三十一日之未決索償	<u>891</u>	<u>551</u>	<u>1,510</u>	<u>1,916</u>	<u>1,121</u>	<u>11,623</u>	<u>29,098</u>	<u>63,767</u>	<u>82,822</u>	<u>111,973</u>	<u>-</u>	<u>305,272</u>

The risk under an insurance contract is the risk that an insured event will occur including the uncertainty of the amount and timing of any resulting claim. The principal risk the Group faces under such contracts is that the actual claims and benefit payments exceed the carrying amount of insurance liabilities. This is influenced by the frequency of claims, severity of claims, actual benefits paid which are greater than originally estimated and subsequent development of long tail claims.

The Group manages its insurance risk through underwriting limits, approval procedures for transactions that involve new products or that exceed set limits, pricing guidelines, centralised management of reinsurance and monitoring of emerging issues.

The Group manages the variability of risks by careful selection and the implementation of underwriting strategies, arrangements of reinsurance, strict claim review policies to assess all new and ongoing claims as well as the investigation of possible fraudulent claims. The Group also enforces a policy of actively managing and promptly pursuing of claims, in order to reduce its exposure to unpredictable future developments that can negatively impact the Group.

The Group's underwriting strategy seeks diversity to ensure a balanced portfolio and is based on a large portfolio of similar risks over a number of years and, as such, reduces the variability of the outcome.

31 未決保險索償

下列業務類別之保險索償一般不在一年內結清：

- 僱員賠償
- 汽車第三者責任
- 公眾責任

賠償發展 (扣除再保險) 披露如下：

保險合約項下之風險乃發生已承保事件之風險，包括金額之不確定因素及任何由此產生之索償時間。本集團根據此等合約面臨之主要風險為實際索償及賠付金額超逾保險負債賬面值。此乃受到索償頻率、索償嚴重程度、實際賠付超出原先估計及隨後拖延索償發展等影響。

本集團透過控制承保額度、制定牽涉新產品或超出限額交易之審批程序、訂立定價指引、集中管理再保險安排及適時監控問題以管理其保險風險。

本集團藉以下方式管理風險之變動性：仔細選擇及實施承保策略、安排分保、嚴格檢討索賠政策以評估所有全新及持續發生之索賠以及調查有欺詐嫌疑之索賠。本集團亦實行積極管理及即時處理索賠之政策，以減少可能對本集團造成不利影響之不可預期未來發展之風險。

本集團之承保策略為尋求一個分散而平衡的組合及藉著多年來所維持的一個由眾多類似風險組成的龐大組合以減低出現不穩定性。

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32 BANK AND OTHER BORROWINGS

32 銀行及其他借款

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Bank and other borrowings are repayable as follows: 銀行及其他借款償還期如下：			
Within one year	一年內	767,670	520,247
More than 1 year but not exceeding 2 years	一年以上但不超過兩年	663,446	355,199
More than 2 years but not exceeding 5 years	兩年以上但不超過五年	1,358,261	1,307,320
Exceeding 5 years	超過五年	587,125	607,673
		3,376,502	2,790,439
Less: Amount due within one year disclosed under current liabilities	減：在流動負債內披露並於一年內到期之金額	(767,670)	(520,247)
		2,608,832	2,270,192
Represented by: 呈列為：			
Secured	有抵押	1,275,995	1,409,272
Unsecured	無抵押	2,100,507	1,381,167
		3,376,502	2,790,439

The carrying value of the bank and other borrowings approximate their fair values as majority of the borrowings carried interest at floating rate. The bank and other borrowings are denominated in the following currencies:

因大部份借款乃以浮動利率計息，銀行及其他借款之賬面值與其公允值相若。銀行及其他借款乃以下列貨幣為單位：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Canadian dollar	加拿大元	7,331	26,942
Hong Kong dollar	港幣	2,095,205	1,498,318
Renminbi	人民幣	132,913	301,688
US dollar	美元	1,141,053	963,491
		3,376,502	2,790,439

The effective interest rates per annum of the bank and other borrowings as at 31 March were as follows:

於三月三十一日，銀行及其他借款之實際年利率如下：

		2018 二零一八年	2017 二零一七年
Canadian dollar	加拿大元	2.8%	2.1%
Hong Kong dollar	港幣	2.4%	1.9%
Renminbi	人民幣	2.6%	4.8%
US dollar	美元	4.3%	4.1%

Bank and other borrowings of HK\$1,547,995,000 (2017: HK\$1,409,272,000) were secured by charges on the assets of the Group as set out in notes 14, 15, 22, 24, 26 and 29 to the consolidated financial statements.

銀行及其他借款港幣1,547,995,000元（二零一七年：港幣1,409,272,000元）乃以本集團資產作抵押，於綜合財務報表附註14、15、22、24、26及29內披露。

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33 SHARE CAPITAL

33 股本

		Number of shares 股份數目	Share capital 股本 HK\$'000 港幣千元
Ordinary shares of HK\$1.25 each	每股面值港幣 1.25 元之普通股		
Authorised:	法定股本：		
At 1 April 2016, 31 March 2017 and 31 March 2018	於二零一六年四月一日、 二零一七年三月三十一日及 二零一八年三月三十一日	540,000,000	675,000
Issued and fully paid:	已發行及繳足股本：		
At 1 April 2016, 31 March 2017 and at 31 March 2018	於二零一六年四月一日、 二零一七年三月三十一日及 二零一八年三月三十一日	301,928,440	377,411

34 RESERVES

34 儲備

		Attributable to shareholders of the Company 本公司股東應佔								
		Share premium 股份溢價 HK\$'000 港幣千元	Capital reserve 資本儲備 HK\$'000 港幣千元 (note) (附註)	Capital redemption reserve 資本贖回儲備 HK\$'000 港幣千元	Investment revaluation reserve 投資重估儲備 HK\$'000 港幣千元	Other assets revaluation reserve 其他資產重估儲備 HK\$'000 港幣千元	Hedging reserve 對沖儲備 HK\$'000 港幣千元	Exchange fluctuation reserve 外匯兌換浮動儲備 HK\$'000 港幣千元	Retained profits 保留溢利 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
At 1 April 2017	於二零一七年四月一日	704,087	365,799	8,785	57,782	702,043	(2,227)	43,357	5,712,419	7,592,045
Profit for the year	年度溢利	-	-	-	-	-	-	-	907,929	907,929
Exchange difference on translation of operations of overseas subsidiaries, associates and joint ventures	換算海外附屬公司、聯營公司及合營企業之業務所產生之外匯兌換差額	-	-	-	-	-	367,296	-	-	367,296
Disposal of Talent Luck	出售祥龍興業	-	-	-	-	(454,465)	-	-	454,465	-
Change in fair value of properties for own use	自用物業之公允值變動	-	-	-	-	(26,475)	-	-	4,028	(22,447)
Change in fair value of available-for-sale investments	可供出售之投資的公允值變動	-	-	-	1,248	-	-	-	-	1,248
Impairment loss on available-for-sale investments transferred to consolidated income statement	可供出售之投資的減值虧損轉撥至綜合收益表	-	-	-	3,377	-	-	-	-	3,377
Fair value adjustments on the derivative financial instruments designated as cash flow hedge in respect of interest rate swap and foreign currency contracts	指定為現金流量對沖的衍生財務工具有關利率掉期及遠期外匯合約的公允值調整	-	-	-	-	-	2,443	-	-	2,443
Total comprehensive income/(expenses) for the year	年度全面收益/(開支)總額	-	-	-	4,625	(480,940)	2,443	367,296	1,366,422	1,259,846
Dividends paid	已付股息	-	-	-	-	-	-	-	(573,664)	(573,664)
Disposal of Chinaford and Dolce Field (note 36(b)(viii))	出售長輝及都思(附註36(b)(viii))	-	-	-	-	-	65,033	-	-	65,033
Changes in ownership interests in NC1 Sandhill without loss of control (note 36(b)(viii))	並無失去控制權之NC1 Sandhill的擁有權權益變動(附註36(b)(viii))	-	12,064	-	-	-	-	-	-	12,064
At 31 March 2018	於二零一八年三月三十一日	704,087	377,863	8,785	62,407	221,103	216	475,686	6,505,177	8,355,324

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34 RESERVES (CONTINUED)

34 儲備(續)

		Attributable to shareholders of the Company 本公司股東應佔								
		Share premium	Capital reserve	Capital redemption reserve	Investment revaluation reserve	Other assets revaluation reserve	Hedging reserve	Exchange fluctuation reserve	Retained profits	Total
		股份溢價	資本儲備	資本贖回儲備	投資重估儲備	其他資產重估儲備	對沖儲備	外匯兌換浮動儲備	保留溢利	總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
			(note)							
		(附註)								
At 1 April 2016	於二零一六年四月一日	704,087	365,799	8,785	42,600	613,555	(7,212)	267,060	5,377,599	7,372,273
Profit for the year	年度溢利	-	-	-	-	-	-	-	540,263	540,263
Fair value surplus of properties for own use	自用物業之公允值盈餘	-	-	-	-	88,488	-	-	5,907	94,395
Exchange difference on translation of operations of overseas subsidiaries, associates and joint ventures	換算海外附屬公司、聯營公司及合營企業之業務所產生之外匯兌換差額	-	-	-	-	-	-	(224,947)	-	(224,947)
Change in fair value of available-for-sale investments	可供出售之投資的公允值變動	-	-	-	9,506	-	-	-	-	9,506
Impairment loss on available-for-sale investments transferred to consolidated income statement	可供出售之投資的減值虧損轉撥至綜合收益表	-	-	-	5,676	-	-	-	-	5,676
Fair value adjustments on the derivative financial instruments designated as cash flow hedge in respect of interest rate swap and foreign currency contracts	指定為現金流量對沖的衍生財務工具有關利率掉期及外匯合約的公允值調整	-	-	-	-	-	4,985	-	-	4,985
Total comprehensive income for the year	年度全面收益總額	-	-	-	15,182	88,488	4,985	(224,947)	546,170	429,878
Dividends paid	已付股息	-	-	-	-	-	-	-	(211,350)	(211,350)
Disposals of:	出售:									
- Wonder (note 36(b)(xi))	- Wonder (附註36(b)(xi))	-	-	-	-	-	-	1,509	-	1,509
- other subsidiaries	- 其他附屬公司	-	-	-	-	-	-	(265)	-	(265)
At 31 March 2017	於二零一七年三月三十一日	704,087	365,799	8,785	57,782	702,043	(2,227)	43,357	5,712,419	7,592,045

Note: The balance arose mainly from various Group reorganisations in the past including redomicile of the Company, spin-offs and privatisation of group entities.

附註: 結餘主要來自過去多項集團重組事項, 包括本公司遷冊、集團企業之分拆及私有化。

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35 DEFERRED TAXATION

The followings are the major deferred tax liabilities/assets) recognised and movements thereon during the current and prior reporting years:

		Accelerated tax depreciation 加速稅項折舊	Amortisation of goodwill and trademarks 攤銷商譽及商標	Revaluation of properties 重估物業	Tax losses 稅項虧損	Others 其他	Total 總額
		HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
At 1 April 2017	於二零一七年四月一日	39,373	58,141	316,744	(61,727)	(6,854)	345,677
Exchange realignment	匯兌調整	29	855	26,546	(407)	(440)	26,583
(Credited)/charged to consolidated income statement for the year (note 11)	在年度綜合收益表(計入)/扣除(附註11)	(2,786)	(8,485)	28,682	14,400	(6,547)	25,264
(Credited)/charged to other comprehensive income for the year	在年度其他全面收益(計入)/扣除	-	-	(6,646)	-	-	(6,646)
Acquisition of Moon Colour (note 36(b)(iv))	收購Moon Colour(附註36(b)(iv))	(2,215)	-	-	(701)	-	(2,916)
Disposal of Talent Luck (note 36(b)(ix))	出售祥龍興業(附註36(b)(ix))	-	-	(89,804)	-	-	(89,804)
		<u>34,401</u>	<u>50,511</u>	<u>275,522</u>	<u>(48,435)</u>	<u>(13,841)</u>	<u>298,158</u>
At 31 March 2018	於二零一八年三月三十一日						
At 1 April 2016	於二零一六年四月一日	38,956	46,780	218,673	(39,194)	(4,540)	260,675
Exchange realignment	匯兌調整	(38)	61	(11,607)	(61)	(79)	(11,724)
Charged/(credited) to consolidated income statement for the year (note 11)	在年度綜合收益表扣除/(計入)(附註11)	455	11,300	56,102	(22,472)	(2,235)	43,150
Charged to other comprehensive income for the year	在年度其他全面收益扣除	-	-	29,632	-	-	29,632
Deemed acquisition of Qi Yang Group (note 36(b)(x))	視為收購啓陽集團(附註36(b)(x))	-	-	23,944	-	-	23,944
		<u>39,373</u>	<u>58,141</u>	<u>316,744</u>	<u>(61,727)</u>	<u>(6,854)</u>	<u>345,677</u>

For the purposes of consolidated statement of financial position presentation, certain deferred tax assets and liabilities have been offset. The following is the analysis of the deferred tax balances for financial reporting purposes:

35 遞延稅項

下文所載乃本呈報年度及過往呈報年度確認之主要遞延稅項負債/(資產)及其變動:

為配合綜合財務狀況表之編列方式，若干遞延稅項資產及負債經已作抵銷。遞延稅項結餘作財務報告用途之分析如下：

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Deferred tax assets	遞延稅項資產	(42,171)	(26,815)
Deferred tax liabilities	遞延稅項負債	340,329	372,492
		<u>298,158</u>	<u>345,677</u>

As at 31 March 2018, the Group had unused tax losses of HK\$2,693,965,000 (2017: HK\$2,537,188,000) available for offset against future taxable profits. A deferred tax asset had been recognised in respect of HK\$215,003,000 (2017: HK\$214,203,000) of such losses. No deferred tax asset had been recognised in respect of the remaining HK\$2,478,962,000 (2017: HK\$2,322,985,000) due to the unpredictability of future profit streams. Included in tax losses were losses of HK\$94,970,000 and HK\$103,284,000 (2017: HK\$136,678,000 and HK\$75,785,000) of subsidiaries in Mainland China and the United States of America ("US") that will gradually expire until December 2022 and March 2038 respectively; the remaining tax losses may be carried forward indefinitely. In current year, there was a reduction of tax rate in the US and as a result, the relevant deferred tax balances have been remeasured.

於二零一八年三月三十一日，本集團未動用之稅項虧損為港幣2,693,965,000元（二零一七年：港幣2,537,188,000元），可用作抵銷將來之應課稅溢利。其中港幣215,003,000元（二零一七年：港幣214,203,000元）之稅項虧損已確認為遞延稅項資產。因未來溢利難以預測，故並無就餘下之稅項虧損港幣2,478,962,000元（二零一七年：港幣2,322,985,000元）確認為遞延稅項資產。稅項虧損包括中國內地及美利堅合眾國（「美國」）附屬公司使用期分別至二零二二年十二月及二零三八年三月之港幣94,970,000元及港幣103,284,000元（二零一七年：港幣136,678,000元及港幣75,785,000元）；而餘下之稅項虧損將可無限結轉。於年內，由於美國稅率調低，相關的遞延所得稅結餘已重新計量。

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35 DEFERRED TAXATION (CONTINUED)

As at 31 March 2018, deferred tax liabilities of HK\$50,827,000 (2017: HK\$39,859,000) had not been recognised for the withholding tax that would be payable on the unappropriated earnings of certain subsidiaries. Such amounts were expected to be reinvested.

As at 31 March 2018, the Group had unrecognised deductible temporary differences of HK\$8,560,000 (2017: HK\$8,173,000). No deferred tax asset had been recognised in relation to such deductible temporary differences as it is not probable that future taxable profits will be available against which the deductible temporary differences can be utilised.

35 遞延稅項(續)

截至二零一八年三月三十一日，未有就若干附屬公司未分派盈利而可能支付之預扣稅確認遞延稅項負債港幣50,827,000元(二零一七年：港幣39,859,000元)，預期此等款項會用作再投資。

截至二零一八年三月三十一日，本集團之未確認可扣減暫時性差異為港幣8,560,000元(二零一七年：港幣8,173,000元)。預計在未來並無足夠之應課稅溢利以用作抵銷有關之可扣減暫時性差異，故並未確認相關之款額為遞延稅項資產。

36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Cash generated from operations

36 綜合現金流量表附註

(a) 來自營運之現金

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Profit before taxation	除稅前溢利	1,267,826	743,157
Adjustments for:	調整：		
Share of results of associates	所佔聯營公司業績	(57,918)	(87,922)
Share of results of joint ventures	所佔合營企業業績	60,490	4,672
Interest income from bank deposits	銀行存款的利息收入	(21,636)	(19,333)
Interest expenses on bank overdrafts and bank and other borrowings	銀行透支及銀行及其他借款的利息支出	92,309	93,538
Dividend income from investments	來自投資之股息收入	(18,974)	(10,538)
Depreciation	折舊	109,795	81,559
Amortisation of other intangible assets	其他無形資產攤銷	7,772	485
Increase in fair value of investment properties	投資物業之公允值增加	(190,683)	(226,033)
Gain on disposal of an investment property	出售一項投資物業之收益	-	(276)
Loss/(gain) on disposal of property, plant and equipment	出售物業、廠房及設備之虧損/(收益)	3,721	(498)
(Gain)/loss on disposals of	出售以下公司之(收益)/虧損		
- Chinaford and Dolce Field (note 36(b)(vii))	- 長暉及都思(附註36(b)(vii))	(619,941)	-
- Talent Luck (note 36(b)(ix))	- 祥龍興業(附註36(b)(ix))	(92,927)	-
- Wonder (note 36(b)(xii))	- Wonder(附註36(b)(xii))	-	3,972
- other subsidiaries	- 其他附屬公司	(2,207)	(265)
- associates	- 聯營公司	(4,848)	3
Deemed disposal loss on step-up acquisition of an associate and become a subsidiary	追加收購一間聯營公司並轉為附屬公司之視為出售虧損	3,004	-
Gain on investments at fair value through profit or loss	按公允值列入損益處理之投資的收益	(11,912)	(14,294)
Loss/(gain) on derivative financial instruments	衍生財務工具之虧損/(收益)	993	(1,385)
Provision for inventories to net realisable value, net	存貨撥備至可變現淨值，淨額	4,070	765
Provision for impairment loss on properties for sales	待售物業的減值虧損撥備	22,015	-
Impairment loss on property, plant and equipment	物業、廠房及設備之減值虧損	1,572	-
Impairment loss on interest in an associate	於一間聯營公司權益之減值虧損	18,101	-
Remeasurement of goodwill	重新計算商譽	(4,686)	-
Impairment loss on available-for-sale investments	可供出售之投資的減值虧損	3,377	5,676
Provision (written back)/recognised on trade and other debtors	(撥回)/已確認貿易及其他應收賬款之撥備	(2,005)	20,374
Impairment loss on retention receivables	應收保留款項之減值虧損	8,597	-
Gain on deemed acquisition of Qi Yang Group (note 36(b)(x))	視為收購啓陽集團之收益(附註36(b)(x))	-	(7,060)
Operating cash flows before movements in working capital	營運資金變動前之經營現金流量	575,905	586,597

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36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

36 綜合現金流量表附註(續)

(a) Cash generated from operations (continued)

(a) 來自營運之現金(續)

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Changes in working capital	營運資金變動		
Decrease/(increase) in amounts due from non-controlling interests	應收非控股權益賬款減少/(增加)	35,537	(2,850)
Decrease/(increase) in investments at fair value through profit or loss, net	按公允值列入損益處理之投資減少/(增加)淨額	135,878	(34,629)
(Increase)/decrease in inventories	存貨(增加)/減少	(49,648)	7,855
Decrease in properties for sale	待售物業減少	492,377	184,911
Increase in properties under development	發展中物業增加	(1,275,177)	(216,981)
Decrease/(increase) in debtors, deposits and prepayments	應收賬款、存出按金及預付款項減少/(增加)	214,285	(207,744)
Decrease in amounts due from customers for contract work	就合約工程應向客戶收取之款項減少	28,317	7,079
Cash (paid)/received upon maturity of derivative financial instruments	衍生財務工具到期之(已付)/收回現金	(1,567)	1,296
Increase in amounts due to non-controlling interests	應付非控股權益賬款增加	64,202	-
Increase/(decrease) in amounts due to customers for contract work	就合約工程應向客戶支付之款項增加/(減少)	84,279	(379,158)
(Decrease)/increase in creditors, bills payable, deposits and accruals	應付賬款、應付票據、存入按金及預提費用(減少)/增加	(369,868)	445,222
Decrease in unearned insurance premiums and unexpired risk reserves	遞延保險費及未過期風險儲備減少	(14,842)	(56,552)
Decrease in outstanding insurance claims	未決保險索償減少	(49,834)	(47,247)
Increase in deferred income	遞延收入增加	1,245	3,931
Exchange difference	匯兌差額	7,411	22,442
Cash (used in)/generated from operations	(用於)/來自營運之現金	<u>(121,500)</u>	<u>314,172</u>

(b) Acquisitions and disposals

(b) 收購及出售

(i) Acquisition of two senior housing properties located in Michigan, the US

On 3 April 2017, the Group entered into an agreement to acquire 100% interest in two senior housing properties located in Michigan, the US, at the consideration of US\$33,000,000 (equivalent to approximately HK\$257,400,000). The transaction completed in June 2017.

(i) 收購位於美國密歇根州之兩項安老院舍物業

於二零一七年四月三日，本集團訂立協議以收購位於美國密歇根州之兩項安老院舍物業之100%權益，代價為美金33,000,000元(相等於約港幣257,400,000元)。此交易已於二零一七年六月完成。

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36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

36 綜合現金流量表附註(續)

(b) Acquisitions and disposals (continued)

(b) 收購及出售(續)

(i) Acquisition of two senior housing properties located in Michigan, the US (continued)

(i) 收購位於美國密歇根州之兩項安老院舍物業(續)

		HK\$'000 港幣千元
Purchase consideration satisfied by:	購買代價之支付方式：	
Cash paid	現金支付	257,785
Fair value of net assets acquired (as shown below)	所收購資產淨值之公允值(載列如下)	<u>(221,346)</u>
Goodwill (note 16)	商譽(附註16)	<u>36,439</u>
Fair value of net assets acquired:	所收購資產淨值之公允值：	
Property, plant and equipment (note 15)	物業、廠房及設備(附註15)	191,896
Intangible assets (note 17)	無形資產(附註17)	29,396
Debtors, deposits and prepayments	應收賬款、存出按金及預付款項	<u>54</u>
		<u>221,346</u>
Acquisition related expenses (included in administrative expenses)	收購相關支出(計入行政支出)	<u>2,293</u>
Net cash outflow arising from the acquisition:	收購事項產生的現金流出淨額：	
Cash consideration paid	已付現金代價	<u>(257,785)</u>

(ii) Acquisition of 100% equity interest in Silver Prosper Holdings Limited ("Silver Prosper")

(ii) 收購銀盛集團有限公司(「銀盛集團」)的100%股權

On 18 May 2017, the Group entered into a provisional agreement to acquire 100% equity interest in Silver Prosper where the principal asset is the property located at Davis Street, Hong Kong, which is for residential and commercial use at a consideration of approximately HK\$228,000,000. The transaction completed in August 2017.

於二零一七年五月十八日，本集團訂立臨時協議以收購銀盛集團的100%股權，代價約為港幣228,000,000元。該公司之主要資產為位於香港爹核士街之物業，該物業用作住宅及商業用途。此交易已於二零一七年八月完成。

		HK\$'000 港幣千元
Purchase consideration satisfied by:	購買代價之支付方式：	
Cash paid	現金支付	<u>225,212</u>
Fair value of net assets acquired:	所收購資產淨值之公允值	
Investment property (note 14)	投資物業(附註14)	228,000
Debtors, deposits and prepayments	應收賬款、存出按金及預付款項	59
Creditors, deposits and accruals	應付賬款、存入按金及預提費用	(2,768)
Current income tax liabilities	當期所得稅負債	<u>(79)</u>
		<u>225,212</u>
Acquisition related expenses (included in administrative expenses)	收購相關支出(計入行政支出)	<u>2,630</u>
Net cash outflow arising from the acquisition:	收購事項產生的現金流出淨額：	
Cash consideration paid	已付現金代價	<u>(225,212)</u>

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36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(b) Acquisitions and disposals (continued)

(iii) Acquisition of development right for the land

On 13 June 2017, Urban Renewal Authority ("URA") notified the Group that URA has accepted the offer submitted by and awarded the development right in respect of the development site at Fuk Chak Street and Li Tak Street at Tai Kok Tsui, Kowloon at a consideration of HK\$680,000,000.

(iv) Acquisition of 100% equity interest in Moon Colour Holdings Limited ("Moon Colour")

On 10 August 2017, the Group entered into an agreement to acquire 100% equity interest in Moon Colour where the principal asset is the property located at Tai Yip Street, Kowloon which is an industrial building at a consideration of approximately HK\$360,000,000. The transaction completed in August 2017.

		HK\$'000 港幣千元
Purchase consideration satisfied by:	購買代價之支付方式：	
Cash paid	現金支付	360,272
Fair value of net assets acquired:	所收購資產淨值之公允值	
Property under development (note 21)	發展中物業(附註21)	357,084
Deferred tax assets (note 35)	遞延稅項資產(附註35)	2,916
Debtors, deposits and prepayments	應收賬款、存出按金及預付款項	272
		<u>360,272</u>
Net cash outflow arising from the acquisition:	收購事項產生的現金流出淨額：	
Cash consideration paid	已付現金代價	<u>(360,272)</u>

(v) Acquisition of residential properties at Nos. 292A-D Prince Edward Road West, Kowloon

On 3 November 2017, the Group submitted the offer to acquire the residential properties at Nos. 292A-D Prince Edward Road West, Homantin, Kowloon at a consideration of HK\$333,800,000 through public tender process. The transaction completed in November 2017.

36 綜合現金流量表附註(續)

(b) 收購及出售(續)

(iii) 收購土地開發權

於二零一七年六月十三日，市區重建局(「市建局」)向本集團告知市建局已接納所提交的報價，並就九龍大角咀福澤街及利得街的發展項目授出開發權，代價為港幣680,000,000元。

(iv) 收購 Moon Colour Holdings Limited (「Moon Colour」) 的 100% 股權

於二零一七年八月十日，本集團訂立協議以收購 Moon Colour 的 100% 股權，代價約為港幣 360,000,000 元。該公司之主要資產為位於九龍大業街之物業，該物業為工業樓宇。此交易已於二零一七年八月完成。

(v) 收購九龍太子道西第 292A-D 號的住宅物業

於二零一七年十一月三日，本集團透過公開競標程序提交要約收購九龍何文田太子道西第 292A-D 號的住宅物業，代價為港幣 333,800,000 元。交易已於二零一七年十一月完成。

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36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(b) Acquisitions and disposals (continued)

(vi) Step-up acquisition of Chevalier AOC Freight Express Holdings Limited (formerly known as "AOC Limited") ("AOC") and become a subsidiary

On 13 December 2017, the Group exercised its option to acquire additional 30% equity interest in AOC at a consideration of HK\$9,450,000. AOC became a 60% subsidiary of the Company since then.

36 綜合現金流量表附註(續)

(b) 收購及出售(續)

(vi) 追加收購其士美亞捷運控股有限公司(前稱「美亞貨運(美國)集團有限公司」) (「AOC」) 並轉為附屬公司

於二零一七年十二月十三日，本集團行使其期權收購AOC的額外30%股權，代價為9,450,000港元。自此，AOC成為本公司的60%附屬公司。

		HK\$'000 港幣千元
Total consideration satisfied by:	總代價之支付方式：	
Fair value of the previously held equity interest in an associate at the acquisition date	之前持有的聯營公司的權益在購買日的公允值	9,450
Cash paid	現金支付	9,450
		18,900
Fair value of net assets acquired:	所收購淨資產之公允值：	
Property, plant and equipment (note 15)	物業、廠房及設備(附註15)	1,940
Debtors, deposits and prepayments	應收賬款、存出按金及預付款項	19,060
Bank balances and cash	銀行結存及現金	18,186
Creditors, deposits and accruals	應付賬款、存入按金及預提費用	(15,924)
Non-controlling interests	非控股權益	(9,305)
		13,957
Goodwill (note 16)	商譽(附註16)	4,943
Net cash inflow arising from the step-up acquisition:	追加收購產生的淨現金流入：	
Cash consideration paid	已付現金代價	(9,450)
Bank balances and cash	銀行結存及現金	18,186
		8,736

The non-controlling interest of AOC was determined based on proportionate share of net assets of AOC.

AOC之非控股權益乃根據應佔AOC資產淨值之比例釐定。

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36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(b) Acquisitions and disposals (continued)

(vii) Disposal of Chinaford Investment Limited ("Chinaford") and Dolce Field Limited ("Dolce Field")

On 1 June 2017, the Group entered into a framework agreement to dispose the entire issued share capital in Chinaford and Dolce Field (investment holding companies which hold the entire interest in 成都其士房地產發展有限公司 ("CCPD")) and assignment of debt at an aggregate cash consideration of RMB1,570,000,000 (equivalent to approximately HK\$1,815,000,000). The transaction completed in August 2017.

		HK\$'000 港幣千元
Cash consideration	現金代價	1,815,109
Less: professional fees and other expenses	減：專業費用及其他支出	(44,616)
		<u>1,770,493</u>
Net assets disposed of:	已出售之資產淨值：	
Assets held-for-sale (note 44)	持作出售資產(附註44)	1,233,787
Liabilities directly associated with assets held-for-sale (note 44)	與持作出售資產直接相關之負債(附註44)	(148,268)
Exchange fluctuation reserve released upon disposal (note 34)	出售後解除之外匯兌換浮動儲備(附註34)	65,033
		<u>1,150,552</u>
Gain on disposal (note 8)	出售之收益(附註8)	619,941
Taxation	稅項	(160,196)
		<u>459,745</u>
Gain on disposal, net	出售之收益，淨額	<u>459,745</u>
Net cash inflow arising from the disposal:	出售事項產生的現金流入淨額：	
Cash consideration received	已收現金代價	1,554,256
Professional fees and other expenses	專業費用及其他支出	(36,427)
		<u>1,517,829</u>

(viii) Disposal of 40% interest in NC1 Sandhill Limited ("NC1 Sandhill") without loss of control

On 25 September 2017, the Group disposed of 40% interest in NC1 Sandhill at a consideration of HK\$12,000,000. The effect of change in the ownership interest of NC1 Sandhill on the equity attributable to shareholders of the Company during the year is summarised as follows:

36 綜合現金流量表附註(續)

(b) 收購及出售(續)

(vii) 出售長暉投資有限公司(「長暉」)及都思有限公司(「都思」)

於二零一七年六月一日，本集團訂立框架協議以出售長暉及都思(持有成都其士房地產發展有限公司(「成都其士房地產」))全部權益之投資控股公司之全部已發行股本及債務轉讓，總現金代價為人民幣1,570,000,000元(相等於約港幣1,815,000,000元)。此交易已於二零一七年八月完成。

(viii) 出售並無失去控制權之 NC1 Sandhill Limited (「NC1 Sandhill」) 的 40% 權益

於二零一七年九月二十五日，本集團出售 NC1 Sandhill 的 40% 權益，代價為港幣 12,000,000 元。NC1 Sandhill 之擁有權權益變動對年內本公司股東應佔權益之影響概述如下：

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36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(b) Acquisitions and disposals (continued)

(viii) Disposal of 40% interest in NC1 Sandhill Limited ("NC1 Sandhill") without loss of control (continued)

		HK\$'000 港幣千元
Consideration received from non-controlling interests	已收非控股權益之代價	12,000
Less: net liabilities of 40% interest disposed	減：已出售40%權益之負債淨額	64
		<u>12,000</u>
Gain on disposal recognised within equity (note 34)	於權益內確認出售之收益(附註34)	12,064

The transaction completed in September 2017 and the Group continues to possess the control over NC1 Sandhill.

36 綜合現金流量表附註(續)

(b) 收購及出售(續)

(viii) 出售並無失去控制權之 NC1 Sandhill Limited (「NC1 Sandhill」) 的 40% 權益(續)

交易已於二零一七年九月完成及本集團繼續持有對 NC1 Sandhill 之控制權。

(ix) Disposal of Talent Luck Limited ("Talent Luck")

On 30 August 2017, the Group entered into a framework agreement to dispose the entire issued share capital in Talent Luck Limited at a cash consideration of HK\$610,000,000. The transaction completed in October 2017.

(ix) 出售祥龍興業有限公司(「祥龍興業」)

於二零一七年八月三十日，本集團訂立框架協議出售祥龍興業有限公司的全部已發行股本，現金代價為港幣610,000,000元。交易已於二零一七年十月完成。

		HK\$'000 港幣千元
Cash consideration	現金代價	610,022
Less: professional fees and other expenses	減：專業費用及其他支出	(1,517)
		<u>608,505</u>
Less: Net assets disposed of:	減：已出售之資產淨值：	
Property, plant and equipment (note 15)	物業、廠房及設備(附註15)	605,360
Debtors, deposits and prepayments	應收賬款、存出按金及預付款項	97
Bank balances and cash	銀行結存及現金	6
Creditors, deposits and accruals	應付賬款、存入按金及預提費用	(81)
Deferred tax liabilities (note 35)	遞延稅項負債(附註35)	(89,804)
		<u>515,578</u>
Gain on disposal (note 8)	出售之收益(附註8)	92,927
Net cash inflow arising from the disposal:	出售事項產生的現金流入淨額：	
Cash consideration received	已收現金代價	610,022
Professional fees and other expenses	專業費用及其他支出	(1,517)
Bank balances and cash	銀行結存及現金	(6)
		<u>608,499</u>

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36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(b) Acquisitions and disposals (continued)

(x) Deemed acquisition of Qi Yang Chevalier Investment Company Limited ("Qi Yang") and its subsidiaries (collectively "Qi Yang Group")

Qi Yang Group is engaged in car dealership business in Mainland China. The Group owns 40% equity interest in Qi Yang, an associate of the Group. The remaining 60% equity interest is held by Qi Yang Holdings Limited, the PRC business partner.

During the year ended 31 March 2017, in order to step up the Group's participation in the operations and strengthen the corporate governance of Qi Yang Group, the Group's management agreed with the PRC business partner to implement certain changes to (i) the board composition of Qi Yang and its wholly-owned subsidiary, Qi Yang (Chengdu) Investment Management Limited and (ii) the control of the key operating and financial activities of Qi Yang Group's businesses. Pursuant to the announcement made by the Group on 30 March 2017, Qi Yang became a non-wholly owned subsidiary of the Group as at 31 March 2017.

36 綜合現金流量表附註(續)

(b) 收購及出售(續)

(x) 視為收購啓陽其士投資有限公司(「啓陽」)及其附屬公司(統稱為「啓陽集團」)

啓陽集團於中國內地從事汽車代理業務。本集團持有啓陽(本集團的一間聯營公司)之40%股權,餘下60%股權由中國業務夥伴啓陽控股有限公司持有。

於截至二零一七年三月三十一日止年度,為增強本集團參與運作及加強啓陽集團的企業管治,本集團的管理層已與中國業務夥伴達成協議,對(i)啓陽及其全資附屬公司啓陽(成都)投資管理有限公司的董事會組成以及(ii)啓陽集團業務主要經營及財務活動的控制進行若干變更。根據本集團日期為二零一七年三月三十日之公告,啓陽於二零一七年三月三十一日成為本集團的一間非全資附屬公司。

		HK\$'000 港幣千元
Total consideration satisfied by:		
Interest originally held by the Group (note 18)	總代價之支付方式: 由本集團原本持有的權益(附註18)	63,536
Amount due from Qi Yang Group	應收啓陽集團之賬款	291,551
		355,087
Less: Fair value of identified assets acquired, liabilities assumed and the non-controlling interest at the deemed acquisition date:		
Property, plant and equipment (note 15)	物業、廠房及設備(附註15)	356,042
Interests in joint ventures (note 19)	合營企業之權益(附註19)	79,613
Inventories	存貨	171,302
Debtors, deposits and prepayments	應收賬款、存出按金及預付款項	93,926
Amounts due from non-controlling interests	應收非控股權益賬款	46,437
Bank balances and cash	銀行結存及現金	120,309
Amounts due to non-controlling interests	應付非控制權益之賬款	(260,964)
Amounts due to joint ventures	應付合營企業之賬款	(406)
Creditors, deposits and accruals	應付賬款、存入按金及預提費用	(110,746)
Bank and other borrowings	銀行及其他借款	(88,117)
Deferred tax liabilities (note 35)	遞延稅項負債(附註35)	(23,944)
Non-controlling interests	非控股權益	(21,305)
		362,147
Gain on deemed acquisition (note 8)	視為收購之收益(附註8)	7,060
Net cash inflow arising from the deemed acquisition:	視為收購之現金流入淨額:	
Bank balances and cash	銀行結存及現金	120,309

The above table also served as the disclosure of summarised financial information (after inter-company elimination) of Qi Yang Group that has non-controlling interests which are material to the Group.

上表亦披露啓陽集團(其擁有之非控股權益對本集團屬重大)之財務資料概要(公司間對銷後)。

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36 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

(b) Acquisitions and disposals (continued)

(x) Deemed acquisition of Qi Yang Chevalier Investment Company Limited (“Qi Yang”) and its subsidiaries (collectively “Qi Yang Group”) (continued)

The non-controlling interest of Qi Yang Group, an unlisted group, was determined based on proportionate share of net assets of Qi Yang Group.

(xi) Disposal of Wonder (HK) Holdings Limited (“Wonder”)

In August 2016, the Group entered into an agreement with an independent third party to dispose of the Group’s interest in Wonder. The transaction completed in October 2016.

36 綜合現金流量表附註(續)

(b) 收購及出售(續)

(x) 視為收購啓陽其士投資有限公司(「啓陽」)及其附屬公司(統稱為「啓陽集團」)(續)

非上市集團啓陽集團之非控股權益乃根據分佔啓陽集團資產淨值之比例釐定。

(xi) 出售 Wonder (HK) Holdings Limited (「Wonder」)

於二零一六年八月，本集團與一位獨立第三方訂立協議，出售本集團於Wonder之權益。此項交易已於二零一六年十月完成。

		HK\$'000 港幣千元
Total consideration satisfied by:	總代價之支付方式：	
Cash received	已收現金	30,448
Less: professional fees and other expenses	減：專業費用及其他支出	(164)
		30,284
Less: Net assets disposed of:	減：出售以下各項之資產淨值：	
Interest in an associate (note 18)	所佔一間聯營公司權益(附註18)	53,410
Amount due from non-controlling interests	應收非控股權益款項	988
Non-controlling interests	非控股權益	(21,651)
Exchange fluctuation reserve released upon disposal (note 34)	出售後解除之外匯兌換浮動儲備(附註34)	1,509
		34,256
Loss on disposal (note 8)	出售之虧損(附註8)	(3,972)
Net cash inflow arising from the disposal:	出售之現金流入淨額：	
Cash consideration received	已收現金代價	30,448
Professional fees and other expenses	專業費用及其他支出	(164)
		30,284

(c) Reconciliation of liabilities arising from financing activities

(c) 融資活動所產生負債之對賬

		Bank and other borrowings 銀行及其他借款 HK\$'000 港幣千元	Pledged bank deposits 已抵押銀行存款 HK\$'000 港幣千元
At 1 April 2017	於二零一七年四月一日	2,790,439	405,867
Cash flows	現金流量	548,707	(351,504)
Exchange realignment	匯兌調整	34,397	-
Others	其他	2,959	-
At 31 March 2018	於二零一八年三月三十一日	3,376,502	54,363

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37 IMPAIRMENT TESTING OF GOODWILL AND OTHER INTANGIBLE ASSETS

For the purpose of impairment testing, goodwill acquired in business combinations, licenses, trademarks, favourable leases and others are allocated, at acquisition, to the CGUs that are expected to benefit from such intangible assets. The respective carrying amounts as at 31 March 2018 and 2017 had been allocated as follows:

37 商譽及其他無形資產之減值測試

為進行減值測試，於業務合併購入之商譽、牌照、商標、有利租賃及其他乃於收購時分配至預期將從該無形資產中受惠之現金產生單位。於二零一八年及二零一七年三月三十一日，各自之賬面值已獲分配如下：

		Goodwill 商譽 HK\$'000 港幣千元	License 牌照 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元
Cost	成本			
Construction and engineering – roads, drainage and waterworks	建築及機械工程 – 道路、渠務及水務工程	–	26,534	–
Property development and operations – cold storage and public bonded warehouse (note a)	物業發展及營運 – 冷藏倉庫及公眾保稅倉 (附註a)	66,027	3,000	–
Senior housing (note b)	安老院舍(附註b)	612,330	–	34,805
Insurance and investment	保險及投資	–	–	4,660
Others	其他	4,943	–	11,453
		683,300	29,534	50,918
Accumulated amortisation/ impairment loss	累計攤銷/減值虧損			
Construction and engineering – roads, drainage and waterworks	建築及機械工程 – 道路、渠務及水務工程	–	(26,534)	–
Property development and operations – cold storage and public bonded warehouse (note a)	物業發展及營運 – 冷藏倉庫及公眾保稅倉 (附註a)	(1,461)	(3,000)	–
Senior housing (note b)	安老院舍(附註b)	–	–	(13,056)
Insurance and investment	保險及投資	–	–	(4,595)
Others	其他	–	–	(1,915)
		(1,461)	(29,534)	(19,566)
Net book value at 31 March 2018	於二零一八年三月三十一日 之賬面淨值	681,839	–	31,352

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37 IMPAIRMENT TESTING OF GOODWILL AND OTHER INTANGIBLE ASSETS (CONTINUED)

37 商譽及其他無形資產之減值測試(續)

		Goodwill 商譽 HK\$'000 港幣千元	License 牌照 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元
Cost	成本			
Construction and engineering – roads, drainage and waterworks	建築及機械工程 – 道路、渠務及水務工程	–	26,534	–
Property development and operations – cold storage and public bonded warehouse (note a)	物業發展及營運 – 冷藏倉庫及公眾保稅倉 (附註a)	66,027	3,000	–
Senior housing (note b)	安老院舍(附註b)	569,837	–	5,206
Insurance and investment	保險及投資	–	–	4,130
Others	其他	–	–	11,228
		<u>635,864</u>	<u>29,534</u>	<u>20,564</u>
Accumulated amortisation/ impairment loss	累計攤銷/減值虧損			
Construction and engineering – roads, drainage and waterworks	建築及機械工程 – 道路、渠務及水務工程	–	(26,534)	–
Property development and operations – cold storage and public bonded warehouse (note a)	物業發展及營運 – 冷藏倉庫及公眾保稅倉 (附註a)	(1,461)	(3,000)	–
Senior housing (note b)	安老院舍(附註b)	(4,662)	–	(5,206)
Insurance and investment	保險及投資	–	–	(4,072)
Others	其他	–	–	(1,900)
		<u>(6,123)</u>	<u>(29,534)</u>	<u>(11,178)</u>
Net book value at 31 March 2017	於二零一七年三月三十一日 之賬面淨值	<u>629,741</u>	<u>–</u>	<u>9,386</u>

The Group tests goodwill annually for impairment, or more frequently if there are indications that they might be impaired.

本集團每年均會測試商譽是否出現減值，或當有減值跡象時，會更頻密進行測試。

The Group tests other intangible assets for impairment whenever there is an indication that they might be impaired.

本集團於其他無形資產在出現有可能減值跡象時進行減值測試。

Determining whether goodwill and other intangible assets are impaired require estimations of the higher of the value in use or fair value less cost to sell. Both approaches require the entity to estimate the future cash flows expected to arise from CGUs and suitable discount rates in order to calculate present value.

釐定商譽及其他無形資產有否減值需估計使用中價值或公允值扣除銷售成本之較高者。在使用該兩個計算法時，該企業需估計該現金產生單位產生之未來現金流量及適當貼現率，以計算其現值。

The key assumptions for both approaches requires the entity to estimate the discount rates and net operating income (for senior housing). Management estimates appropriate discount rates that reflect current market assessments of the time value of money and the risks specific to the CGUs.

該兩個計算法之主要假設需要企業估計貼現率及淨營運收入(就安老院舍而言)。管理層估計能反映目前市場對貨幣之時間價值及現金產生單位特有風險之合適貼現率。

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37 IMPAIRMENT TESTING OF GOODWILL AND OTHER INTANGIBLE ASSETS (CONTINUED)

Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market. Management determined budgeted growth rates and gross margins based on past performance and market expectation. The discount rates and reflect specific risks relating to the relevant CGUs.

(a) Cold storage and public bonded warehouse business

Goodwill, after impairment of HK\$64,566,000 (2017: HK\$64,566,000) is allocated to the Group's cold storage and public bonded warehouse business. The estimated recoverable amount is determined based on value-in-use approach. The calculation uses post-tax cash flow projections based on financial budgets approved by management covering a one-year period. Cash flows beyond the period are extrapolated using a 3% growth rate per annum and a 9% discount rate per annum.

(b) Senior housing business

Goodwill, after impairment of HK\$612,330,000 (2017: HK\$565,175,000) and lease-in-place, after amortisation of HK\$21,749,000 (2017: nil) are allocated to the Group's senior housing business. The estimated recoverable amounts are determined based on value-in-use approach. The calculation uses pre-tax cash flow projections based on financial budgets approved by management covering three to four-year period. Cash flows beyond the period are extrapolated using a 3% growth rate per annum and a 10.5% discount rate per annum.

The senior housing business operate in a heavily regulated environment which are subject to numerous laws and regulations of federal, state, and local government. These laws and regulations relate to, among other things, such as government healthcare program participation requirements, regulations regarding reimbursement for patient services and related billing, fraud and abuse. Violation of certain laws and regulations could result in the expulsion from government healthcare program. Management was not aware of any actions or potential actions as at 31 March 2018.

37 商譽及其他無形資產之減值測試 (續)

而售價及直接成本之變化則根據過往慣例及對市場未來轉變之預期而定。管理層根據過往表現及市場預期釐定預算增長率及毛利率。貼現率反映與相關現金產生單位所涉及之特定風險。

(a) 冷藏倉庫及公眾保稅倉業務

減值後港幣64,566,000元(二零一七年：港幣64,566,000元)之商譽被分配至本集團之冷藏倉庫及公眾保稅倉業務。估計可收回金額乃按使用中價值法釐定。有關計算使用根據管理層批核之一年期財務預算之除稅後現金流量預測。超過期限之現金流量根據每年3%增長率及9%貼現年率推算。

(b) 安老院舍業務

商譽減值港幣612,330,000元(二零一七年：港幣565,175,000元)及攤銷現存租賃港幣21,749,000元(二零一七年：無)後被分配至本集團之安老院舍業務。估計可收回金額乃按使用中價值法釐定。有關計算使用根據管理層批核之三至四年期財務預算之除稅前現金流量預測。超過期限之現金流量使用每年3%增長率及10.5%貼現年率推算。

安老院舍業務處於嚴格受規管的營商環境中，當中面臨多項聯邦、州立及地方政府的法律及法規。相關法律及法規涉及(其中包括)政府保健護理計劃參與規定、彌償病患者服務及相關賬單、欺詐及濫用的規例。違反若干法律及規例可能被逐出政府保健護理計劃。管理層於二零一八年三月三十一日並無知悉任何行動或潛在行動。

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38 BENEFITS AND INTERESTS OF DIRECTORS AND EMPLOYEES

38 董事及僱員之福利及權益

(a) Directors' emoluments

Emoluments paid and payable to the Directors are as follows:

(a) 董事酬金

已付及應付董事酬金如下：

		2018 二零一八年			
		Directors' fee	Salaries and other benefits	Retirement scheme contribution	Total
		薪金及其他福利	退休計劃之供款		
		董事酬金	其他福利	退休計劃之供款	總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元
Executive Directors		執行董事			
Chow Yei Ching (former Co-Chairman)***	周亦卿(前聯席主席)***	-	-	-	-
Kuok Hoi Sang (Chairman and Managing Director)	郭海生 (主席兼董事總經理)	-	14,300	698	14,998
Tam Kwok Wing (Deputy Managing Director)	譚國榮 (副董事總經理)	-	11,800	488	12,288
Ho Chung Leung	何宗樑	-	3,600	232	3,832
Ma Chi Wing	馬志榮	-	6,500	300	6,800
Lily Chow	周莉莉	-	2,000	150	2,150
Non-Executive Directors		非執行董事			
Chow Ming Kuen, Joseph [#]	周明權 [#]	350	-	-	350
Yang Chuen Liang, Charles [#]	楊傳亮 [#]	350	-	-	350
Poon Chung Kwong [#]	潘宗光 [#]	300	-	-	300
Irons Sze [#]	施榮懷 [#]	250	-	-	250
Chow Vee Tsung, Oscar	周維正	300	-	-	300
Ko Chan Gock, William	高贊覺	100	-	-	100
		1,650	38,200	1,868	41,718

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38 BENEFITS AND INTERESTS OF DIRECTORS AND EMPLOYEES (CONTINUED)

(a) Directors' emoluments (continued)

	Directors' fee	2017 二零一七年		Total
		Salaries and other benefits	Retirement scheme contribution	
	董事酬金	薪金及其他福利	退休計劃之供款	總額
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	港幣千元	港幣千元	港幣千元	港幣千元
Executive Directors	執行董事			
Chow Yei Ching (Co-Chairman)	周亦卿 (聯席主席)	–	1,787	1,787
Kuok Hoi Sang (Co-Chairman and Managing Director)	郭海生 (聯席主席兼董事總經理)	–	13,720	14,395
Tam Kwok Wing (Deputy Managing Director)	譚國榮 (副董事總經理)	–	11,400	11,865
Ho Chung Leung	何宗樑	–	3,500	3,725
Ma Chi Wing	馬志榮	–	5,500	5,762
Lily Chow	周莉莉	–	1,850	1,989
Non-Executive Directors	非執行董事			
Chow Ming Kuen, Joseph [#]	周明權 [#]	300	–	300
Sun Kai Dah, George ^{***}	孫開達 ^{***}	127	–	127
Yang Chuen Liang, Charles [#]	楊傳亮 [#]	350	–	350
Poon Chung Kwong [#]	潘宗光 [#]	250	–	250
Irons Sze ^{**}	施榮懷 ^{**}	87	–	87
Chow Vee Tsung, Oscar	周維正	100	–	100
Ko Chan Gock, William	高贊覺	100	–	100
		<u>1,314</u>	<u>37,757</u>	<u>40,837</u>

[#] Independent Non-Executive Director

^{*} Appointed as Independent Non-Executive Director on 25 November 2016

^{**} Retired as Independent Non-Executive Director on 2 September 2016

^{***} Retired as Co-Chairman and Executive Director with effect from 30 August 2017

(a) 董事酬金 (續)

[#] 獨立非執行董事

^{*} 於二零一六年十一月二十五日獲委任為獨立非執行董事

^{**} 於二零一六年九月二日退任獨立非執行董事

^{***} 退任聯席主席及執行董事，自二零一七年八月三十日起生效

(b) Employees' emoluments

The five highest paid individuals include three (2017: three) Directors, details of whose emoluments are set out above. The total emoluments paid to the remaining two (2017: two) highest paid individuals are as follows:

(b) 僱員酬金

五名最高薪酬人士包括三名(二零一七年：三名)董事，彼等之酬金詳情已載列如上。支付予其餘兩名(二零一七年：兩名)最高薪酬人士之總薪酬為：

		2018 二零一八年	2017 二零一七年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
Salaries, allowances and benefits in kind	薪金、津貼及其他福利	6,888	6,685
Performance-based bonus	按表現發放之花紅	5,002	5,774
Contributions to retirement scheme	退休計劃之供款	34	36
		<u>11,924</u>	<u>12,495</u>

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38 BENEFITS AND INTERESTS OF DIRECTORS AND EMPLOYEES (CONTINUED)

(b) Employees' emoluments (continued)

The emoluments of the remaining two (2017: two) highest paid individuals fall within the following bands.

		2018 二零一八年	2017 二零一七年
HK\$4,000,001–HK\$4,500,000	港幣 4,000,001 元–港幣 4,500,000 元	1	1
HK\$7,000,001–HK\$7,500,000	港幣 7,000,001 元–港幣 7,500,000 元	1	–
HK\$8,000,001–HK\$8,500,000	港幣 8,000,001 元–港幣 8,500,000 元	–	1

The above emoluments paid and payable to Directors and employees also represent only benefits paid to the Group's key management during the years ended 31 March 2018 and 2017.

Directors' material interests in transactions, arrangements or contracts

No transactions, arrangements or contracts of significance in relation to the Group's business to which the Company or its subsidiaries was a party or were parties and in which a Director of the Company or any entities connected with a Director had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

39 CONTINGENT LIABILITIES

The Group had contingent liabilities in respect of guarantees issued for utilised borrowings in relation to:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Banking facilities granted to associates	授予聯營公司之銀行信貸	3,008	3,442
Banking facilities granted to a joint venture	授予一間合營企業之銀行信貸	318,645	295,254
Guarantees given to banks and housing retirement fund management centers for mortgage facilities granted to certain buyers of properties	給予銀行及住房公積金中心就授予若干物業買家之按揭信貸的擔保	545,738	492,299
		867,391	790,995

The Group's share of contingent liabilities of its joint ventures was as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Guarantees given to banks for mortgage facilities granted to certain buyers of the joint ventures' properties	給予銀行就授予合營企業之物業的若干買家之按揭信貸的擔保	2,739	3,212

38 董事及僱員之福利及權益(續)

(b) 僱員酬金(續)

其餘兩名(二零一七年:兩名)最高薪酬之人士可按金額劃分為下列組別。

上述向董事及僱員已付及應付之酬金亦即於截至二零一八年及二零一七年三月三十一日止年度向本集團主要管理層支付之唯一福利。

董事於交易、安排或合約中之重大權益

本公司或其附屬公司概無訂立任何於年結日或本年度任何時間仍然存在，而本公司董事或任何與該董事有關連的實體於當中直接或間接擁有重大權益且有關於本集團業務的重大交易、安排或合約。

39 或然負債

本集團因已動用借款而作出之擔保之或然負債為：

本集團所佔其合營企業之或然負債如下：

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40 COMMITMENT

The Group had commitment as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Contracted but not provided for in the consolidated financial statements in respect of	就下列項目已簽訂合約但未在綜合財務報表內計提之承擔		
– property development projects	– 物業發展項目	733,446	500,114
– acquisition of property, plant and equipment	– 購入物業、廠房及設備	5,773	14,211
		739,219	514,325

The Group's share of commitment of its joint ventures was as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Contracted but not provided for	已簽約但未計提	12,381	47,275

41 OPERATING LEASES

The Group as lessee

The Group had commitments for future minimum lease payments under non-cancellable operating leases in respect of renting of premises which fall due as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Within one year	一年內	12,748	29,630
In the second to fifth year inclusive	第二至五年內(包括首尾兩年)	29,304	25,103
Over five years	五年以上	29,498	33,944
		71,550	88,677

The above lease commitments only include commitments for basic rentals, and do not include commitments for additional rental payable (contingent rents), if any, which are to be determined generally by applying pre-determined percentages to future sales less the basic rentals of the respective leases, as it is not possible to determine in advance the amount of such additional rentals.

The Group as lessor

As at 31 March 2018, investment properties and properties for sale with carrying values of HK\$3,174,547,000 and HK\$41,044,000 (2017: HK\$3,589,366,000 and HK\$21,845,000) respectively were rented out under operating leases. These properties have committed tenants within the next five years. The future minimum lease payments receivable by the Group under non-cancellable operating leases for each of the following periods is as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Within one year	一年內	101,633	97,423
In the second to fifth year inclusive	第二至五年內(包括首尾兩年)	25,979	16,497
Over five years	超過五年	39,185	154
		166,797	114,074

40 承擔

本集團之承擔如下：

本集團所佔其合營企業之承擔如下：

41 營運租賃

本集團作為承租人

本集團就樓宇租賃根據不可撤銷之營運租賃而須於未來支付之最低租賃金額，租約屆滿期如下：

上述租賃承擔僅包括基本租金承擔，並不包括額外應付租金(或然租金)(如有)之承擔，此等額外租金一般應用未來銷售之預設百分比減各租賃之基本租金而釐定，因此不可能事先釐定額外租金之款額。

本集團作為出租人

截至二零一八年三月三十一日，以營運租賃出租之投資物業及待售物業之賬面值分別為港幣3,174,547,000元及港幣41,044,000元(二零一七年：港幣3,589,366,000元及港幣21,845,000元)。此等物業獲租客承諾於未來五年內租用。本集團於下列各期間根據不可撤銷之營運租賃而於未來應收之最低租賃金額如下：

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42 RETIREMENT BENEFITS

The Group has established various retirement benefit schemes for the benefit of its staff in Hong Kong and overseas.

In Hong Kong, the Group participates in both defined contribution schemes which are registered under the Occupational Retirement Schemes Ordinance (the "ORSO Schemes") and Mandatory Provident Fund Schemes (the "MPF Schemes") established under the Mandatory Provident Fund Schemes Ordinance in December 2000. The assets of the schemes are held separately from those of the Group and in funds under the control of trustees. The ORSO Schemes are funded by monthly contributions from both employees and the Group at rates ranging from 5% to 7.5% of the employee's basic salary, depending on the length of service with the Group. For members of the MPF Schemes, the Group contributes 5% of the relevant payroll costs per employee, at a maximum of HK\$1,500 per month during the year ended 31 March 2018, to the mandatory contribution of the MPF Schemes.

The Group also participates in the employee pension schemes in countries or locations where the Group operates. The Group is required to make defined contributions at rates calculated as a certain percentage or sum of the monthly payroll.

Where there are employees who leave the ORSO Schemes prior to vesting fully in the contributions, the contributions payable by the Group are reduced by the amount of forfeited contributions. As at 31 March 2018 and 2017, there were no forfeited contributions, which arose upon employees leaving the ORSO Schemes and which would be available to reduce the contributions payable in future years. No forfeited contributions utilised in this manner during the year ended 31 March 2018 (2017: nil). As at 31 March 2018, contributions of HK\$3,088,000 (2017: HK\$3,154,000) due in respect of the reporting period were paid over to various schemes in April 2018.

43 RELATED PARTY TRANSACTIONS

Details of the material transactions entered into during the year with related parties are as follows:

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Contract income from a joint venture	來自一間合營企業之合約收入	30,912	39,168
Contract services fee to an associate	給予一間聯營公司之合約服務費用	(3,606)	(991)
Management fee income from associates (note 7)	來自聯營公司之管理費收入(附註7)	19,800	20,146
Management fee income from joint ventures (note 7)	來自合營企業之管理費收入(附註7)	2,864	3,945
Maintenance fee to an associate	給予一間聯營公司之保養費用	(5,981)	(6,089)
Management fee to an associate	給予一間聯營公司之管理費用	(347)	(337)
Building management fee income from an associate	來自一間聯營公司之樓宇管理費收入	1,032	1,121
Rental income from an associate	來自一間聯營公司之租金收入	19,052	20,539
Rental expenses to an associate	給予一間聯營公司之租金支出	(150)	(152)
Sales and marketing services income from an associate (note 7)	來自一間聯營公司之銷售及市場推廣服務收入(附註7)	29,906	27,930
Secondment fee income from an associate	來自一間聯營公司之借調費收入	1,444	1,391
Insurance premium from associates	來自聯營公司之保險費	8,929	7,368
Insurance premium from a joint venture	來自一間合營企業之保險費	1,554	44

The above transactions were entered at terms mutually agreed between all parties involved.

42 退休福利

本集團為香港及海外僱員之福利設立多項退休福利計劃。

於香港，本集團參與按《職業退休計劃條例》註冊之界定供款計劃（「職業退休計劃」）及於二零零零年十二月按《強制性公積金計劃條例》設立之強制性公積金計劃（「強積金計劃」）。該等計劃之資產乃由信託人控制之基金持有，與本集團資產分開處理。就職業退休計劃，僱員及本集團每月按僱員底薪之5%至7.5%為供款額，視乎僱員於本集團之年資而定。本集團為強積金計劃之成員，按僱員有關每月入息之5%計算（截至二零一八年三月三十一日止年度每月最多為港幣1,500元）就強積金計劃作出強制性供款。

本集團亦參與本集團經營業務之國家或地區之僱員退休金計劃。本集團須按以每月薪酬之若干百分比或數目計算之金額作界定供款。

倘僱員於供款全數歸屬前退出職業退休計劃，已沒收供款可作為本集團扣減應付供款之用。於二零一八年及二零一七年三月三十一日，並無因僱員退出職業退休計劃並於來年扣減應付供款之已沒收供款。截至二零一八年三月三十一日止年度並無以此形式動用之已沒收供款（二零一七年：無）。於二零一八年三月三十一日，就報告期間應付之各計劃供款港幣3,088,000元（二零一七年：港幣3,154,000元）已於二零一八年四月支付。

43 有關連人士之交易

於本年度與有關連人士之重要交易詳情如下：

上述交易乃按有關各方共同議定之條款訂立。

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43 RELATED PARTY TRANSACTIONS (CONTINUED)

Other than the above, the Group conducted a related party transaction during the year ended 31 March 2018 which constituted a connected transaction for the Company under the Listing Rules on the Stock Exchange. Details of the transaction had been disclosed in the announcement of the Company dated 30 August 2017 and note 36(b)(ix) to the consolidated financial statements.

The emoluments of the Directors, who are also considered to be key management of the Group, during the year is set out in note 38 to the consolidated financial statements.

44 ASSETS HELD-FOR-SALE/LIABILITIES DIRECTLY ASSOCIATED WITH ASSETS HELD-FOR-SALE

On 1 June 2017, the Company announced it has entered into an agreement in respect of the disposal of Chinaford and Dolce Field (investment holding companies which hold the entire interest in CCPD) and the assignment of debt at an aggregate cash consideration of RMB1,570,000,000 (equivalent to approximately HK\$1,773,000,000) (the "Disposal Transaction") and the transaction completed in August 2017 as detailed in note 36(b)(vi) to the consolidated financial statements. Assets and liabilities of CCPD were reclassified as held-for-sale as at 31 March 2017.

43 有關連人士之交易 (續)

除上述者外，本集團於截至二零一八年三月三十一日止年度進行有關連人士之交易，根據上市規則構成本公司於聯交所的一項關連交易。交易詳情已於本公司日期為二零一七年八月三十日的公告及綜合財務報表附註36(b)(ix)中披露。

本年度董事(彼等亦被視為本集團主要管理層成員)之薪酬載於綜合財務報表附註38。

44 持作出售資產／與持作出售資產直接相關之負債

於二零一七年六月一日，本公司宣佈其已就出售長暉及都思(持有成都其士房地產全部權益之投資控股公司)及債務轉讓訂立一份總現金代價人民幣1,570,000,000元(相當於約港幣1,773,000,000元)協議(「出售交易」)，該交易已於二零一七年八月完成，詳情載於綜合財務報表附註36(b)(vi)。成都其士房地產之資產及負債於二零一七年三月三十一日重新分類為持作出售。

		HK\$'000 港幣千元
Assets	資產	
Property, plant and equipment (note 15)	物業、廠房及設備(附註15)	1,676
Properties under development (note 21)	發展中物業(附註21)	533,464
Properties for sale	待售物業	580,488
Debtors, deposits and prepayments	應收賬款、存出按金及預付款項	8,155
Bank balances and cash	銀行結存及現金	110,004
		<hr/>
Assets of subsidiaries reclassified as held-for-sale (note 36(b)(vii))	重新分類為持作出售之附屬公司之資產(附註36(b)(vii))	1,233,787
		<hr/>
Liabilities	負債	
Amount due to a joint venture	應付一間合營企業賬款	(25,893)
Creditors, deposits and accruals	應付賬款、存入按金及預提費用	(122,375)
		<hr/>
Liabilities of subsidiaries reclassified as held-for-sale (note 36(b)(vii))	重新分類為持作出售之附屬公司之負債(附註36(b)(vii))	(148,268)
		<hr/>

45 EVENT AFTER THE END OF THE REPORTING PERIOD

Acquisition of senior housing properties

On 25 May 2018, the Group announced it has entered into an agreement to acquire ten senior housing properties in the US at the consideration of US\$65,750,000 (equivalent to approximately HK\$516,000,000). These ten senior housing properties provide an aggregate of 1,060 units with a total rentable area of over 450,000 square feet.

45 報告期末後事項

收購安老院舍物業

於二零一八年五月二十五日，本集團宣佈，其已簽訂協議以收購位於美國之十項安老院舍物業，代價為美金65,750,000元(相等於約港幣516,000,000元)。該十項安老院舍物業合共提供1,060個單位，可出租面積為450,000平方呎。

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46 STATEMENT OF FINANCIAL POSITION AND RESERVES MOVEMENT OF THE COMPANY

46 本公司財務狀況及儲備變動表

COMPANY STATEMENT OF FINANCIAL POSITION

公司財務狀況表

AS AT 31 MARCH 2018

於二零一八年三月三十一日

		2018 二零一八年 HK\$'000 港幣千元	2017 二零一七年 HK\$'000 港幣千元
Non-current assets	非流動資產		
Interests in subsidiaries	所佔附屬公司之權益	2,832,954	3,620,707
Interests in associates	所佔聯營公司之權益	89,594	89,594
Other intangible assets	其他無形資產	599	599
Available-for-sale investments	可供出售之投資	50,638	66,314
		<u>2,973,785</u>	<u>3,777,214</u>
Current assets	流動資產		
Amounts due from subsidiaries	應收附屬公司賬款	4,464,166	3,211,003
Amounts due from associates	應收聯營公司賬款	18,575	14,983
Investments at fair value through profit or loss	按公允值列入損益處理之投資	45,452	160,975
Debtors, deposits and prepayments	應收賬款、存出按金及預付款項	12,159	70,872
Bank balances and cash	銀行結存及現金	484,746	314,805
		<u>5,025,098</u>	<u>3,772,638</u>
Current liabilities	流動負債		
Amounts due to subsidiaries	應付附屬公司賬款	3,677,432	3,817,948
Derivative financial instruments	衍生財務工具	171	1,493
Creditors, deposits and accruals	應付賬款、存入按金及預提費用	9,591	4,049
Bank borrowings	銀行借款	248,368	104,263
		<u>3,935,562</u>	<u>3,927,753</u>
Net current assets/(liabilities)	流動資產/(負債)淨值	<u>1,089,536</u>	(155,115)
Total assets less current liabilities	總資產減流動負債	<u>4,063,321</u>	<u>3,622,099</u>
Capital and reserves	股本及儲備		
Share capital	股本	377,411	377,411
Reserves (note a)	儲備(附註a)	2,239,173	2,049,583
Total equity	總權益	<u>2,616,584</u>	2,426,994
Non-current liability	非流動負債		
Bank borrowings	銀行借款	1,446,737	1,195,105
Total equity and non-current liability	總權益及非流動負債	<u>4,063,321</u>	<u>3,622,099</u>

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46 STATEMENT OF FINANCIAL POSITION AND RESERVES MOVEMENT OF THE COMPANY (CONTINUED)

Note:

(a) Reserves movement of the Company

		Share premium 股份溢價 HK\$'000 港幣千元	Contributed surplus 繳入盈餘 HK\$'000 港幣千元 (note i) (附註1)	Capital redemption reserve 資本贖回儲備 HK\$'000 港幣千元	Investment revaluation reserve 投資重估儲備 HK\$'000 港幣千元	Hedging reserve 對沖儲備 HK\$'000 港幣千元	Retained profits 保留溢利 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
At 1 April 2017	於二零一七年四月一日	704,087	95,413	8,799	30,468	(1,544)	1,212,360	2,049,583
Profit for the year	年度溢利	-	-	-	-	-	762,510	762,510
Impairment loss on available-for-sale investments transferred to income statement	可供出售之投資的減值虧損 轉撥至收益表	-	-	-	3,377	-	-	3,377
Change in fair value of available-for-sale investments	可供出售之投資的公允值變動	-	-	-	(4,180)	-	-	(4,180)
Fair value adjustments on the derivative designated as cash flow hedge in respect of interest rate swap contracts	指定為現金流量對沖的衍生 工具有關利率掉期合約 的公允值調整	-	-	-	-	1,547	-	1,547
Total comprehensive income for the year	年度全面收益總額	-	-	-	(803)	1,547	762,510	763,254
Dividends paid	已付股息	-	-	-	-	-	(573,664)	(573,664)
At 31 March 2018	於二零一八年三月三十一日	704,087	95,413	8,799	29,665	3	1,401,206	2,239,173
At 1 April 2016	於二零一六年四月一日	704,087	95,413	8,799	25,351	(7,212)	1,123,431	1,949,869
Profit for the year	年度溢利	-	-	-	-	-	300,279	300,279
Impairment loss on available-for-sale investments transferred to income statement	可供出售之投資的減值虧損 轉撥至收益表	-	-	-	5,676	-	-	5,676
Change in fair value of available-for-sale investments	可供出售之投資的公允值變動	-	-	-	(559)	-	-	(559)
Fair value adjustments on the derivative designated as cash flow hedge in respect of interest rate swap contracts	指定為現金流量對沖的衍生 工具有關利率掉期合約 的公允值調整	-	-	-	-	5,668	-	5,668
Total comprehensive income for the year	年度全面收益總額	-	-	-	5,117	5,668	300,279	311,064
Dividends paid	已付股息	-	-	-	-	-	(211,350)	(211,350)
At 31 March 2017	於二零一七年三月三十一日	704,087	95,413	8,799	30,468	(1,544)	1,212,360	2,049,583

Note:

(i) Contributed surplus represents the difference between the value of net assets of subsidiaries acquired and the nominal amount of the Company's shares issued for their acquisition. Under the Companies Act of 1981 of Bermuda, the contributed surplus of the Company is available for distribution to shareholders.

46 本公司財務狀況及儲備變動表 (續)

附註：

(a) 本公司儲備變動

(i) 繳入盈餘乃代表所收購附屬公司之資產淨值與收購時所發行本公司股份之面值間之差額。根據百慕達《一九八一年公司法》，本公司之繳入盈餘乃可供分派予股東。

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47 SUMMARISED FINANCIAL INFORMATION OF A SUBSIDIARY WITH MATERIAL NON-CONTROLLING INTEREST

Set out below is the summarised financial information for Qi Yang Group, that has non-controlling interests of 60% that are material to the Group. Qi Yang Group is engaged in car dealership business in Mainland China.

Summarised consolidated statement of financial position

		2018 二零一八年 HK\$'000 港幣千元
Non-current assets	非流動資產	464,698
Current Assets	流動資產	526,997
Current Liabilities	流動負債	(831,170)
Net current assets	流動資產淨值	(304,173)
Non-current liabilities	非流動負債	(24,426)
Net assets	資產淨值	136,099
Accumulated non-controlling interests	累計非控股權益	15,646

47 具有重大非控股權益的一間附屬公司的財務資料摘要

以下載列對本集團而言屬重大的60%非控股權益的啓陽集團的財務資料概要。啓陽集團於中國內地從事汽車代理業務。

綜合財務狀況表概要

Summarised consolidated statement of comprehensive income

		2018 二零一八年 HK\$'000 港幣千元
Revenue	收入	1,924,470
Profit before taxation	除稅前溢利	2,446
Taxation	稅項	(6,066)
Loss and total comprehensive expenses for the year	年內虧損及全面開支總額	(3,620)
Total comprehensive expenses allocated to non-controlling interests	分配至非控股權益的全面支出總額	(232)
Dividends paid to non-controlling interests	向非控股權益派付股息	7,798

綜合全面收益表概要

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47 SUMMARISED FINANCIAL INFORMATION OF A SUBSIDIARY WITH MATERIAL NON-CONTROLLING INTEREST (CONTINUED)

Summarised cash flow for the year ended 31 March 2018

47 具有重大非控股權益的一間附屬公司的財務資料摘要(續)

截至二零一八年三月三十一日止年度之現金流量概要

		2018 二零一八年 HK\$'000 港幣千元
Cash flows from operating activities	來自營運業務之現金流量	
Cash generated from operations	來自營運之現金	14,271
Interest paid	已付利息	(1,548)
Income tax paid	已付所得稅	(7,961)
Net cash generated from operating activities	營運業務產生之現金淨額	4,762
Net cash generated from investing activities	投資業務產生之現金淨額	972
Net cash generated from financing activities	融資業務產生之現金淨額	21,553
Net increase in cash and cash equivalents	現金及現金等價物增加淨額	27,287

The information above reflects the amounts presented in the consolidated financial statements of the subsidiaries and the information above is the amount before inter-company eliminations.

上述資料反映了附屬公司之綜合財務報表所列示之金額及上述資料為公司間抵銷前的金額。

48 PRINCIPAL SUBSIDIARIES

48 主要附屬公司

Name of company 公司名稱	Place or country of incorporation or registration/ operation 成立或註冊/ 營業地點或國家	Class of shares held 所持股份類別	Issued and paid up share capital/ registered capital 已發行及繳足 股本/註冊股本	Number of shares 股份數目	Effective percentage of issued share capital/registered capital held by the Company		Percentage of issued share capital/registered capital held by non-controlling interests 非控股權益持有 已發行股本/ 註冊股本之百分比	Principal activities 主要業務
					Directly 直接 %	Indirectly 間接 %		
Almax Company Limited	Hong Kong 香港	Ordinary 普通	HK\$20,000 港幣20,000元	20,000	-	100	-	Property development 物業發展
Changchun New Star Universe Sheng Chi Real Estate Development Co., Ltd. (note a) 長春新宇聖馳房地產開發有限責任公司(附註a)	Mainland China 中國內地	N/A 不適用	RMB675,000,000 人民幣675,000,000元	N/A 不適用	-	96	4	Property development 物業發展
Chevalier (Aluminium Engineering) Hong Kong Limited 其士(鋁工程)香港有限公司	Hong Kong 香港	Ordinary 普通	HK\$2 港幣2元	2	-	100	-	Supply and installation of aluminium windows and curtain walls 鋁窗及幕牆之供應及安裝
Chevalier (Aluminium Engineering) Limited (note b) 其士(鋁工程)有限公司(附註b)	Hong Kong 香港	Ordinary 普通	HK\$100 港幣100元	100	-	100	-	Supply and installation of aluminium windows and curtain walls 鋁窗及幕牆之供應及安裝
		Deferred 遞延	HK\$2 港幣2元	2	-	100	-	
Chevalier Automobiles Inc.	Canada 加拿大	Common 普通	CAD101 101加拿大元	200	-	100	-	Sale and servicing of automobiles 汽車銷售及維修服務

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48 PRINCIPAL SUBSIDIARIES (CONTINUED)

48 主要附屬公司(續)

Name of company 公司名稱	Place or country of incorporation or registration/operation 成立或註冊/ 營業地點或國家	Class of shares held 所持股份類別	Issued and paid up share capital/registered capital 已發行及繳足 股本/註冊股本	Number of shares 股份數目	Effective percentage of issued share capital/registered capital held by the Company 本公司持有已發行股本/ 註冊股本之實際百分比		Percentage of issued share capital/registered capital held by non-controlling interests 非控股權益持有 已發行股本/ 註冊股本之百分比	Principal activities 主要業務
					Directly 直接 %	Indirectly 間接 %		
Chevalier (Building Supplies & Engineering) Limited (note b) 其士(建材工程)有限公司(附註b)	Hong Kong 香港	Ordinary 普通	HK\$20,000,100 港幣20,000,100元	20,000,100	-	100	-	Supply and installation of building materials 建築材料供應及安裝
		Deferred 遞延	HK\$2 港幣2元	2	-	100	-	
Chevalier Cali Holding (Cal) Inc.	US 美國	Common 普通	US\$4,012,000 4,012,000美元	4,012,000	-	100	-	Grocery trading 雜貨貿易
Chevalier (Chengdu) Investment Management Limited (note c) 其士(成都)投資管理有限公司(附註c)	Mainland China 中國內地	N/A 不適用	RMB250,000,000 人民幣250,000,000元	N/A 不適用	-	100	-	Investment holding and provision of management service 投資控股及提供管理服務
Chevalier Chrysler Inc.	Canada 加拿大	Common 普通	CAD101 101加拿大元	200	-	100	-	Sale and servicing of automobiles 汽車銷售及維修服務
Chevalier Cold Storage and Logistics Limited 其士冷藏物流有限公司	Hong Kong 香港	Ordinary 普通	HK\$2 港幣2元	2	-	75	25	Operation of a cold storage warehouse and logistic business 經營冷凍倉庫及物流業務
Chevalier (Construction) Company Limited 其士(建築)有限公司	Hong Kong 香港	Ordinary 普通	HK\$60,500,000 港幣60,500,000元	60,500,000	-	99.67	0.33	Building construction and maintenance 樓宇建築及保養
Chevalier Construction (Hong Kong) Limited (note b) 其士建築(香港)有限公司(附註b)	Hong Kong 香港	Ordinary 普通	HK\$1,000 港幣1,000元	100	-	100	-	Building construction 樓宇建築
		Deferred 遞延	HK\$10,000 港幣10,000元	1,000	-	100	-	
Chevalier (Corporate Management) Limited 其士(企業管理)有限公司	Hong Kong 香港	Ordinary 普通	HK\$2 港幣2元	2	-	100	-	Provision of corporate management services 提供企業管理服務
Chevalier Development (S) Pte Ltd	Singapore 新加坡	Ordinary 普通	S\$2,500,000 2,500,000新加坡元	2,500,000	-	100	-	Property investment 物業投資
Chevalier (E & M Contracting) Limited 其士(機電工程)有限公司	Hong Kong 香港	Ordinary 普通	HK\$69,200,000 港幣69,200,000元	69,200,000	-	100	-	Installation of electrical and mechanical equipment and provision of project management service 安裝機電設備及提供項目管理服務
Chevalier (Envirotech) Limited 其士(環境技術)有限公司	Hong Kong 香港	Ordinary 普通	HK\$148,600,000 港幣148,600,000元	148,600,000	-	100	-	Environmental engineering 環保工程
Chevalier (Insurance Brokers) Limited 其士(保險顧問)有限公司	Hong Kong 香港	Ordinary 普通	HK\$1,000,000 港幣1,000,000元	1,000,000	100	-	-	Insurance brokerage 保險顧問
Chevalier Insurance Company Limited 其士保險有限公司	Hong Kong 香港	Ordinary 普通	HK\$200,000,000 港幣200,000,000元	200,000,000	100	-	-	Insurance underwriting 保險業務

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48 PRINCIPAL SUBSIDIARIES (CONTINUED)

48 主要附屬公司(續)

Name of company 公司名稱	Place or country of incorporation or registration/ operation 成立或註冊/ 營業地點或國家	Class of shares held 所持股份類別	Issued and paid up share capital/ registered capital 已發行及繳足 股本/註冊股本	Number of shares 股份數目	Effective percentage of issued share capital/registered capital held by the Company		Percentage of issued share capital/registered capital held by non-controlling interests 非控股權益持有 已發行股本/ 註冊股本之百分比	Principal activities 主要業務
					Directly 直接 %	Indirectly 間接 %		
Chevalier iTech Services Limited 其士科技工程有限公司	Hong Kong 香港	Ordinary 普通	HK\$2 港幣2元	2	-	100	-	Trading and servicing of computers and business machines 電腦及商業機器貿易及維修
Chevalier iTech Thai Limited (note d) (附註d)	Thailand 泰國	Ordinary 普通	BAHT18,980,000 18,980,000泰銖	189,800	-	100	-	Trading of computers and business machines 電腦及商業機器貿易
		Preference 優先	BAHT1,020,000 1,020,000泰銖	10,200	-	100	-	
Chevalier (Macau) Limited 其士(澳門)有限公司	Macau 澳門	Ordinary 普通	MOP100,000 澳門幣100,000元	4	-	100	-	Building construction and installation of air-conditioning systems, aluminium windows and curtain walls 樓宇建築與安裝冷氣系統鋁窗及幕簾
Chevalier (Network Solutions) Limited 其士(網絡科技)有限公司	Hong Kong 香港	Ordinary 普通	HK\$2 港幣2元	2	-	100	-	Network systems and solution services 網絡系統及科技服務
Chevalier Network Solutions Thai Limited	Thailand 泰國	Ordinary 普通	BAHT15,000,000 15,000,000泰銖	150,000	-	100	-	Trading of telecommunication equipment 電訊設備貿易
Chevalier Pacific Limited 其士泛亞有限公司	Hong Kong 香港	Ordinary 普通	HK\$200,000,000 港幣200,000,000元	200,000,000	-	100	-	Property development 物業發展
Chevalier Property Development Limited (note b) 其士物業發展有限公司(附註b)	Hong Kong 香港	Ordinary 普通	HK\$360,000,000 港幣360,000,000元	360,000,000	-	100	-	Property development and investment 物業發展及投資
		Deferred 遞延	HK\$51 港幣51元	51	-	100	-	
Chevalier Property Management Limited (note b) 其士富居物業管理有限公司(附註b)	Hong Kong 香港	Ordinary 普通	HK\$100 港幣100元	100	-	100	-	Property management and security services 物業管理及保安服務
		Deferred 遞延	HK\$1,002 港幣1,002元	1,002	-	100	-	
CIH (BVI) Limited	British Virgin Islands 英屬維爾京群島	Ordinary 普通	US\$1 1美元	1	100	-	-	Investment holding 投資控股
CPC Construction Hong Kong Limited (note b) 其士基建香港有限公司(附註b)	Hong Kong 香港	Ordinary 普通	HK\$415,284,200 港幣415,284,200元	4,162,842	-	100	-	General construction and trading business 一般建築及貿易業務
		Deferred 遞延	HK\$25,936,200 港幣25,936,200元	259,362	-	-	100	
Full Ascent Development Limited 騰昇發展有限公司	Hong Kong 香港	Ordinary 普通	HK\$2 港幣2元	2	-	75	25	Property investment 物業投資

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48 PRINCIPAL SUBSIDIARIES (CONTINUED)

48 主要附屬公司(續)

Name of company 公司名稱	Place or country of incorporation or registration/ operation 成立或註冊/ 營業地點或國家	Class of shares held 所持股份類別	Issued and paid up share capital/ registered capital 已發行及繳足 股本/註冊股本	Number of shares 股份數目	Effective percentage of issued share capital/registered capital held by the Company		Percentage of issued share capital/registered capital held by non-controlling interests 非控股權益持有 已發行股本/ 註冊股本之百分比	Principal activities 主要業務
					Directly 直接 %	Indirectly 間接 %		
Goldyork Investment Limited 金瑞投資有限公司	Hong Kong 香港	Ordinary 普通	HK\$100 港幣100元	100	49	51	-	Property investment 物業投資
Keysford 1 Limited	Hong Kong 香港	Ordinary 普通	HK\$100,000 港幣100,000元	100,000	-	100	-	Property development 物業發展
Kwai Hei Investments No.1 Limited	Hong Kong 香港	Ordinary 普通	HK\$1 港幣1元	1	-	75	25	Property investment 物業投資
Lac Kar Investment Company Limited 力加置業有限公司	Hong Kong 香港	Ordinary 普通	HK\$3,600,000 港幣3,600,000元	3,600,000	-	100	-	Property investment 物業投資
Macleh (Chevalier) Limited	Canada 加拿大	Common 普通	CAD101,100 101,100加拿大元	10,100	-	100	-	Investment holding of property investment and hotel operation 物業投資及酒店營運之投資控股
Macont Developments Inc.	Canada 加拿大	Common 普通	CAD1,000 1,000加拿大元	1,000	-	100	-	Property investment 物業投資
Matterhorn Properties Limited	British Virgin Islands/ Hong Kong 英屬維爾京群島/ 香港	Ordinary 普通	US\$1 1美元	1	-	100	-	Property investment 物業投資
MI4 Ashford, LLC	US 美國	N/A 不適用	US\$6,980,000 6,980,000美元	N/A 不適用	-	100	-	Operation of senior housing 經營安老院舍
NC4 Albemarle, LLC	US 美國	N/A 不適用	US\$10,040,143 10,040,143美元	N/A 不適用	-	98.6	1.4	Operation of senior housing 經營安老院舍
NC4 Covington, LLC	US 美國	N/A 不適用	US\$5,087,122 5,087,122美元	N/A 不適用	-	98.6	1.4	Operation of senior housing 經營安老院舍
NC4 Kingsbridge, LLC	US 美國	N/A 不適用	US\$6,040,649 6,040,649美元	N/A 不適用	-	98.6	1.4	Operation of senior housing 經營安老院舍
NC4 Magcreek, LLC	US 美國	N/A 不適用	US\$3,464,273 3,464,273美元	N/A 不適用	-	98.6	1.4	Operation of senior housing 經營安老院舍
NC4 Magnolia, LLC	US 美國	N/A 不適用	US\$4,394,362 4,394,362美元	N/A 不適用	-	98.6	1.4	Operation of senior housing 經營安老院舍
NC4 Oliver, LLC	US 美國	N/A 不適用	US\$2,761,560 2,761,560美元	N/A 不適用	-	98.6	1.4	Operation of senior housing 經營安老院舍
NC4 Wellington, LLC	US 美國	N/A 不適用	US\$3,665,173 3,665,173美元	N/A 不適用	-	98.6	1.4	Operation of senior housing 經營安老院舍

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48 PRINCIPAL SUBSIDIARIES (CONTINUED)

48 主要附屬公司(續)

Name of company 公司名稱	Place or country of incorporation or registration/ operation 成立或註冊/ 營業地點或國家	Class of shares held 所持股份類別	Issued and paid up share capital/ registered capital 已發行及繳足 股本/註冊股本	Number of shares 股份數目	Effective percentage of issued share capital/registered capital held by the Company 本公司持有已發行股本/ 註冊股本之實際百分比		Percentage of issued share capital/registered capital held by non-controlling interests 非控股權益持有 已發行股本/ 註冊股本之百分比	Principal activities 主要業務
					Directly 直接 %	Indirectly 間接 %		
Proud Rich Limited (note b) 驕發有限公司(附註b)	Hong Kong 香港	Ordinary 普通	HK\$20 港幣20元	2	-	100	-	Property investment 物業投資
		Deferred 遞延	HK\$20 港幣20元	2	-	100	-	
上海其士物業管理有限公司(note c) (附註c)	Mainland China 中國內地	N/A 不適用	US\$3,650,000 3,650,000美元	N/A 不適用	-	100	-	Property management and provision of property management consultation 物業管理及提供物業管理諮詢
Silver Prosper Holdings Limited 銀盛集團有限公司	Hong Kong 香港	Ordinary 普通	HK\$1 港幣1元	1	-	100	-	Property investment 物業投資
Shanghai Chevalier Trading Co., Ltd. (note c) 上海其士貿易有限公司(附註c)	Mainland China 中國內地	N/A 不適用	US\$6,500,000 6,500,000美元	N/A 不適用	-	100	-	Trading of lifts, escalators, electrical and mechanical equipment 升降機、電扶梯及機電設備貿易
Shanghai Chonmain Real Estate Development Co., Ltd. (note a) 上海創名房地產發展有限公司(附註a)	Mainland China 中國內地	N/A 不適用	US\$18,000,000 18,000,000美元	N/A 不適用	-	80	20	Property development and investment 物業發展及投資
Tai Tung Industrial Equipment Limited 大同工業設備有限公司	Hong Kong 香港	Ordinary 普通	HK\$30,000,000 港幣30,000,000元	30,000,000	-	87.5	12.5	Logistics services 物流服務
Winfield Development Limited 威方發展有限公司	Hong Kong 香港	Ordinary 普通	HK\$2 港幣2元	2	-	100	-	Property investment 物業投資
Xinyang Chevalier Hotel Co., Ltd. (note c) 信陽其士大酒店有限公司(附註c)	Mainland China 中國內地	N/A 不適用	RMB55,000,000 人民幣55,000,000元	N/A 不適用	-	70	30	Hotel operation 酒店營運
757040 Ontario Limited	Canada 加拿大	Common 普通	CAD10 10加拿大元	10	-	100	-	Property investment 物業投資
四川啓陽汽車貿易有限公司	Mainland China 中國內地	N/A 不適用	RMB15,000,000 人民幣15,000,000元	N/A 不適用	-	40	-	Trading of motor vehicles and provision of maintenance services 汽車貿易及提供保養服務
成都啓陽領航汽車銷售服務有限公司	Mainland China 中國內地	N/A 不適用	RMB30,000,000 人民幣30,000,000元	N/A 不適用	-	40	-	Trading of motor vehicles and provision of maintenance services 汽車貿易及提供保養服務
成都啓陽悅豐汽車銷售服務有限公司	Mainland China 中國內地	N/A 不適用	RMB22,000,000 人民幣22,000,000元	N/A 不適用	-	40	-	Trading of motor vehicles and provision of maintenance services 汽車貿易及提供保養服務
成都啓陽錦悅汽車銷售服務有限公司	Mainland China 中國內地	N/A 不適用	RMB10,000,000 人民幣10,000,000元	N/A 不適用	-	40	-	Trading of motor vehicles and provision of maintenance services 汽車貿易及提供保養服務

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48 PRINCIPAL SUBSIDIARIES (CONTINUED)

Notes:

- (a) Established in Mainland China as sino-foreign owned equity joint ventures.
- (b) All deferred shares are non-voting and practically have no rights to participate in any distribution upon winding up.
- (c) Established in Mainland China as wholly-foreign owned enterprises.
- (d) Preference shares are 10% non-cumulative and every four preference shares of this company carry one vote.

48 主要附屬公司(續)

附註：

- (a) 以中外合資企業於中國內地成立。
- (b) 所有遞延股份皆無投票權，而實際上亦無權在公司清盤時獲得任何分派。
- (c) 以外資企業於中國內地成立。
- (d) 優先股為非累計10%，而該公司之每四股優先股帶有一投票權。

49 PRINCIPAL ASSOCIATES

49 主要聯營公司

Name of associate 聯營公司名稱	Place or country of incorporation or registration/operation 成立或註冊/ 營業地點或國家	Class of shares held 所持股份類別	Effective percentage of issued share capital/registered capital held by the Company indirectly 本公司間接持有已發行股本/註冊股本之實際百分比	Principal activities 主要業務	Measurement method 計量方法
Cafe Deco Holdings Limited	British Virgin Islands/ Hong Kong 英屬維爾京群島/ 香港	Ordinary 普通	25.28	Investment holding 投資控股	Equity 權益
Chevalier (HK) Limited 其士(香港)有限公司	Hong Kong 香港	Ordinary 普通	49	Marketing, installation and maintenance of lifts and escalators and security devices 營銷、安裝及保養升降機、電扶梯及保安裝置	Equity 權益
東芝電梯(中國)有限公司	Mainland China 中國內地	N/A 不適用	20	Manufacturing, sales, installation, repair and maintenance of lifts and escalators 製造、銷售、安裝、維修及保養升降機及電扶梯	Equity 權益
Toshiba Elevator (Shenyang) Co., Ltd. 東芝電梯(瀋陽)有限公司	Mainland China 中國內地	N/A 不適用	20	Manufacturing, sales, installation, repair and maintenance of lifts and escalators 製造、銷售、安裝、維修及保養升降機及電扶梯	Equity 權益

Note: The Group's entitlement to share of the profit or loss in these associates is in proportion to its ownership interest.

附註：本集團按其擁有權益之比例計算其所佔聯營公司之溢利或虧損。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

FOR THE YEAR ENDED 31 MARCH 2018
截至二零一八年三月三十一日止年度

50 PRINCIPAL JOINT VENTURES

50 主要合營企業

Name of joint ventures	Place or country of incorporation or registration/ operation	Class of shares held	Effective percentage of issued share capital/registered share capital held by the Company indirectly	Principal activities	Measurement method
合營企業名稱	成立或註冊/ 營業地點或國家	所持股份類別	本公司間接持有 已發行股本/註冊 股本之實際百分比 %	主要業務	計量方法
Lam Woo & Company Limited 聯益建造有限公司	Hong Kong 香港	Ordinary 普通	50	Civil engineering 土木工程	Equity 權益
Rosy Value Limited 達賞有限公司	Hong Kong 香港	Ordinary 普通	50	Property development 物業發展	Equity 權益
Seavest Core Fund I, LLC	US 美國	N/A 不適用	95	Medical office building investment 醫療辦公室大樓投資	Equity 權益
北京鳳桐祥瑞房地產開發有限公司	Mainland China 中國內地	N/A 不適用	44	Property development 物業發展	Equity 權益
成都啓陽華通豐田汽車銷售服務有限公司	Mainland China 中國內地	N/A 不適用	21.33	Trading of motor vehicles and provision of maintenance services 汽車貿易及提供保養服務	Equity 權益

Note: The Group's entitlement to share of the profit or loss in these joint ventures is in proportion to its ownership interest.

附註：本集團按其擁有權益之比例計算其所佔合營企業之溢利或虧損。

