

### CORPORATE PROFILE 公司簡介

L.K. Technology Holdings Limited (the "Company") is one of the world's largest die-casting machine manufacturers. The Group engages in the design, manufacture and sale of three product lines, i.e. die-casting machine, plastic injection moulding machine and computerised numerical controlled (CNC) machining centre. The Group has manufacturing bases and R&D centres in Shenzhen, Zhongshan, Ningbo, Shanghai, Fuxin and Kunshan in China and in Taiwan and Italy. To capture overseas markets, the Group has established sales and services companies in the USA and India. The Group also operates a casting factory in Fuxin for the production of cast iron/steel components.

力勁科技集團有限公司(「本公司」)是全球最大的壓鑄機製造商之一。本集團從事設計、製造及銷售三大產品系列,即壓鑄機、注塑機及電腦數控(CNC)加工中心。本集團於中國深圳、中山、寧波、上海、阜新、昆山,以及台灣與意大利設有生產基地及研發中心。為拓展海外市場,本集團於美國及印度設有銷售及服務公司。本集團亦於阜新經營一所鑄件廠,生產鋼鐵鑄件。



Impress-Plus Large Tonnage Die-Casting Machine (5000T):
The maximum clamping force of the machine is 50,000 kN. It is currently the largest tonnage die-casting machine in the world.

Impress-Plus大型壓鑄機(5000T): 此機械最大鎖模力可達50,000kN,為目前全球最大噸數之壓鑄機。

## **MILESTONE**

### 里程碑









# SINCE 1979







### 80s

- 1979 LK was founded by Mr. Liu Siong Song. 劉相尚先生創辦力勁。
  - LK machine brand name was established.
     建立力勁品牌。
- 1980 The first LK hot chamber diecasting machine was launched. 推出第一代力勁熱室壓鑄機。
- 1989 The first LK plastic injection molding machine was launched. 推出第一代力勁注塑機。

### 90s

- 1991 L.K. Machinery (Shenzhen) Co. Ltd. was established as LK Group's first manufacturing plant in China.
  - 力勁機械(深圳)有限公司成立,為力勁集 團在中國的第一間製造廠。
- 1993 LK donated a die-casting machine to The Hong Kong Polytechnic University to support local education.
  - 力勁捐贈一台壓鑄機予香港理工大學作本 地教學用途。
- 1994 Zhongshan L.K. Machinery Co. Ltd. was set up for manufacturing plastic injection molding machine.
  成立中山力勁機械有限公司,主要生產注
  - LK won the "Governor's Award: Machinery and Equipment Design Certificate of Merit" presented by The Chinese Manufacturers' Associations of Hong Kong.

力勁榮獲香港中華廠商聯合會頒發「總督工業獎:機器及設備設計優異證書」。

### **00s**

- 2001 Shenzhen Leadwell Technology Co. Ltd. was established as headquarters of LK Group in China.
  - 成立深圳領威科技有限公司,作為力勁 集團的中國總部。
- 2002 Ningbo L.K. Machinery Co. Ltd. was established to further facilitate the business in Eastern China.
  - 寧波力勁機械有限公司成立,以促進中國東部業務發展。
- 2006 L.K. Technology Holdings Limited (Stock code: 558) was successfully listed on the Main Board of the Hong Kong Stock Exchange on 16 October 2006.

  力勁科技集團有限公司(股份代號: 558) 於2006年10月16日於香港聯交所主板成功上市。
- 2008 LK was awarded "Hong Kong Top Brand". 力勁榮獲「香港名牌」稱號。
  - LK acquired one of the world's leading diecasting machine manufacturers, Idra S.r.l.. 力勁收購全球領先壓鑄機生產商之一 意大利意德拉公司。





- 2012 LK CNC machine manufacturing plant in Taiwan commenced operations. 位於台灣的CNC加工中心廠房投產。
- 2013 LK three color plastic injection molding machine "EFFECTA PT 1300V" won the "2013 Hong Kong Awards for Industries: Machinery and Machine Tools Design Award". 三色車燈專用注塑機「EFFECTA PT 1300V」榮獲

「二零一三香港工商業獎:機器及機械工具設計 獎」。

- 2016 Expansion of the plastic injection molding machine production plants in Ningbo and Zhongshan, China was completed.
  - 位於中國寧波及中山兩大注塑機生產基地擴建 完成。
- 2017 Mr. Liu Zhuo Ming was appointed as the Chief Executive Officer of LK Group.
  劉卓銘先生獲委任為力勁集團行政總裁。
- 2018 Mr. Liu Siong Song won the "Artsmanship Spirit Award for the  $40^{\rm th}$  Anniversary of Reform and Opening Up".

劉相尚先生榮獲「改革開放40週年工匠精神獎」。





2019

LK celebrates its 力勁慶祝成立

<sup>th</sup> anniversary 週年



### PRODUCT PORTFOLIO

#### 產品介紹

IMPRESS-PLUS designed with simplicity in mind, ensuring effortless operation and maximum utilization.

The advanced injection system quarantees consistent quality product. Its energy saving system provides immediate return on investment.

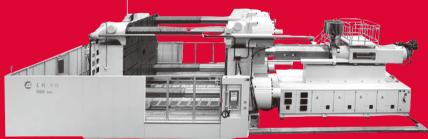
IMPRESS-PLUS設計以簡單易用為大前提,確保用家以最小的操作時間產生最大的效益。 先進的壓射系統確保產品質量穩定,其節能系統提供即時的投資回報。

#### Cold Chamber Die Casting Machine 冷室壓鑄機



FORZA-III series consists of advanced injection and clamping unit, suitable for molding various kinds of injection plastic products such as automotive components (e.g. bumper, center console, instrument panel, interior parts), logistic products (e.g. large plastic pallet, garbage bin, plastic container), home appliance and all kinds of deep cavity products.

FORZA-III系列集合了最先進的注射和鎖模結構,機台適用於各類注塑成型產品,如汽車零部件 (如保險槓,中控台,儀表板,內飾件),運輸和週轉產品 (如大型的塑料托板,垃圾桶,塑膠容器),家用電器和各種深腔產品。



Two-Platen Plastic Injection Molding Machine 兩板式注塑機

#### Computerized Numerical Controlled (CNC) Machining Centre 電腦數控(CNC)加工中心



□系列備有超高剛性和重切削能力,同時具備優異的排屑效能與上下工件方便等多項優點。機械配備了採用精密角接觸球軸承的高輸出剛性主軸及一體式鑄造斜床,提高了精度和剛性。



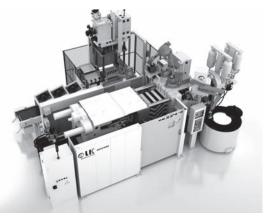
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#### **Corporate Information**

#### **BOARD OF DIRECTORS**

#### **Executive Directors**

Ms. Chong Siw Yin (Chairperson)

Mr. Liu Zhuo Ming (Chief Executive Officer)

Mr. Tse Siu Sze Mr. Wang Xinliang

#### Independent Non-executive Directors

Dr. Low Seow Chay Dr. Lui Ming Wah, *SBS, JP* Mr. Tsang Yiu Keung, Paul

#### COMPANY SECRETARY

Mr. Wong Kin Ming

#### **AUTHORISED REPRESENTATIVES**

Ms. Chong Siw Yin Mr. Wong Kin Ming

#### **AUDIT COMMITTEE**

Mr. Tsang Yiu Keung, Paul Dr. Lui Ming Wah, SBS, JP Dr. Low Seow Chay

#### NOMINATION COMMITTEE

Dr. Low Seow Chay Dr. Lui Ming Wah, SBS, JP Mr. Tsang Yiu Keung, Paul

#### REMUNERATION COMMITTEE

Dr. Lui Ming Wah, SBS, JP Mr. Tsang Yiu Keung, Paul Dr. Low Seow Chay

#### **AUDITOR**

PricewaterhouseCoopers

#### REGISTERED OFFICE

Cricket Square Hutchins Drive, P.O. Box 2681 Grand Cayman, KY1-1111 Cayman Islands

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit A, 8th Floor Mai Wah Industrial Building 1–7 Wah Sing Street Kwai Chung New Territories Hong Kong

### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited Shops 1712—1716, 17th Floor Hopewell Centre 183 Queen's Road East Wanchai Hong Kong

#### PRINCIPAL BANKERS

The Hongkong and Shanghai Banking Corporation Limited China Construction Bank (Asia) Corporation Limited Bank of China Hang Seng Bank Limited Intesa Sanpaolo Spa

#### STOCK CODE

558

#### **WEBSITE**

http://www.lktechnology.com

### CHAIRMAN'S STATEMENT

Dear shareholders.

On behalf of the board of directors of L.K. Technology Holdings Limited (the "Board"), I hereby present the results of the Company and its subsidiaries (the "Group") for the year ended 31 March 2019 (the "Year").

The Group recorded a revenue of HK\$3,604,449,000 for the Year, representing a decrease of 3.3% compared with HK\$3,728,533,000 last year. Profit attributable to equity holders of the Group amounted to HK\$190,676,000.

In 2018, the macro-economy of China was confronted with complicated and ever-changing external environment. Amid the adverse development of the overall automobile market in China, the Group recorded negative growth in terms of both revenue and profit. Under the combined impact of macro-economic slump, Sino-US trade dispute and consumer confidence, the growth of the automobile industry continued to slow down, resulting in an increasing pressure of the industrial equipment industry in the short term.

In 2019, L.K. Group celebrates the 40th anniversary of its establishment, which marks an encouraging milestone of the development of the Group. Over the past 40 years, giving play to the spirit of craftsmanship, L.K. Group has established solid presence in China while developing overseas markets. The policy of reform and opening up has significantly enhanced the standard of living of people in China in the past 40 years, providing us with the opportunities for strong growth by offering quality products to the world.

On behalf of the Board and our management team, I would like to take this opportunity to express my appreciation to our customers, suppliers, bankers, business partners and shareholders for their great support and encouragement. My heartfelt gratitude also goes to our dedicated Board members and committed staff for their diligence and effort, which have contributed to the business development of the Group in the past year.

**Chong Siw Yin** 

Chairperson

27 June 2019



#### Management Discussion and Analysis

#### **BUSINESS REVIEW**

The Group recorded revenue of HK\$3,604,449,000 for the twelve months ended 31 March 2019 (the "Year"), representing a decrease of 3.3% compared to last year. During the Year, profit attributable to owners of the Company amounted to HK\$190,676,000, representing a decrease of approximately 20.9% compared to last year.

The decrease in revenue was mainly due to the decrease in revenue from the sales of the Group in the China market. During the Year, the Group's revenue from the China market amounted to HK\$2,715,134,000, representing a decrease of 8.4% as compared to last year.

China's national economy performed well in 2018 despite exceptionally complex and challenging international developments. According to the data published by the National Bureau of Statistics, China achieved a 6.6% GDP growth for 2018, year-on-year, underpinned by an upgraded and optimised industrial structure, stable personal income and sound employment rate. Nevertheless, the automobile industry endured generally bleak sentiments owing to factors such as the withdrawal of the policy of favourable measures for car buyers, China-U.S. trade dispute and waning consumer confidence. According to the statistics of China Association of Automobile Manufacturers, the production and sales volume of vehicles in China for 2018 reached 27.80 million and 28.08 million, representing year-on-year decrease of 4.2% and 2.5%, respectively. The production and sales volume of the new energy vehicles reached 1,270,000 and 1,256,000, respectively, representing year-on-year growth of 59.9% and 61.7%, respectively. The ongoing rapid growth of new energy vehicles has provided a strong driving force for the development of the aluminium alloy die-casting in the automobile industry.

In connection with the overseas markets, the American market underwent significant adjustments with a slowdown in the demand for corporate investment after substantial growth in the past two years, and nevertheless, the Group continued to explore other markets. The Group's overseas revenue for the Year amounted to HK\$889,315,000, representing a 16.3% growth compared with that of last year.

#### Die-casting Machine

The Group's revenue from the die-casting machine and peripheral equipment business for the Year amounted to HK\$2,553,286,000, representing an increase of 1.8% as compared to HK\$2,507,914,000 for last year.

Specifically, revenue generated from the China market amounted to HK\$1,742,882,000, representing a decrease of 4.5% as compared to HK\$1,825,137,000 for last year. There was a slowdown in growth of the die-casting industry in tandem with the overall bleak sentiments in China's automobile industry. Revenue from the overseas markets amounted to HK\$810,404,000, representing a 18.7% growth over HK\$682,777,000 as recorded for last year, which was primarily attributable to the sound results achieved by IDRA, our Italian subsidiary, in the international market.

#### Plastic Injection Moulding Machine

Turnover of the plastic injection moulding machine of the Group for the Year amounted to HK\$948,509,000, representing a decrease of 12.1% compared with HK\$1,078,915,000 of last year. Since the implementation of the U.S. tariff policy in July 2018, the downstream industries of plastic injection moulding machine such as household electrical appliances and 3C had been subject to considerable downside pressure, resulting in extremely intense competition among enterprises engaged in the business of plastic injection moulding machines.

#### Computerised Numerical Controlled ("CNC") Machining Centre

Revenue of the Group's CNC machining centre business for the Year amounted to HK\$102,654,000, representing a 27.6% decrease as compared to HK\$141,704,000 for last year. Following the Group's effort to lower operating costs, enhance its liquidity position and improve its management processes, losses were contained during the Year.

#### FINANCIAL REVIEW

The overall gross profit margin of the Group's business for the Year decreased by 2.3%, year-on-year, to 24.7%, reflecting mainly extremely intense market competition and rising prices for raw materials.

Selling and distribution expenses amounted to HK\$339,092,000, representing a decrease of 3.1% as compared to HK\$350,095,000 for last year, which was mainly due to lower transportation costs and agency costs for the Year.

General and administrative expenses amounted to HK\$365,162,000, representing a decrease of 14.1% as compared to HK\$425,281,000 for last year. Last year, the Group recorded employee remuneration and benefit expenses amounting to HK\$48,177,000 as a result of the grant of shares to the employees by the Group under the Share Award Scheme. There was no such grant of shares this year.

Net finance costs amounted to HK\$75,918,000, representing an 11% increase as compared to HK\$68,390,000 for last year, which was mainly attributable to the increase in working capital loans which has led to higher funding cost, rising interest rates for domestic and overseas debt market.

#### **PROSPECTS**

Tensions in China – U.S. trade has escalated following the imposition of tariff on exports to the U.S. in July 2018. Escalating trade conflicts have resulted in considerable pressure for the depreciation of RMB exchange rates, which has in turn steepened the stock market plummet and dealt a blow to investors' confidence as well as consumers' purchasing behaviour. As such, the PRC economy and market is expected to be adversely affected in many ways.

The development of the PRC manufacturing industry will be subject to increasing uncertainties with a significantly greater downside pressure, as enterprises will encounter more difficulties in their operations. After a period of rapid development, the industrial equipment industry is currently dealing with corrections and decline in overall demand, underpinned by reduced orders and increasing competition among enterprises.

Notwithstanding such difficulties and challenges, the Group will seek to meet the ever-increasing demand of customers by continuing to enhance its investment in research and development and improve the quality of its products, on the back of its sound talent pool and the excellent professional qualities of its production and technical staff.

#### **Directors and Senior Management Profiles**

#### **DIRECTORS**

**Ms. Chong Siw Yin**, aged 63, is the Chairperson of the Board and an Executive Director of the Company. Ms. Chong joined the Group in March 1988, and was appointed as an Executive Director in August 2004. She is also a director of certain subsidiaries of the Company. Ms. Chong is responsible for the strategic planning, administration and human resources management of the Group and has over 31 years of management experience. Ms. Chong is the mother of Mr. Liu Zhuo Ming, the Chief Executive Officer and an Executive Director of the Company.

**Mr. Liu Zhuo Ming**, aged 33, is the Chief Executive Officer and an Executive Director of the Company. Mr. Liu joined the Group in October 2008 and has served a number of positions in the Group. He was appointed as an Executive Director in April 2014 and was appointed as the Chief Executive Officer in April 2017. Mr. Liu is also a director of certain subsidiaries of the Company. He graduated from Oregon State University, USA with a bachelor's degree in Computer Science. Mr. Liu has extensive experience in business operations and management. Mr. Liu is the son of Ms. Chong Siw Yin (the Chairperson of the Board and an Executive Director of the Company) and Mr. Liu Siong Song (a substantial shareholder and the controlling shareholder of the Company).

**Mr. Tse Siu Sze**, aged 51, is an Executive Director of the Company. Mr. Tse joined the Group in July 1990 and has served a number of positions in the Group. Mr. Tse was appointed as an Executive Director in December 2013. He is currently the general manager and a director of Zhongshan L.K. Machinery Co. Ltd. Mr. Tse has over 29 years of experience in production management, sales and marketing.

**Mr. Wang Xinliang**, aged 51, is an Executive Director of the Company. Mr. Wang joined the Group in July 1993 and has served a number of positions in the Group. Mr. Wang was appointed as an Executive Director in March 2014. He is currently the general manager and a director of both Ningbo L.K. Machinery Co. Ltd. and Ningbo L.K. Technology Co. Ltd. Mr. Wang has over 26 years of experience in production management, sales and marketing. Mr. Wang holds an EMBA from Fudan University.

**Dr. Low Seow Chay**, aged 69, was appointed as an Independent Non-executive Director of the Company in September 2004. He was the associate professor of the Nanyang Technological University of Singapore before his retirement in November 2012. Dr. Low has more than 30 years of teaching (and research) experience in mechanical engineering. He is a former member of the Parliament of Singapore serving the term from 1988 to 2006, and is a board member of three publicly listed companies in Singapore, namely CASA Holdings Limited, Hor Kew Corporation Limited and Hai Leck Holdings Limited. Dr. Low received a Doctor of Philosophy Degree from The University of Manchester, U.K.

**Dr. Lui Ming Wah**, *SBS*, *JP*, aged 81, was appointed as an Independent Non-executive Director of the Company in September 2004. Dr. Lui is an established industrialist serving as the Honorary Chairman of The Hong Kong Electronic Industries Association Ltd. and the Honorary President of The Chinese Manufacturers' Association of Hong Kong, the founder chairman of Hong Kong Shandong Business Association and a member of The Hong Kong International Arbitration Center Advisory Council. In the PRC, he is a member of Daya Bay Nuclear Power Station Nuclear Safety Advisory Board and an honorary member of China Overseas Friendship Association. He was elected to the First, Second and Third Legislative Council of the HKSAR in 1998, 2000 and 2004 respectively. Dr. Lui is also member of the tenth and eleventh National Committee of the Chinese People's Political Consultative Conference. He is the managing director of Keystone Electronics Co., Limited. Besides, he is currently an independent non-executive director of AV Concept Holdings Limited and Gold Peak Industries (Holdings) Limited (both being listed companies on the Stock Exchange in Hong Kong) and Asian Citrus Holdings Limited (also listed on the London Stock Exchange). Dr. Lui obtained a master's degree in Applied Science from the University of New South Wales in Australia and a PhD from the University of Saskatchewan in Canada. He is a Fellow of The Hong Kong Institute of Directors.

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**Mr. Tsang Yiu Keung, Paul**, aged 65, has been an Independent Non-executive Director of the Company since 2004. Mr. Tsang holds a higher diploma in Accountancy from the Hong Kong Polytechnic University. He is a fellow member of The Hong Kong Institute of Certified Public Accountants, The Association of Chartered Certified Accountants and The Institute of Chartered Secretaries and Administrators. Mr. Tsang jointed KPMG in 1975 and retired as a senior banking partner in 2003. Mr. Tsang is an Independent Non-executive Director of Guotai Junan International Holdings Limited, a listed company on The Stock Exchange of Hong Kong Limited. Mr. Tsang was an Independent Non-executive Director of China CITIC Bank International Limited, a licensed bank in Hong Kong, and CITIC International Financial Holdings Limited, from 2004 to 2017.

#### SENIOR MANAGEMENT

**Mr. Chung Yuk Ming**, aged 71, is the Consultant of the Group. He was previously an Executive Director of the Company from September 2004 to March 2014, and the Chief Executive Officer of the Company from April 2016 to March 2017. He also acted as the Consultant to the Group for the period from April 2014 to March 2016. Mr. Chung has over 38 years of extensive experience in the manufacturing field. Mr. Chung holds a master's degree in Business Administration from the University of Macau. He is a fellow member of the Hong Kong Institute of Directors.

**Mr. Chan Kwok Keung**, aged 53, is the engineering manager of the Group. He joined the Group in December 1998 and is responsible for the technical support, customer services and product development. Mr. Chan was appointed as a director of L.K. Machinery International Limited in March 2012. He has 30 years of experience in mechanical engineering and customer service. He is an associate member of the Hong Kong Institution of Engineers. Mr. Chan graduated from University of Northumbria at Newcastle, U.K. with a bachelor's degree in Mechanical Engineering and obtained a master's degree of Science in Management from The Hong Kong Polytechnic University.

**Mr. Riccardo Ferrario**, aged 62, is the general manager of Idra S.r.I and has full responsibility of the Idra S.r.I business worldwide. Mr. Ferrario joined the Group in April 2009. He has over 33 years of experience in the light alloy foundry business and worked for global companies such as Teksid (Fiat Group metallurgical product division), EurAlcom Group and Meridian Technologies. Mr. Ferrario is a metallurgical engineer graduated at Polytechnic of Turin (Italy) in 1982 and possesses strong experience in foundry manufacturing process and business development. He is member of the board of High Pressure Die Casting Technology of AIM (Italian Metallurgical Association) and AMAFOND (Italian Foundry Supplier Association) and is well known in the aluminum and magnesium foundry community worldwide.

**Mr. Fung Chi Yuen**, aged 52, joined the Group in August 2007 as general manager and chief engineer of plastic injection molding machine business unit and was appointed as a director of L.K. Machinery International Limited in March 2012. He holds a master's degree and a bachelor's degree of science in Engineering from the University of Hong Kong. He has 30 years of experience in product design, production, and research and development of plastic injection molding machines both locally and overseas. Before joining the Group, Mr. Fung was the acting operation manager and engineering manager of Husky Injection Molding Systems Ltd., Machine Business Unit, Shanghai, Asia Pacific, a Canada-based company.

**Mr. Hong Ka Kei, Eric**, aged 49, is the financial controller of the Group. He joined the Group in 2005 and is responsible for financial management and reporting, and banking relations of the Group. Mr. Hong is a qualified accountant. He is a fellow member of the Association of Chartered Certified Accountants in the United Kingdom and a member of The Hong Kong Institute of Certified Public Accountants. Mr. Hong has over 25 years of experience in corporate finance, merger and acquisition, accounting and finance gained from various listed companies in Hong Kong.

**Mr. Te Yi Ming**, aged 56, is the sales controller of L.K. Machinery International Limited and is responsible for the sales and marketing in South China. After graduation from the Liuzhou Heavy Industrial Technical School, he worked in Liuzhou Compressor Factory in Guangxi Province until he joined the Group in March 1989 where he once served as customer services supervisor, sales officer and sales manager. He has 30 years of experience in customer services, sales and marketing. Mr. Te is a fellow of The Professional Validation Council of Hong Kong Industries and currently serves as secretary general of Hong Kong Diecasting and Foundry Association. He is a member of the Chinese People's Political Consultative Conference, Liuzhou City.

Mr. Yang Yi Zhong, aged 76, is the Group's chief internal auditor and is responsible for the internal audit of the subsidiaries in the PRC. Prior to joining the Group, he was a senior accountant of Jiaozuo Electrochemistry Group. He joined the Group as the financial controller of all the PRC subsidiaries of the Group in November 1999. Mr. Yang graduated from Henan Radio & Television University with a diploma in Accounting and has over 54 years of experience in finance and accounting. Mr. Yang is a member of The Chinese Institute of Certified Public Accountants and is entitled Senior Accountant.

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#### Corporate Governance Report

The Board of Directors (the "Board") of the Company is committed to maintaining good corporate governance practices and procedures. The Company has applied the principles and complied with code provisions of the Code on Corporate Governance Practices (the "CG Code") as set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") throughout the year ended 31 March 2019

#### **BOARD OF DIRECTORS**

The Board currently comprises four Executive Directors and three Independent Non-executive Directors. The composition of the Board is well balanced with each Director having sound knowledge, experience and/or expertise relevant to the business operation and development of the Group. Each of the Executive Directors has entered into a service contract with the Company for a term of three years. The Independent Non-executive Directors are appointed for a fixed term of three years and are subject to retirement by rotation and re-election in accordance with the Company's Articles of Association. They bring independent judgment and provide the Company with invaluable guidance and advice on the Group's development. They also review the financial information and operational performance of the Company on a regular basis. The present structure of the Board ensures the independence and objectivity of the Board and provides a system of checks and balances to safeguard the interests of the shareholders as a whole.

All the Independent Non-executive Directors meet the requirements of independence under the Listing Rules. The Company has received from each of the Independent Non-executive Directors the annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules and considers all of them to be independent. Biographical details of each board member are set out on pages 7 to 8 of this report. There is no relationship (including financial, business, family or other material relationship) among members of the Board save as those disclosed in the section headed "Directors and Senior Management Profiles".

The Board of Directors meets at least four times a year at approximately quarterly intervals to review financial and operational performance and approves matters specially reserved to the Board of Directors for its decision. The day-to-day management, administration and operation of the Company are delegated to the Chief Executive Officer and the senior management. Dates of the regular Board meeting are scheduled earlier. Notice of at least 14 days is given for regular Board meetings. For ad hoc Board meetings, reasonable notice will be given. All the Directors actively participated in the Board meetings during the Year.

The Company Secretary is responsible for ensuring compliance of Board procedures and advising the Board on matters concerning corporate governance and regulatory compliance. All Directors have access to the advice and services of the Company Secretary. Directors are consulted as to matters to be included in the agenda for regular Board meetings. Other than exceptional circumstances, related Board meeting materials are sent to all Directors in a timely manner and at least three days before the date of the scheduled Board meeting. Directors are provided with adequate and complete information to enable them to make an informed decision. Draft and final versions of minutes of Board meetings are sent to all Directors for comment and records within a reasonable time after the Board meeting is held. The minutes of the Board meetings record in sufficient details the matters considered by the Board, including concerns raised by the Directors. All minutes of Board meetings are kept by the Company Secretary and are open for inspection by any Director.

If a substantial shareholder or a Director has a conflict of interest in a matter to be considered by the Board which the Board has determined to be material, the matter will be dealt with by way of a Board meeting and the interested shareholder or Director shall not vote nor be counted in the quorum present at the relevant meeting. Independent Non-executive Directors who, and whose associates, have no material interest in the transaction shall be present at such a Board meeting.

#### CORPORATE GOVERNANCE FUNCTIONS

The Board also reviewed the corporate governance policies and practices, the training and continuous professional development of Directors, compliance with legal and regulatory requirements, and the Company's compliance with the CG Code and disclosure in this Corporate Governance Report.

#### DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

The Company has arranged appropriate insurance cover in respect of legal actions against its Directors and officers. The Company reviews the insurance coverage from time to time to ensure adequate coverage. There is a procedure agreed by the Board to enable Directors, upon reasonable request, to seek independent professional advice in appropriate circumstances, at the Company's expenses in order to assist them to discharge their duties to the Company.

#### CHAIRPERSON AND CHIEF EXECUTIVE OFFICER

The roles of the Chairperson and Chief Executive Officer of the Company are segregated and are not exercised by the same individual. Ms. Chong Siw Yin is the Chairperson and Mr. Liu Zhuo Ming is the Chief Executive Officer. The segregation of duties of the Chairperson and the Chief Executive Officer ensures a clear distinction in the Chairperson's responsibility to manage the Board and the Chief Executive Officer's responsibility to manage the Company's business. The division of responsibilities between the Chairperson and the Chief Executive Officer are set out in writing.

#### CONTINUOUS PROFESSIONAL DEVELOPMENT

Relevant materials on legislative and regulatory updates were circulated to all Directors during the Year so as to keep them abreast of any changes to the regulation and disclosure obligations. Individual Directors also participated in other courses and seminars organized by regulatory and professional bodies to update their knowledge in their professional areas and have provided records thereof to the Company.

Records of the Directors' training during the Year are as follows:

| Members of the Board                                                              | Training received |
|-----------------------------------------------------------------------------------|-------------------|
| Executive Directors                                                               |                   |
| Ms. Chong Siw Yin (Chairperson)                                                   | (i)               |
| Mr. Liu Zhuo Ming (Chief Executive Officer)                                       | (i)               |
| Mr. Tse Siu Sze                                                                   | (i)               |
| Mr. Wang Xinliang                                                                 | (i)               |
| Independent Non-executive Directors Dr. Low Seow Chay Dr. Lui Ming Wah, SBS, JP   | (i)<br>(i)        |
| Mr. Tsang Yiu Keung, Paul                                                         | (i) and (ii)      |
| (i) Reading materials in relation to latest developments in rules and regulations |                   |
| (ii) Attending training seminars                                                  |                   |

#### ATTENDANCE AT MEETINGS

The record of attendance of the Directors at Board meetings, Board Committee meetings and annual general meeting during the Year is set out below:

|                                     | Number of meetings attended/held |                      |                      |                      |                    |
|-------------------------------------|----------------------------------|----------------------|----------------------|----------------------|--------------------|
|                                     |                                  | Audit                | Nomination           | Remuneration         | Annual             |
|                                     | Board<br>meeting                 | Committee<br>meeting | Committee<br>meeting | Committee<br>meeting | General<br>Meeting |
| Executive Directors                 |                                  |                      |                      |                      |                    |
| Ms. Chong Siw Yin                   | 5/5                              | N/A                  | N/A                  | N/A                  | 1/1                |
| Mr. Liu Zhuo Ming                   | 4/5                              | N/A                  | N/A                  | N/A                  | 0/1                |
| Mr. Tse Siu Sze                     | 5/5                              | N/A                  | N/A                  | N/A                  | 1/1                |
| Mr. Wang Xinliang                   | 5/5                              | N/A                  | N/A                  | N/A                  | 0/1                |
| Independent Non-executive Directors |                                  |                      |                      |                      |                    |
| Dr. Low Seow Chay                   | 5/5                              | 2/2                  | 1/1                  | 1/1                  | 1/1                |
| Dr. Lui Ming Wah                    | 5/5                              | 2/2                  | 1/1                  | 1/1                  | 0/1                |
| Mr. Tsang Yiu Keung, Paul           | 5/5                              | 2/2                  | 1/1                  | 1/1                  | 1/1                |

In addition, the Chairperson of the Board met one time during the Year with all the Independent Non-executive Directors without the presence of the Executive Directors on 29 November 2018.

#### **BOARD COMMITTEES**

#### Remuneration Committee

The Remuneration Committee currently comprises three Independent Non-executive Directors, namely Dr. Lui Ming Wah, Mr. Tsang Yiu Keung, Paul and Dr. Low Seow Chay. Dr. Lui Ming Wah is the chairman of the Remuneration Committee. The primary duties of the Remuneration Committee include reviewing the terms of remuneration packages of Directors and senior management, determining the award of bonuses and considering the grant of options under the share option scheme of the Company and making recommendations to the Board (the model described in code provision B.1.2(c)(ii) was adopted).

The Remuneration Committee held one meeting during the Year. The members of the Remuneration Committee discussed and reviewed the remuneration package of Executive Directors and made recommendations to the Board.

Pursuant to code provision of B.1.5 of the CG Code, details of the annual remuneration of the members of the senior management by band for the year ended 31 March 2019 is as follows:

|                               | Number of employees |
|-------------------------------|---------------------|
|                               |                     |
| Nil – HK\$1,000,000           | 2                   |
| HK\$1,000,001 – HK\$1,500,000 | 2                   |
| HK\$1,500,001 – HK\$2,000,000 | 1                   |
| HK\$3,000,001 - HK\$3,500,000 | 2                   |

Details of the remuneration of each Director for the year ended 31 March 2019 are set out in Note 27 to the financial statements.

#### Nomination Committee

The Nomination Committee currently comprises three Independent Non-executive Directors, namely Dr. Low Seow Chay, Dr. Lui Ming Wah and Mr. Tsang Yiu Keung, Paul. Dr. Low Seow Chay is the chairman of the Nomination Committee. The Nomination Committee is mainly responsible for making recommendations to the Board on the appointment of Directors and the management of the board succession. The Nomination Committee can reasonably ensure that only candidates with capability and relevant experience will be appointed as future directors.

During the Year, the Nomination Committee held one meeting. The members of the Nomination Committee reviewed the structure, size and composition of the Board.

#### **Board Diversity Policy**

The Board has adopted a board diversity policy (the "Board Diversity Policy") which sets out the approach to achieve diversity of the Board. The Company recognizes that increasing diversity at the Board level will support the attainment of the Company's strategic objectives and sustainable development. The Company seeks to achieve board diversity through the consideration of a number of factors, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. The Company will also take into consideration its own business model and specific needs from time to time in determining the optimum composition of the Board.

The Nomination Committee will discuss and review the measurable objectives for implementing the Board Diversity Policy from time to time to ensure their appropriateness and the progress made towards achieving those objectives will be ascertained.

#### **Audit Committee**

The Audit Committee currently comprises three Independent Non-executive Directors, namely Mr. Tsang Yiu Keung, Paul, Dr. Lui Ming Wah and Dr. Low Seow Chay. Mr. Tsang Yiu Keung, Paul is the chairman of the Audit Committee. The primary duties of the Audit Committee are to review and supervise the financial reporting process, risk management and internal control systems of the Group and provide advice and comments to the Board.

During the Year, the Audit Committee held two meetings with the Executive Directors, representatives of the management, the internal auditors and the external auditor of the Company to discuss the auditing, financial reporting, operational performance and internal control matters. The Audit Committee also met one time during the Year with the external auditor in the absence of management to discuss and make enquiries on various financial and operational matters.

The following is a summary of work performed by the Audit Committee during the Year:

- (i) review of the Group's interim and annual results before submission to the Board for approval;
- (ii) review of external auditor's audit plan, external auditor's reports and other matters raised by the external auditor;
- (iii) review of the independence of external auditor;
- (iv) making recommendation to the Board on the appointment of the external auditor, and to approve the remuneration and terms of engagement of the external auditor;
- (v) review of the internal audit department reports and make recommendations; and
- (vi) review of the effectiveness of the risk management and internal control systems of the Group.

#### Auditor's Remuneration

The financial statements of the Group for the year ended 31 March 2019 have been audited by PricewaterhouseCoopers ("PwC"). The remuneration paid/payable to PwC is set out as follows:

|                                   | <b>Fee paid/payable</b><br>HK\$'000 |
|-----------------------------------|-------------------------------------|
| Audit services Non-audit services | 3,200<br>1,085                      |
|                                   | 4,285                               |

The non-audit services are mainly for interim results review, tax compliance and risk management review.

#### MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules as its code of conduct regarding Directors' securities transactions. The Directors have confirmed, following specific enquiries by the Company that they have complied with the required standards as set out in the Model Code throughout the Year.

The Company has also established written guidelines on no less exacting terms than the Model Code for dealings in the Company's securities by relevant employees who are likely to be in possession of unpublished price-sensitive information of the Company or the Company's securities.

#### RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the financial statements of the Company for the year ended 31 March 2019.

The statement of the external auditor of the Company about its reporting responsibilities on the financial statements is set out in the Independent Auditor's Report on pages 28 to 32.

There are no material uncertainties relating to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

#### RISK MANAGEMENT AND INTERNAL CONTROLS

#### Responsibility of the Board

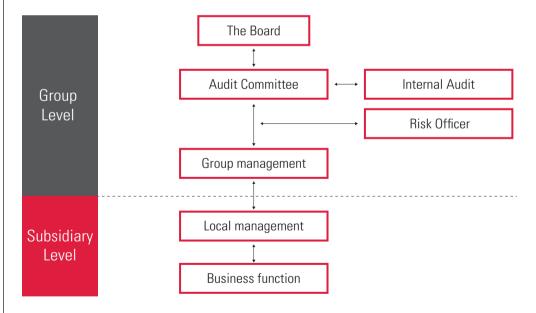
The Board acknowledges its responsibility to establish, maintain, and review the effectiveness of the Group's risk management and internal control systems, where management is responsible for the design and implementation of the risk management and internal control systems to manage risk.

A sound and effective system of risk management and internal control system is designed to achieve the Group's strategic objectives and safeguard shareholder investments and the Company assets. Such systems are designed to manage rather than eliminate the risk of failure to achieve strategic objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

#### Our Risk Management and Internal Control Framework

The Board has the overall responsibilities of the risk management and internal control systems of the Group. With the support from the Audit Committee, the Board monitors the Group's risk exposures, oversees the actions of management and monitors the overall effectiveness of the risk management and internal control systems on an ongoing basis. Management is responsible for setting the appropriate tone from the top, performing risk assessments, and owning the design, implementation and maintenance of internal controls. Policies and procedures form the basis and set forth the control standards required for functioning of the Group's business entities. These policies and procedures covered various aspects, including operations, finance & accounting, human resources, regulatory & compliance, delegation of authority, etc..

With an aim to improve the Group's risk management and internal control systems, the Group has engaged a professional consulting firm to enhance its risk management system. The organizational structure for risk management is set out as follow:



The role of Group Risk officer is to promote the awareness of risk management in daily operations. The Group Risk officer initiates and facilitates the management to perform an annual enterprise-wide risk assessment to evaluate the nature and extent of the risks to which the Group is willing to take in achieving its strategic objectives. During the risk assessment process, the Group has identified a number of key risks that may impact the Group's strategic objectives and to respond to the changes in the business and external environment. These risks are prioritized according to the likelihood of their occurrence and the significance of their impact on the business of the Group. Moreover, risk management measures and mitigating controls are developed to manage these risks to an acceptable level.

#### Internal Audit

The internal audit department (the "IAD") of the Company plays a major role in monitoring internal controls of the Group. It reports directly to the Audit Committee. The IAD has carried out independent audits to evaluate the effectiveness of the Group's internal control system according to the Internal Audit Plan. The head of the IAD attends all the Audit Committee meetings and reports the work done and audit findings to the Audit Committee. All recommendations from the IAD are followed up promptly to ensure that they are implemented within a reasonable time.

#### Review of Risk Management and Internal Control Systems

The Board is responsible for maintaining an adequate risk management and internal control systems to safeguard shareholder investments and Company assets and with the support of the Audit Committee, reviewing the effectiveness of such systems on an annual basis.

Key or major business units are required to perform an annual control self-assessment to assess the effectiveness of their internal control systems within its key business processes. The control self-assessment performed is in the form of a questionnaire that sets out the key risks and corresponding controls for each of key business process. The IAD reviews the completed control self-assessment questionnaires and provide comments and recommendations for management of the business units' consideration.

During the Year, the Board has conducted a review of the effectiveness of the risk management and internal control systems of the Group and considered the risk management and internal control systems effective and adequate. In addition, the Board has reviewed and is satisfied with the adequacy of resources, qualifications and experience of staff of the Group's accounting, internal audit and financial reporting functions, and their training programmes and budget.

#### Procedures and controls over handling and dissemination of inside information

The Company is aware of its obligation under relevant sections of the Securities and Futures Ordinance and Listing Rules. An Inside Information Disclosure Policy has been established to lay down practical guidelines on definition and the scope of inside information; disclosure and management framework; exemptions for disclosure; receiving, reporting and disclosing of inside information; confidentiality and records of such information. Also, staff who have access to inside information is required to follow the Inside Information Disclosure Policy to keep the unpublished inside information strictly confidential.

#### **DIVIDEND POLICY**

The Company has, since listing, adopted a dividend policy. The Company intends to pay dividends by way of interim and final dividends. The Directors generally intend to declare and recommend dividends which would amount in total to not less than 30% of the distributable profits generated during the year. The payment and amount of any dividends will be at the discretion of the Directors and will depend upon the Group's earnings, financial conditions, cash requirements and availability, and other factors. There is no assurance as to whether the dividend distribution will occur as intended, what the amount of dividend payment or the timing of such payment will be.

The payment of dividend by the Company is also subject to any restrictions under the applicable laws and regulations, including the laws of the Cayman Islands and the memorandum and articles of association of the Company.

#### **COMPANY SECRETARY**

The Company Secretary of the Company is a full time employee of the Company. For the year ended 31 March 2019, the Company Secretary has duly complied with the relevant professional training requirement under Rule 3.29 of the Listing Rules.

#### COMMUNICATIONS WITH SHAREHOLDERS AND INVESTORS

The Company maintains various communication channels with its shareholders. The Company's annual general meeting provides a good opportunity for shareholders to exchange views with the Board. Members of the Board and the external auditor will attend the annual general meeting to answer shareholders' questions.

In order to promote effective communication, the Company maintains a website (www.lktechnology.com) which includes past and present information relating to the Group and its businesses.

The Company regards communications with its investors as being vital. The Company continues to enhance investor relations. Designated members of the Board and senior management of the Company are given the specific responsibilities to maintain regular contact with institutional investors, potential investors, financial analysts and fund managers. During the Year, plant visits and meetings were held to help them better understand the Group's operations and developments. Press releases were issued as appropriate to provide with the most updated business development of the Group to the public.

#### SHAREHOLDERS' RIGHTS

#### Convening an extraordinary general meeting of the Company ("EGM")

Pursuant to Article 58 of the Articles of Association of the Company, shareholders of the Company holding at the date of deposit of 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 an EGM to be called by the Board for the transaction of any business specified in such requisition; and such meeting shall be held within two months after the deposit of such requisition.

#### Putting forward proposals at general meetings

There are no provisions allowing shareholders to move new resolutions at general meetings under the Companies Law of the Cayman Islands or the Company's Articles of Association. Shareholders who wish to move a resolution may request the Company to convene a general meeting following the procedures as set out in the preceding paragraph.

As regards proposing a person for election as a Director, please refer to the procedures available on the website of the Company.

#### Putting forward enquiries to the Board

For putting forward any enquiries to the Board, shareholders may send written enquires to the Company addressing to the Company Secretary by mail at Unit A, 8/F., Mai Wah Industrial Building, 1-7 Wah Sing Street, Kwai Chung, New Territories, Hong Kong.

#### Constitutional Documents

During the year ended 31 March 2019, there has not been any change in the Company's constitutional documents.

#### Directors' Report

The Directors submit their annual report together with the audited consolidated financial statements for the year ended 31 March 2019.

#### PRINCIPAL ACTIVITIES

The Company acts as an investment holding company. The Company and its subsidiaries (the "Group") are principally engaged in the design, manufacture and sales of hot chamber and cold chamber die-casting machines, plastic injection moulding machines, computerized numerical controlled machining centres and related accessories. The Group is also engaged in steel casting. The activities of the Company's principal subsidiaries, an associate and joint ventures are set out in Notes 12, 11 and 10 respectively to the consolidated financial statements.

An analysis of the Group's performance for the year by operating segment is set out in Note 5 to the financial statements

#### RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 31 March 2019 are set out in the consolidated income statement on page 35.

An interim dividend of HK2.5 cents per share was paid to shareholders on 18 January 2019. The Directors recommend a payment of final dividend of HK2.2 cents per share for the year ended 31 March 2019 (2018: HK6.8 cents), subject to shareholders' approval at the forthcoming annual general meeting to be held on Thursday, 5 September 2019, payable to shareholders whose names appear on the register of members of the Company on Tuesday, 17 September 2019. The dividend will be paid on or about Thursday, 26 September 2019.

#### **BUSINESS REVIEW**

A review of the Group's business during the Year, which includes a discussion of the principal risks and uncertainties facing by the Group, an analysis of the Group's performance using financial key performance indicators, particulars of important events affecting the Group during the Year and up to the date of this report, and an indication of likely future developments in the Group's business, are provided in sections headed "Chairman's Statement" on page 3 and "Management Discussion and Analysis" on pages 5 to 6 of the annual report, and the notes to the consolidated financial statements.

#### COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

The Group recognizes the importance of compliance with the requirements of relevant laws and regulations. During the Year, as far as the Board and management are aware of, there was no material breach or non-compliance with any applicable laws and regulations by the Group that has a significant impact on the businesses and operations of the Group.

#### **ENVIRONMENTAL POLICIES**

The Group is committed to building an environmental-friendly corporation and pays close attention to environmental protection laws and regulations to ensure the environmental policies are in line with domestic and international standards. All the factories are operated in strict compliance with the relevant environmental regulations and rules.

#### **KEY RELATIONSHIPS**

The Group recognizes the importance of maintaining a good relationship with its employees, customers and suppliers so as to maintain sustainable development in the long term. During the Year, there were no material and significant disputes between the Group and its employees, customers and suppliers.

#### ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

The environmental, social and governance report of the Company prepared in accordance with Appendix 27 to the Listing Rules will be published within three months after the publication of this annual report.

#### PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment of the Group are set out in Note 7 to the consolidated financial statements.

#### INVESTMENT PROPERTIES

Details of the movements in investment properties are set out in Note 8 to the consolidated financial statements.

#### SHARES ISSUED IN THE YEAR

Details of the shares issued in the year ended 31 March 2019 are set out in Note 20 to the consolidated financial statements.

#### **DONATIONS**

During the Year, the Group made charitable or other donations totaling HK\$76,000.

#### **RESERVES**

Details of the movements in the reserves of the Group and the Company during the Year are set out in the consolidated statement of changes in equity and Note 36 to the consolidated financial statements respectively.

#### DISTRIBUTABLE RESERVES OF THE COMPANY

As at 31 March 2019, the Company's reserves available for distribution to shareholders of the Company were HK\$621,710,000, representing share premium of HK\$579,809,000 and retained earnings of HK\$41,901,000.

Under the Companies Law of the Cayman Islands, the share premium of the Company may be distributed subject to the provision of the Company's Articles of Association and provided that immediately following the date on which the dividend is proposed to be distributed, the Company will be in a position to pay off its debts as and when they fall due in the ordinary course of business.

#### **EQUITY LINKED AGREEMENTS**

- (a) Perpetual Convertible Securities
  - Details of the perpetual convertible securities are set out in Note 20 to the consolidated financial statement.
- (b) Share options granted to directors and selected employees
  - Details of the share options granted in prior year are set out in Note 20 to the consolidated financial statements and "Share Option Scheme" section contained in this Directors' Report.

#### FIVE-YEAR FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group is set out on page 120.

#### PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's Articles of Association and the Companies Law of the Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

#### DIRECTORS

The Directors during the Year and up to the date of this report were:

#### **Executive Directors:**

Ms. Chong Siw Yin (Chairperson)

Mr. Liu Zhuo Ming (Chief Executive Officer)

Mr. Tse Siu Sze

Mr. Wang Xinliang

#### Independent Non-executive Directors:

Dr. Low Seow Chay

Dr. Lui Ming Wah, SBS, JP

Mr. Tsang Yiu Keung, Paul

In accordance with Article 87 of the Company's Articles of Association, Ms. Chong Siw Yin, Mr. Liu Zhuo Ming and Dr. Low Seow Chay shall retire by rotation at the forthcoming annual general meeting and, being eligible, offer themselves for re-election.

Each of the Executive Directors has entered into a service contract with the Company for a term of three years and is subject to retirement by rotation and re-election in accordance with the Company's Articles of Association.

The three Independent Non-executive Directors, namely Dr. Low Seow Chay, Dr. Lui Ming Wah and Mr. Tsang Yiu Keung, Paul were appointed for a fixed term of three years and are subject to retirement by rotation and re-election. Each of the Independent Non-executive Directors or the Company may terminate the appointment at any time during the three-year term by giving the other party at least three months' notice in writing.

None of the Directors being proposed for re-election at the forthcoming annual general meeting has a service contract with the Company or any of its subsidiaries which is not determinable by the employing company within one year without payment of compensation, other than statutory compensation.

#### BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

Brief biographical details of Directors and senior management are set out on pages 7 to 9 to this annual report.

### DIRECTORS' MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS AND CONTRACTS THAT ARE SIGNIFICANT IN RELATION TO THE GROUP'S BUSINESS

No transactions, arrangements and contracts of significance in relation to the Group's business, to which the Company, its subsidiaries or its parent company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or any time during the Year.

# DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND/OR SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY SPECIFIED UNDERTAKING OF THE COMPANY OR ANY OTHER ASSOCIATED CORPORATIONS

As at 31 March 2019, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of Securities and Futures Ordinance ("SFO")) which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of SFO (including any interests which were taken or deemed to have under such provisions of the SFO) or were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or were required, pursuant to Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") in Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), to be notified to the Company and the Stock Exchange, were as follows:

| Name of director/<br>chief executive | Name of company | Capacity               | Number of shares held                       | Approximate<br>percentage of<br>shareholding |
|--------------------------------------|-----------------|------------------------|---------------------------------------------|----------------------------------------------|
| Ms. Chong Siw Yin<br>("Ms. Chong")   | the Company     | See Note (1)           | 770,980,000 <sup>(1)</sup><br>Long position | 64.72%                                       |
|                                      | the Company     | Beneficial owner       | 2,550,000<br>Long position                  | 0.21%                                        |
|                                      | the Company     | Interest of spouse     | 5,202,500 <sup>(2)</sup><br>Long position   | 0.44%                                        |
| Mr. Liu Zhuo Ming                    | the Company     | Beneficiary of a trust | 770,980,000 <sup>(3)</sup><br>Long position | 64.72%                                       |
| Mr. Tse Siu Sze                      | the Company     | Beneficial owner       | 1,235,000<br>Long position                  | 0.10%                                        |

#### Notes:

- 1. These 770,980,000 shares are owned by Girgio Industries Limited ("Girgio"). Girgio is owned as to 95% by Fullwit Profits Limited ("Fullwit") as trustee of The Liu Family Unit Trust and 5% by Mr. Liu Siong Song ("Mr. Liu"), the spouse of Ms. Chong. Fullwit is wholly-owned by Ms. Chong. Ms. Chong is deemed to be interested in the shares held by Girgio through Fullwit and Mr. Liu.
- 2. These 5,202,500 shares are beneficially owned by Mr. Liu.
- Mr. Liu Zhuo Ming is deemed to be interested in the 770,980,000 shares held by Girgio as a beneficiary of The Liu Family Trust.
   Mr. Liu Zhuo Ming is the son of Mr. Liu and Ms. Chong.

Save as disclosed above, none of the Directors and chief executives of the Company had registered any interest or short position in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND/OR SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 March 2019, the persons, other than the Directors or chief executives of the Company, who had interests or short positions in the shares or underlying shares of the Company which were required to be disclosed to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO or, 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, or which were required, pursuant to Section 336 of the SFO, to be entered in the register referred to therein, were as follows:

| Name                                           | Capacity         | Number of shares held                                                                                   | Approximate percentage of shareholding |
|------------------------------------------------|------------------|---------------------------------------------------------------------------------------------------------|----------------------------------------|
| Girgio                                         | Beneficial owner | 770,980,000 <sup>(1)</sup><br>Long position                                                             | 64.72%                                 |
| Mr. Liu                                        | See Note (2)     | 770,980,000 <sup>(2)</sup> Long position 2,550,000 <sup>(2)</sup> Long position 5,202,500 Long position | 64.72%<br>0.21%<br>0.44%               |
| Fullwit                                        | See Note (1)     | 770,980,000 <sup>(1)</sup><br>Long position                                                             | 64.72%                                 |
| HSBC International Trustee<br>Limited          | See Note (3)     | 770,980,000 <sup>(3)</sup><br>Long position                                                             | 64.72%                                 |
| China High-End Equipment<br>Investment Fund LP | Beneficial owner | 67,590,000                                                                                              | 5.67%                                  |

#### Notes:

- 1. These 770,980,000 shares are owned by Girgio. Girgio is owned as to 95% by Fullwit as trustee of The Liu Family Unit Trust and 5% by Mr. Liu. Fullwit is wholly-owned by Ms. Chong.
- 2. Mr. Liu is the spouse of Ms. Chong and is deemed to be interested in the shares held by Ms. Chong. Besides, Mr. Liu holds 5% interest in Girgio.
- 3. HSBC International Trustee Limited is the trustee of The Liu Family Trust. The Liu Family Trust was established by Mr. Liu on 22 February 2002 as an irrevocable discretionary trust for the benefit of Ms. Chong and the children of Mr. Liu and Ms. Chong. HSBC International Trustee Limited as trustee of The Liu Family Trust owns 99.9% of the units issued under The Liu Family Unit Trust and Ms. Chong owns the remaining 0.1% of the units.

Save as disclosed above, the Directors of the Company were not aware of any persons (who were not directors or chief executive of the Company) who had an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO, or who has interest in 5% or more of the nominal value of any class of share capital, or options in respect of such capital, carrying rights to vote in all circumstances at general meetings of the Company or which would be required, pursuant to section 336 of the SFO, to be entered in the register referred therein.

#### SHARE OPTION SCHEME

A share option scheme (the "Share Option Scheme") was adopted pursuant to a resolution passed by the shareholders of the Company at the annual general meeting held on 8 September 2016 and would remain in force for a period of 10 years. No options had been granted under the Share Option Scheme since its date of adoption.

The principal terms of the Share Option Scheme are summarised as follows:

#### (a) Purpose

The purpose of the Share Option Scheme is to give the eligible persons an opportunity to have a personal stake in the Company and help motivate them to optimize their future performance and efficiency to the Group and/or to reward them for their past contributions, to attract and retain or otherwise maintain ongoing relationships with such eligible persons who are significant to and/or whose contributions are or will be beneficial to the performance, growth or success of the Group.

#### (b) Participants

The Board may, at its absolute discretion, offers to grant options to eligible persons including any full-time or part-time employees and directors (including non-executive directors and independent non-executive directors) of any member of the Group.

#### (c) Maximum number of shares

The maximum number of shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other schemes of the Group shall not in aggregate exceed 113,326,500 shares, representing 10% of the issued share capital of the Company as at the date of the approval of the Share Option Scheme.

The limit on the number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other schemes of the Group shall not exceed 30% of the shares of the Company in issue from time to time.

#### (d) Maximum entitlement of each participant

Subject to the provisions of the Listing Rules, no option may be granted to any one person such that the total number of shares issued and to be issued upon exercise of the options granted and to be granted to that person in any 12-month period exceeds 1% of the shares in issue from time to time. Where any further grant of options to such an eligible person would result in the shares issued and to be issued upon exercise of all options granted and to be granted to such eligible person (including exercised, cancelled and outstanding options) in the 12-month period up to and including the date of such further grant representing in aggregate over 1% of the shares in issue, such further grant shall be separately approved by the shareholders of the Company in general meeting with such eligible person and his close associates (or his close associates if such eligible person is a connected person) abstaining from voting.

#### (e) Offer period and amount payable for options

An offer of the grant of an option shall remain open for acceptance by the eligible person concerned for a period of 14 days from the offer date. The amount payable on acceptance of an option is HK\$10.00.

#### (f) Minimum holding period, vesting and performance target

The Board may in its absolute discretion when offering the grant of an option impose any conditions, restrictions or limitations in relation thereto in addition to those set forth in the Share Option Scheme as the Board may think fit (to be stated in the letter containing the offer of the grant of the option) including qualifying and/or continuing eligibility criteria, conditions, restrictions or limitations relating to the achievement of performance, operating or financial targets by the Company and/or the grantee, the satisfactory performance or maintenance by the grantee of certain conditions or obligations or the time or period before the right to exercise the option in respect of all or any of the shares to which such option relates shall vest provided that such terms or conditions shall not be inconsistent with any other terms or conditions of the Share Option Scheme. Subject to such terms and conditions as the Board may determine as aforesaid, there is no minimum period for which an option must be held before it can be exercised.

#### (g) Subscription price

The subscription price in respect of any particular option shall be such price as the Board may in its absolute discretion determine at the time of grant of the relevant option but the subscription price shall be at least the higher of: (i) the nominal value of the shares of the Company; (ii) the closing price of the shares of the Company as stated in the Stock Exchange's daily quotations sheet on the offer date; and (iii) the average of the closing price of the shares of the Company as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the offer date.

#### (h) Exercise of option

Subject to the terms and conditions upon which the option was granted, an option may be exercised by the grantee at any time during the period commencing immediately after the business day on which the option is deemed to be granted and accepted in accordance with the Share Option Scheme and expiring on a date to be determined and notified by the Directors to each grantee provided that such period shall not exceed the period of ten years from the date of the grant of a particular option but subject to the provisions for early termination thereof contained in the Share Option Scheme.

#### (i) Life of Share Option Scheme

Subject to earlier termination by the Company by ordinary resolution in general meeting, the Share Option Scheme will remain in force for a period of ten years commencing from 8 September 2016 after such period no further options will be granted but the provisions of the Share Option Scheme shall remain in full force and effect in all other respects.

#### SHARE AWARD SCHEME

The Company has adopted the Share Award Scheme (the "Scheme") on 28 October 2015 (the "Adoption Date"). The purpose of the Scheme is to recognize the contributions of the employees (including without limitation employees who are also directors) of the Group and to give incentives in order to retain them for the continual operation and development of the Group and to attract suitable personnel for the growth and further development of the Group.

Pursuant to the terms of the Scheme, the Board may, from time to time, at their absolute discretion select any employee for participation in the Scheme as a selected employee. The Board may determine the number of shares of the Company to be awarded to each selected employee and may impose any conditions, restrictions or limitations or waive any such conditions, restrictions or limitations from time to time in relation to the award as it may at its absolute discretion think fit.

The Board shall not make any further award which will result in the total number of shares awarded by the Board under the Scheme exceeding 10 per cent. of the issued share capital of the Company as at the Adoption Date. The total number of shares which may be awarded to a selected employee in any 12-month period up to and including the date of award shall not in aggregate exceed 1 per cent. of the issued share capital of the Company as at the Adoption Date.

Subject to any early termination as may be determined by the Board, the Scheme shall be valid and effective for a term of 10 years commencing on the Adoption Date.

During the year ended 31 March 2019, the Company has not purchased any shares of the Company through the trustee in the open market on the Stock Exchange for the purpose of the Share Award Scheme. There were no shares awarded to employees pursuant to the Share Award Scheme during the Year.

#### ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

Other than the Company's share option scheme disclosed above, at no time during the Year was the Company, its holding company, any of its subsidiaries or fellow subsidiaries a party to any arrangements to enable the Directors of the Company to acquire benefits by means of acquisition of shares in, or debentures, of the Company or any other body corporate.

#### MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any part of the business of the Company were entered into or existed during the Year.

#### **COMPETING BUSINESS**

Each of Mr. Liu, Girgio, Ms. Chong, Mr. Liu Zhuo Ming (son of Mr. Liu and Ms. Chong) and Fullwit has provided a written confirmation, which has been reviewed and confirmed by the Independent Non-executive Directors of the Company, confirming compliance with the terms the Non-competition Undertaking entered into between them and the Company.

#### MAJOR CUSTOMERS AND SUPPLIERS

During the Year, sales to the five largest customers and purchases from the five largest suppliers of the Group accounted for less than 30% of the Group's total sales and total purchases, respectively, for the year.

#### STAFF AND REMUNERATION POLICIES

As at 31 March 2019, the Group employed approximately 3,900 full time staff. The staff costs for the Year amounted to HK\$618,271,000 (2018: HK\$663,574,000). The remuneration policies of the Group are determined based on market trends, future plans and the performance of individuals. In addition, the Group also provides other staff benefits such as mandatory provident fund, state-managed social welfare scheme, share option scheme and share award scheme.

#### PERMITTED INDEMNITY PROVISION

The Articles of Association of the Company provide that the Directors shall be indemnified out of the assets and profits of the Company from and against all actions, costs, charges, losses, damages and expenses for any act done, concurred in or omitted in or about the execution of their duty, or supposed duty, in their respective offices or trusts, provided that the indemnity shall not extend to any fraud or dishonesty which may attach to them.

The Company has taken out and maintained appropriate insurance cover for its Directors and officers in respect of potential legal actions that may be incurred in the course of performing their duties.

#### SUFFICIENCY OF PUBLIC FLOAT

As at the latest practicable date prior to the issue of this report, to the best knowledge of the Directors and based on the information publicly available to the Company, there is sufficient public float as required by the Listing Rules.

#### PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During the year ended 31 March 2019, neither the Company nor any of its subsidiaries, fellow subsidiaries and holding company has purchased, sold or redeemed any of the listed securities of the Company.

### CONTINUING DISCLOSURE REQUIREMENT UNDER RULE 13.21 OF CHAPTER 13 OF THE LISTING RULES

In accordance with the requirement of Rule 13.21 of Chapter 13 of the Listing Rules, the following is the details of a facility agreement (the "Facility Agreement") with a covenant relating to specific performance of the controlling shareholder of the Company at 31 March 2019:

On 5 February 2018, L.K. Machinery Company Limited (a wholly-owned subsidiary of the Company) as borrower, and the Company as a guarantor, entered into a facility agreement with a group of banks as lenders for a three-year term loan facilities of up to HK\$372,000,000 and US\$16,450,000.

The Facility Agreement provides that it would constitute an event of default under the Facility Agreement if (i) Mr. Liu Siong Song (a controlling shareholder of the Company held as to approximately 62% of equity interests in the Company as at the date of the Facility Agreement) and his family (the "Major Shareholders") collectively do not or cease to own, directly or indirectly, at least 40% of the beneficial interest in the Company, carrying at least 40% of the voting right, free from any security; (ii) the Major Shareholders collectively are not or cease to be the single largest shareholder of the Company; (iii) the Major Shareholders collectively do not or cease to have control over the board of directors of the Company; and (iv) Ms. Chong Siw Yin (spouse of Mr. Liu Siong Song) is not or ceases to be the Chairman of the Company.

The aforesaid obligation continued to exist at 31 March 2019.

#### **AUDITOR**

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

On behalf of the Board **Chong Siw Yin** Chairperson

Hong Kong, 27 June 2019





羅兵咸永道

#### To the Shareholders of L.K. Technology Holdings Limited

(incorporated in the Cayman Islands with limited liability)

#### **OPINION**

#### What we have audited

The consolidated financial statements of L.K. Technology Holdings Limited (the "Company") and its subsidiaries (the "Group") set out on pages 33 to 118, which comprise:

- the consolidated statement of financial position as at 31 March 2019;
- 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 2019, 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.

#### **KEY AUDIT MATTERS**

Key audit matters are those matters that, in our professional judgement, 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:

- Recoverability of trade receivables
- Provision for inventories write-down

#### **Key Audit Matter**

Recoverability of trade receivables

Refer to Note 3.1(b)(ii)(impairment of financial assets), Note 4(b) (critical accounting estimates and judgements) and Note 14 to the consolidated financial statements.

As at 31 March 2019, the gross trade receivables recognised by the Group was HK\$1,118,530,000 (2018: HK\$1,097,168,000). The related provision for impairment of trade receivables recognised by the Group was HK\$118,790,000 (2018: HK\$112,215,000).

Management applied the HKFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for trade receivables.

Management judgements are required in assessing the expected credit losses for trade receivables. The judgements included review of customers settlement history, their current ability to pay and forward-looking information.

We focused on this area because the determination of the recoverable amounts of trade receivables requires the use of significant judgements and estimates.

#### How our audit addressed the Key Audit Matter

Our procedures in relation to trade receivables included:

- Assessing the appropriateness of the credit loss provisioning methodology used by the Group;
- Testing the expected credit losses by checking to the customers past repayment pattern and historical credit loss experience, subsequent settlement and forward-looking information used;
- Testing, on a sample basis, the accuracy of the ageing reports for trade receivables prepared by management; and
- Circularising independent confirmations to debtors on a sample basis to confirm the balances as at 31 March 2019 and reconciled the confirmed amounts with those recorded by the Group where applicable.

Based on the results of our procedures, we found the management's judgements and estimates used in the recoverability assessment on trade receivables were supported by available evidence.

#### **KEY AUDIT MATTERS (Continued)**

#### **Key Audit Matter**

Provision for inventories write-down

Refer to Note 4(a) (critical accounting estimates and judgements) and Note 18 to the consolidated financial statements.

As at 31 March 2019, the Group held inventories of HK\$1,197,255,000 (2018: HK\$1,372,001,000), net of provision for impairment of HK\$169,917,000 (2018: HK\$149,870,000). Inventories are carried at the lower of cost and net realisable value ("NRV"). The cost of inventories may not be recoverable if those inventories' selling prices declined or they have become obsolete or damaged.

Management consistently applies a methodology to make provision for inventories write-down. Management determines the lower of cost and NRV of inventories by considering the estimated selling price of individual inventory items less selling expenses, their ageing profile and any obsolescence identified from periodic inventory counts conducted by the entity.

We focused our work on management's provision for inventories because significant judgements and assumptions are required to be made to determine the estimated selling price of individual product, including historical sales record of selling products of similar nature and expectation of future sales based on current market conditions and sales backlog.

#### How our audit addressed the Key Audit Matter

We have performed the following procedures in relation to management's estimation of provision for inventories write-down:

- Understanding the methodology used by management to determine the provision for inventories write-down and evaluating reasonableness of the methodology which took into account inventory ageing profile, historical and post year-end sales data;
- Understanding and testing controls over estimation of NRV of inventories and related provision;
- Testing, on a sample basis, the inventory ageing by comparing the inventory records with the underlying documents;
- Testing, on a sample basis, the NRV of selected inventory items by comparing the estimated selling price less selling expenses with post year-end sales data, sales backlog, or current market analysis; and
- Observing management's inventory counts to identify any obsolete inventories.

Based on the procedures described, we found the management's judgements and estimates in relation to the provision for inventories write-down were supported by available evidence.

#### 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.

### RESPONSIBILITIES OF DIRECTORS AND 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 is 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, 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 HKSAs 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 HKSAs, we exercise professional judgement 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.
- 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.

# AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

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 Wong Wai Bong Benson.

#### **PricewaterhouseCoopers**

Certified Public Accountants

Hong Kong, 27 June 2019

# Consolidated Statement of Financial Position

As at 31 March 2019

|                                                                  | Note           | 2019<br>HK\$'000                | 2018<br>HK\$'000                  |
|------------------------------------------------------------------|----------------|---------------------------------|-----------------------------------|
| Non-current assets                                               |                |                                 |                                   |
| Intangible assets                                                | 6              | 11.462                          | 11,015                            |
| Property, plant and equipment                                    | 7              | 1,011,716                       | 1,142,119                         |
| Investment properties                                            | 8              | 328.614                         | 353,420                           |
| Land use rights                                                  | 9              | 340,979                         | 301,049                           |
| Interests in joint ventures                                      | 10             | _                               | , <u> </u>                        |
| Interest in an associate                                         | 11             | 32,848                          | 34,633                            |
| Other receivables and deposits                                   | 15             | 12,729                          | 17,451                            |
| Deferred income tax assets                                       | 13             | 83,220                          | 87,980                            |
| Trade and bills receivables                                      | 14             | 19,901                          | 23,672                            |
| Insurance policy investments                                     | 17             | 12,147                          | 11,717                            |
| Financial asset at fair value through other comprehensive income | 16             | 5,882                           | · –                               |
| Available-for-sale financial asset                               | 16             | _                               | 6,250                             |
| Restricted bank balances                                         | 19(b)          | 2,364                           | 11,702                            |
| Total non-current assets  Current assets                         |                | 1,861,862                       | 2,001,008                         |
| Inventories                                                      | 18             | 1,197,255                       | 1,372,001                         |
| Trade and bills receivables                                      | 14             | 1,288,642                       | 1,309,180                         |
| Other receivables, prepayments and deposits                      | 15             | 193,841                         | 262,870                           |
| Restricted bank balances                                         | 19(b)          | 44,485                          | 74,066                            |
| Cash and cash equivalents                                        | 19(a)          | 634,699                         | 628,672                           |
| Total current assets                                             |                | 3,358,922                       | 3,646,789                         |
| Total assets                                                     |                | 5,220,784                       | 5,647,797                         |
| Equity Share capital Reserves Retained earnings                  | 20<br>21<br>21 | 119,127<br>961,757<br>1,067,676 | 119,127<br>1,110,033<br>1,011,134 |
| Total equity                                                     |                | 2,148,560                       | 2,240,294                         |

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# Consolidated Statement of Financial Position (Continued)

As at 31 March 2019

|                                                                 | Note | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-----------------------------------------------------------------|------|------------------|------------------|
|                                                                 |      |                  |                  |
| Non-current liabilities                                         |      |                  |                  |
| Deferred income tax liabilities                                 | 13   | 20,445           | 18,173           |
| Borrowings                                                      | 22   | 438,174          | 592,765          |
| Other payables                                                  |      | 7,818            | 8,728            |
|                                                                 |      |                  |                  |
| Total non-current liabilities                                   |      | 466,437          | 619,666          |
|                                                                 |      |                  |                  |
| Current liabilities                                             |      |                  |                  |
| Trade and bills payables, other payables, deposits and accruals | 23   | 1,265,298        | 1,651,979        |
| Borrowings                                                      | 22   | 1,313,321        | 1,098,634        |
| Current income tax liabilities                                  |      | 27,168           | 37,224           |
|                                                                 |      |                  |                  |
| Total current liabilities                                       |      | 2,605,787        | 2,787,837        |
|                                                                 |      |                  |                  |
| Total liabilities                                               |      | 3,072,224        | 3,407,503        |
|                                                                 |      |                  |                  |
| Total equity and liabilities                                    |      | 5,220,784        | 5,647,797        |

The consolidated financial statements on pages 33 to 118 were approved by the Board of Directors on 27 June 2019 and were signed on its behalf.

Chong Siw Yin

**Liu Zhuo Ming** *Director* 

Director

# Consolidated Income Statement

For the year ended 31 March 2019

|                                                                     | Note     | 2019<br>HK\$'000  | 2018<br>HK\$'000  |
|---------------------------------------------------------------------|----------|-------------------|-------------------|
| Revenue                                                             | 24       | 3,604,449         | 3,728,533         |
| Cost of sales                                                       | 26       | (2,714,690)       | (2,723,484)       |
| Gross profit                                                        |          | 889,759           | 1,005,049         |
| Other income                                                        | 24       | 64,700            | 66,336            |
| Other gains – net                                                   | 25       | 79,233            | 96,894            |
| Selling and distribution expenses                                   | 26       | (339,092)         | (350,095)         |
| General and administrative expenses                                 | 26       | (365,162)         | (425,281)         |
| Operating profit                                                    |          | 329,438           | 392,903           |
| Finance income                                                      | 20       | E 474             | 4 COE             |
| Finance income Finance costs                                        | 28<br>28 | 5,474<br>(81,392) | 4,695<br>(73,085) |
|                                                                     |          | (,,               | (1.070.07)        |
| Finance costs – net                                                 | 28       | (75,918)          | (68,390)          |
| Share of profit of an associate                                     | 11       | 252               | 2,824             |
| Profit before income tax                                            |          | 253,772           | 327,337           |
| Income tax expense                                                  | 29       | (63,096)          | (86,349)          |
| Profit for the year                                                 |          | 190,676           | 240,988           |
| ·                                                                   |          |                   | ·                 |
| Profit attributable to:                                             |          |                   |                   |
| Owners of the Company                                               |          | 190,676           | 241,669           |
| Non-controlling interests                                           |          |                   | (681)             |
|                                                                     |          | 190,676           | 240,988           |
| Earnings per share for profit attributable to owners of the Company |          |                   |                   |
| during the year (expressed in HK cents per share)                   |          |                   |                   |
| — Basic                                                             | 30(a)    | 16.0              | 21.7              |
| – Diluted                                                           | 30(b)    | 16.0              | 21.0              |
| Dilutou                                                             | עוטט     | 10.0              | 21.0              |

# Consolidated Statement of Comprehensive Income

For the year ended 31 March 2019

|                                                                    | Note | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|--------------------------------------------------------------------|------|------------------|------------------|
| Drafit for the year                                                |      | 100 676          | 240.000          |
| Profit for the year Other comprehensive income for the year:       |      | 190,676          | 240,988          |
| Items that may be reclassified to profit or loss                   |      |                  |                  |
| Currency translation difference                                    |      |                  |                  |
| (Losses)/gains arising during the year                             | 21   | (163,305)        | 275,659          |
| Change in value of insurance policy investments                    | 17   | 430              | (427)            |
| Change in value of financial asset at fair value through other     |      |                  |                  |
| comprehensive income/available-for-sale financial asset            |      | -                | 368              |
| Item that will not be reclassified subsequently to profit or loss  |      |                  |                  |
| Change in value of building upon transfer to investment properties | 8    | 2,812            |                  |
|                                                                    |      |                  |                  |
| Total comprehensive income for the year, net of tax                |      | 30,613           | 516,588          |
|                                                                    |      |                  |                  |
| Total comprehensive income attributable to:                        |      |                  |                  |
| <ul> <li>Owners of the Company</li> </ul>                          |      | 30,613           | 517,269          |
| - Non-controlling interests                                        |      | -                | (681)            |
|                                                                    |      |                  | =10 =5=          |
|                                                                    |      | 30,613           | 516,588          |

# Consolidated Statement of Changes in Equity

For the year ended 31 March 2019

|                                                                       |                              |                             |                              |                                                | Attributable t               | o owners of the (                | Company                                        |                                                           |                                                                                                     |                                                                     |                                  |                             |
|-----------------------------------------------------------------------|------------------------------|-----------------------------|------------------------------|------------------------------------------------|------------------------------|----------------------------------|------------------------------------------------|-----------------------------------------------------------|-----------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------|-----------------------------|
|                                                                       | Share<br>capital<br>HK\$'000 | Share<br>premium<br>HK5'000 | Share<br>reserve<br>HK\$'000 | Exchange<br>translation<br>reserve<br>HK\$'000 | Other<br>reserve<br>HK\$'000 | Statutory<br>reserve<br>HK\$'000 | Property<br>revaluation<br>reserve<br>HK\$'000 | Insurance<br>policy<br>investments<br>reserve<br>HK\$'000 | Financial<br>asset at<br>fair value<br>through other<br>comprehensive<br>income reserve<br>HK\$'000 | Available-<br>for-sale<br>financial<br>asset<br>reserve<br>HK\$'000 | Retained<br>earnings<br>HK\$'000 | Total<br>equity<br>HK\$'000 |
| At 1 April 2018, as previously reported Effect on adoption of HKFRS 9 | 119,127                      | 579,809<br>-                | 13,771<br>–                  | 234,912<br>-                                   | 11,116<br>-                  | 229,070<br>-                     | 42,306<br>_                                    | (1,319)<br>-                                              | -<br>368                                                                                            | 368<br>(368)                                                        | 1,011,134<br>(11,560)            | 2,240,294<br>(11,560)       |
| At 1 April 2018, as restated                                          | 119,127                      | 579,809                     | 13,771                       | 234,912                                        | 11,116                       | 229,070                          | 42,306                                         | (1,319)                                                   | 368                                                                                                 |                                                                     | 999,574                          | 2,228,734                   |
| Profit for the year<br>Other comprehensive income                     | -                            | -                           | -                            | -                                              | -                            | -                                | -                                              | -                                                         | -                                                                                                   | -                                                                   | 190,676                          | 190,676                     |
| Currency translation differences Change in value of property,         | -                            | -                           | -                            | (163,305)                                      | -                            | -                                | -                                              | -                                                         | -                                                                                                   | -                                                                   | -                                | (163,305)                   |
| plant and equipment (Note 8) Change in value of insurance policy      | -                            | -                           | -                            | -                                              | -                            | -                                | 2,812                                          | -                                                         | -                                                                                                   | -                                                                   | -                                | 2,812                       |
| investments                                                           | -                            | -                           | -                            | -                                              | -                            | -                                | -                                              | 430                                                       | -                                                                                                   | -                                                                   | -                                | 430                         |
| Total comprehensive income                                            |                              |                             | -<br>                        | (163,305)                                      | <del>-</del> -               |                                  | 2,812                                          | 430                                                       |                                                                                                     |                                                                     | 190,676                          | 30,613                      |
| Transfer to statutory reserve<br>Final dividend paid (Note 31)        | -                            | -                           | -                            | -                                              | -                            | 11,787                           | -                                              | -                                                         | -                                                                                                   | -                                                                   | (11,787)<br>(81,006)             | -<br>(81,006)               |
| Interim dividend paid (Note 31)                                       |                              | -                           | -                            |                                                | -                            | -                                | -                                              | -                                                         | -                                                                                                   | -                                                                   | (29,781)                         | (29,781)                    |
| Transactions with owners                                              | -                            | -                           | -                            | -                                              | -                            | 11,787                           | -                                              | -                                                         | -                                                                                                   | -                                                                   | (122,574)                        | (110,787)                   |
| At 31 March 2019                                                      | 119,127                      | 579,809                     | 13,771                       | 71,607                                         | 11,116                       | 240,857                          | 45,118                                         | (889)                                                     | 368                                                                                                 | -                                                                   | 1,067,676                        | 2,148,560                   |

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# Consolidated Statement of Changes in Equity (Continued)

For the year ended 31 March 2019

|                                                                                                                 |                              |                                                         |                              |                              |                                                | Attributable :               | to owners of the                 | Company                                        |                                                    |                                                           |                                                                  |                                  |                      |                                              |                             |
|-----------------------------------------------------------------------------------------------------------------|------------------------------|---------------------------------------------------------|------------------------------|------------------------------|------------------------------------------------|------------------------------|----------------------------------|------------------------------------------------|----------------------------------------------------|-----------------------------------------------------------|------------------------------------------------------------------|----------------------------------|----------------------|----------------------------------------------|-----------------------------|
|                                                                                                                 | Share<br>capital<br>HK\$'000 | Shares<br>held for<br>share award<br>scheme<br>HK\$'000 | Share<br>premium<br>HK\$'000 | Share<br>reserve<br>HK\$'000 | Exchange<br>translation<br>reserve<br>HK\$'000 | Other<br>reserve<br>HK\$'000 | Statutory<br>reserve<br>HK\$'000 | Property<br>revaluation<br>reserve<br>HK\$*000 | Perpetual<br>convertible<br>securities<br>HK\$'000 | Insurance<br>policy<br>investments<br>reserve<br>HK\$'000 | Available-for-<br>sale financial<br>asset<br>reserve<br>HK\$'000 | Retained<br>earnings<br>HK\$'000 | Total<br>HK\$*000    | Non-<br>controlling<br>interests<br>HK\$'000 | Total<br>equity<br>HK\$'000 |
| At 1 April 2017                                                                                                 | 113,327                      | (32,446)                                                | 500,208                      | 13,771                       | (40,747)                                       |                              | 208,687                          | 42,306                                         | 85,401                                             | (892)                                                     |                                                                  | 847,039                          | 1,736,654            | 1,992                                        | 1,738,646                   |
| Profit for the year<br>Other comprehensive income                                                               | -                            | -                                                       | -                            | -                            | -                                              | -                            | -                                | -                                              | -                                                  | -                                                         | -                                                                | 241,669                          | 241,669              | (681)                                        | 240,988                     |
| Currency translation differences<br>Change in value of available-for-<br>sale financial asset                   | -                            | -                                                       | -                            | -                            | 275,659                                        | -                            | -                                | -                                              | -                                                  | -                                                         | 368                                                              | -                                | 275,659<br>368       | -                                            | 275,659<br>368              |
| Change in value of insurance policy investments                                                                 | -                            | -                                                       | -                            | -                            | -                                              | -                            | -                                | -                                              | -                                                  | (427)                                                     | J00<br>-                                                         | -                                | (427)                | -                                            | (427)                       |
| Total comprehensive income                                                                                      |                              |                                                         |                              |                              | 275,659                                        |                              |                                  | -                                              | -                                                  | (427)                                                     | 368                                                              | 241,669                          | 517,269              | (681)                                        | 516,588                     |
| Transfer to statutory reserve Acquisition of additional equity interest in a subsidiary from a                  | -                            | -                                                       | -                            | -                            | -                                              | -                            | 20,383                           | -                                              | -                                                  | -                                                         | -                                                                | (20,383)                         | -                    | -                                            | -                           |
| non-controlling shareholder<br>Shares purchased for share                                                       | -                            | -                                                       | -                            | -                            | -                                              | -                            | -                                | -                                              | -                                                  | -                                                         | -                                                                | (10)                             | (10)                 | (1,311)                                      | (1,321)                     |
| award scheme<br>Vesting of shares of share award                                                                | -                            | (4,615)                                                 | -                            | -                            | -                                              | -                            | -                                | -                                              | -                                                  | -                                                         | -                                                                | -                                | (4,615)              | -                                            | (4,615)                     |
| scheme<br>Conversion of perpetual                                                                               | -                            | 37,061                                                  | -                            | -                            | -                                              | 11,116                       | -                                | -                                              | -                                                  | -                                                         | -                                                                | -                                | 48,177               | -                                            | 48,177                      |
| convertible securities                                                                                          | 5,800                        | -                                                       | 79,601                       | -                            | -                                              | -                            | -                                | -                                              | (85,401)                                           | -                                                         | -                                                                | -                                | -                    | -                                            | -                           |
| Final dividend paid ( <i>Note 31</i> )<br>Interim dividend paid ( <i>Note 31</i> )<br>Distribution to perpetual | -                            | -                                                       | -                            | -                            | -                                              | -                            | -                                | -                                              | -                                                  | -                                                         | -                                                                | (18,132)<br>(38,121)             | (18,132)<br>(38,121) | -                                            | (18,132)<br>(38,121)        |
| convertible securities owner                                                                                    | -                            |                                                         |                              |                              |                                                |                              |                                  | -                                              | -                                                  |                                                           |                                                                  | (928)                            | (928)                |                                              | (928)                       |
| Transactions with owners                                                                                        | 5,800                        | 32,446                                                  | 79,601                       | -                            | -                                              | 11,116                       | 20,383                           | -                                              | (85,401)                                           | -                                                         | -                                                                | (77,574)                         | (13,629)             | (1,311)                                      | (14,940)                    |

The notes on pages 40 to 118 are an integral part of these consolidated financial statements.

13,771

234,912

11,116

229,070

42,306

(1,319)

368

1,011,134

2,240,294

2,240,294

579,809

At 31 March 2018

119,127

# Consolidated Statement of Cash Flows

For the year ended 31 March 2019

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Note  | 2019<br>HK\$'000      | 2018<br>HK\$'000     |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----------------------|----------------------|
| Cash flows from operating activities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |       |                       |                      |
| Cash generated from operations                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 32    | 206.491               | 301.043              |
| Interest paid                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |       | (77,221)              | (63,378)             |
| Income tax paid                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |       | (71,148)              | (91,559)             |
| Net cash generated from operating activities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |       | 58,122                | 146,106              |
| Cash flow from investing activities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |       |                       |                      |
| Proceed from disposal of a land use right                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |       | _                     | 1,304                |
| Proceeds from disposals of property, plant and equipment                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 32    | 90.861                | 5,942                |
| Payments for intangible assets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 02    | (4,648)               | (4,827)              |
| Proceeds from/(payments) for other deposits and receivables                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |       | 4,815                 | (14,506)             |
| Purchases of property, plant and equipment                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |       | (64,915)              | (106,992)            |
| Purchase of a land use right                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |       | (33,445)              |                      |
| Purchases of a available-for-sale financial asset                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |       | _                     | (4,479)              |
| Purchases of an insurance policy investment                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |       | _                     | (5,882)              |
| Deposits for acquisition of property, plant and equipment                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |       | (11,754)              | (12,929)             |
| Purchase of a non-controlling interest                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |       | _                     | (1,321)              |
| Interest received                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |       | 5,474                 | 4,695                |
| Net cash used in investing activities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |       | (13,612)              | (138,995)            |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |       |                       |                      |
| Cash flow from financing activities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |       | 040 070               | 1 151 004            |
| Inception of new bank borrowings                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |       | 946,678               | 1,151,984            |
| Repayment of bank borrowings  Net decrease in trust receipt loans                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |       | (764,794)<br>(74,419) | (936,807)<br>(3,030) |
| Purchases of shares for share award scheme                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |       | (74,413)              | (4,615)              |
| Dividend paid                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 31    | _<br>(110,787)        | (56,253)             |
| Distribution to perpetual convertible securities owner                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 31    | (110,707)             | (928)                |
| Distribution to perpetual convertible securities owner                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 37    |                       | (020)                |
| Net cash (used in)/generated from financing activities                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |       | (3,322)               | 150,351              |
| Not be a second and a second an |       | 44.400                | 157 400              |
| Net increase in cash and cash equivalents                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |       | 41,188                | 157,462              |
| Cash and cash equivalents at beginning of year                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |       | 628,672               | 422,655<br>48,555    |
| Exchange difference on cash and cash equivalents                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |       | (35,161)              | 40,000               |
| Cash and cash equivalents at end of year                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 19(a) | 634,699               | 628,672              |

# Notes to the Consolidated Financial Statements

#### 1 GENERAL INFORMATION

L.K. Technology Holdings Limited (the "Company") was incorporated in the Cayman Islands as an exempted company with limited liability and its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 16 October 2006. The address of the registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111 Cayman Islands. The immediate and ultimate holding company of the Company is Girgio Industries Limited, a company incorporated in the British Virgin Islands.

The Company and its subsidiaries (the "Group") are principally engaged in the design, manufacture, and sales of hot chamber and cold chamber die-casting machines, plastic injection moulding machines, computerised numerical controlled ("CNC") machining centre and related accessories.

These consolidated financial statements are presented in Hong Kong dollars ("HK\$") unless otherwise stated.

#### 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements are for the Group consisting of the Company and its subsidiaries.

# 2.1 Basis of preparation

The consolidated financial statements of L.K. Technology Holdings Limited have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs") and disclosure requirements of Hong Kong Companies Ordinance Cap. 622. The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of insurance policy investments, financial asset at fair value through other comprehensive income and investment properties, which are carried at fair value.

The preparation of financial statements in conformity with HKFRSs 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.

# 2.2 Changes in accounting policies and disclosures

#### 2.2.1 New and amended standards and interpretations adopted by the Group

The following new and amended standards and interpretations have been adopted by the Group for the first time for the financial year beginning on 1 April 2018:

| Standards              | Subject of amendment                                                    |
|------------------------|-------------------------------------------------------------------------|
| A L LUZEDO             | A 11                                                                    |
| Amendments to HKFRSs   | Annual Improvements 2014–2016 Cycle                                     |
| Amendments to HKFRS 2  | Classification and Measurement of Share-based Payment Transactions      |
| Amendments to HKFRS 4  | Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts |
| HKFRS 9                | Financial Instruments                                                   |
| HKFRS 15               | Revenue from Contracts with Customers                                   |
| Amendments to HKFRS 15 | Clarifications to HKFRS 15                                              |
| Amendments to HKAS 40  | Transfers of Investment Property                                        |
| HK(IFRIC)-Int 22       | Foreign Currency Transactions and Advance Consideration                 |

The impact of the adoption of HKFRS 9, "Financial Instruments" ("HKFRS 9") and HKFRS 15, "Revenue from Contracts with Customers" ("HKFRS 15") (collectively, "New HKFRS") are disclosed in Note 2.2.3.

The Group has renamed the unlisted insurance policy investments of "available-for-sale financial assets" to "insurance policy investments". The underlying accounting policy of these assets has not been changed.

The other new and amended standards and interpretations did not have any impact on the current period or any prior period and is not likely to affect future periods.

- 2.2 Changes in accounting policies and disclosures (Continued)
  - 2.2.2 New and amended standards and interpretations not yet adopted by the Group

|                                                      |                                                                                       | Effective for annual periods |
|------------------------------------------------------|---------------------------------------------------------------------------------------|------------------------------|
| Standards                                            | Subject of amendment                                                                  | beginning on or after        |
|                                                      |                                                                                       |                              |
| Amendments to HKFRSs                                 | Annual Improvements 2015–2017 Cycle                                                   | 1 January 2019               |
| Amendments to HKAS 19                                | Employee Benefits: Plan Amendment, Curtailment or Settlement                          | 1 January 2019               |
| Amendments to HKAS 28                                | Long-term Interests In an Associate or Joint Venture                                  | 1 January 2019               |
| Amendments to HKFRS 9                                | Prepayment Features with Negative Compensation                                        | 1 January 2019               |
| HKFRS 16                                             | Leases                                                                                | 1 January 2019               |
| HK(IFRIC)-Int 23                                     | Uncertainty over Income Tax Treatments                                                | 1 January 2019               |
| Amendments to HKFRS 3                                | Definition of business                                                                | 1 January 2020               |
| Conceptual Framework for<br>Financial Reporting 2018 | Revised conceptual framework for financial reporting                                  | 1 January 2020               |
| HKFRS 17                                             | Insurance Contracts                                                                   | 1 January 2021               |
| Amendments to HKFRS 10 and HKAS 28                   | Sale or Contribution of Assets between an Investor and its Associate or Joint Venture | To be determined             |

Management is in the process of assessing the impact of these new accounting standards, amendments to existing standards and interpretations.

The Group's assessment of the impact of these new accounting standards, amendments to existing standards and interpretations is set out below.

HKFRS 16, "Leases"

Nature of change

HKFRS 16 will result in almost all leases being recognised on the consolidation 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.

#### Impact

Management of the Group has reviewed all the Group's leasing arrangements over the last year in light of the new lease accounting rules in HKFRS 16. The standard will affect primarily the accounting for Group's operating leases. As at the reporting date, the Group has non-cancellable operating lease commitments of HK\$48,524,000 (Note 33(b)). Upon adoption of HKFRS 16, operating lease commitments will be recognised in the consolidated statement of financial position as lease liabilities and right-of-use assets. These lease liabilities would subsequently be measured at amortised cost and the right-of-use assets will be amortised on a straight-line basis during the lease term.

Net current asset will be lower due to the presentation of a portion of the liability as a current liability. Operating cash flows will increase and financing cash flows will decrease as repayment of the principal portion of lease liabilities will be reclassified as cash flow from financing activities.

- 2.2 Changes in accounting policies and disclosures (Continued)
  - 2.2.2 New and amended standards and interpretations not yet adopted by the Group (Continued)

HKFRS 16, "Leases" (Continued)

Date of adoption by the Group

The adoption of this 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 intends to apply the simplified transition approach and will not restate comparative amounts for the year prior to first adoption.

There are no other standards that are not yet effective and that would be expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

#### 2.2.3 Impact of adoption on financial statements - HKFRS 9 and HKFRS 15

(a) Adoption of HKFRS 9

HKFRS 9 replaces the provisions of HKAS 39 that relate to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial instruments, impairment of financial assets, and hedge accounting.

The adoption of HKFRS 9 Financial Instruments from 1 April 2018 resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements. The new accounting policies are set out in Note 2.13 below. In accordance with the transitional provisions in HKFRS 9, comparative figures have not been restated. The reclassifications and the adjustments arising from the new impairment rules are therefore not reflected in the restated consolidated statement of financial position as at 31 March 2018, but are recognised in the opening consolidated statement of financial position on 1 April 2018.

The total impact on the Group's retained earnings as at 1 April 2018 is as follow:

|                                                                   | As at<br>1 April 2018<br>HK\$'000 |
|-------------------------------------------------------------------|-----------------------------------|
| Closing balance 31 March 2018 – HKAS 39                           | 1,011,134                         |
| Increase in provision for trade receivables                       | (13,600)                          |
| Increase in deferred tax assets relating to impairment provisions | 2,040                             |
| Opening balance 1 April 2018 – HKFRS 9                            | 999,574                           |

- 2.2 Changes in accounting policies and disclosures (Continued)
  - 2.2.3 Impact of adoption on financial statements HKFRS 9 and HKFRS 15 (Continued)
    - (a) Adoption of HKFRS 9 (Continued)
      - (i) Impact on the financial statements

The Group used modified retrospective approach while adopting HKFRS 9 without restating comparative information. The reclassifications and the adjustments arising from the new impairment rules are therefore not reflected in the restated consolidated statement of financial position as at 31 March 2018, but are recognised in the opening consolidated statement of financial position on 1 April 2018.

The following tables show the adjustments recognised for each individual line item. Line items that were not affected by the changes have not been included. As a result, the sub-totals and totals disclosed cannot be recalculated from the numbers provided. The adjustments are explained in more detail below.

| Consolidated statement of financial position (extract)                                                                                     | 31 March 2018<br>as originally<br>presented<br>HK\$'000 | HKFRS 9<br>HK\$'000 | 1 April 2018<br>Restated<br>HK\$'000 |
|--------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|---------------------|--------------------------------------|
| Non-current assets Financial asset at fair value through other comprehensive income Available-for-sale financial asset Deferred tax assets | –                                                       | 6,250               | 6,250                                |
|                                                                                                                                            | 6,250                                                   | (6,250)             | —                                    |
|                                                                                                                                            | 87,980                                                  | 2,040               | 90,020                               |
| Current assets Trade and bill receivables  Equity Retained earnings                                                                        | 1,309,180                                               | (13,600)            | 1,295,580                            |
|                                                                                                                                            | 1,011,134                                               | (11,560)            | 999.574                              |

#### (ii) Impairment of financial assets

The Group has two types of financial assets that are subject to new expected credit loss model under HKFRS 9.

- Trade receivables; and
- Other financial assets at amortised cost

The Group was required to revise its impairment methodology under HKFRS 9 for each of these classes of assets. The impact of the change in impairment methodology on the Group's retained earnings and equity is disclosed in the table in note 2.2.3(a)(i) above.

While short-term deposits, other receivable and cash and cash equivalents are also subject to the impairment requirements of HKFRS 9, the identified impairment loss was immaterial.

- 2.2 Changes in accounting policies and disclosures (Continued)
  - 2.2.3 Impact of adoption on financial statements HKFRS 9 and HKFRS 15 (Continued)
    - (a) Adoption of HKFRS 9 (Continued)
      - (ii) Impairment of financial assets (Continued)

Trade receivables

The Group applies the HKFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected provision for impairment for all trade receivables.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. On that basis, the provision for impairment as at 1 April 2018 was determined for trade receivables.

The provision for impairment for trade receivables is based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past histories, existing market conditions as well as forward looking estimates at the end of each reporting period.

|                                                   | trade<br>receivables<br>HK\$'000 |
|---------------------------------------------------|----------------------------------|
| At 31 March 2018 calculated under HKAS 39         | 110 015                          |
| Amount restated through opening retained earnings | 112,215<br>13,600                |

Other financial assets at amortised cost

Other financial assets at amortised cost include other receivables. The Group has assessed the expected credit loss model apply to the other receivables as at 1 April 2018 and the change in impairment methodologies has no impact of the Group's consolidated financial statements and the opening loss allowance is not restated in this respect.

#### (b) Adoption of HKFRS 15

HKFRS 15, "Revenue from contracts with customers" deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. Revenue is recognised when a customer obtains control of a good or service and thus has the ability to direct the use and obtain the benefits from the good or service. The standard replaces HKAS 18 "Revenue" and HKAS 11 "Construction contracts" and related interpretations.

The adoption of HKFRS 15 has no other material impact to the Group's consolidated financial statements other than changes in disclosures.

HKFRS 15 replaces the provisions of HKAS 18, which resulted in changes in presentation of contract assets and contract liabilities.

#### 2.3 Subsidiaries

#### 2.3.1 Consolidation

A subsidiary is an entity (including a structured entity) 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 deconsolidated from the date that control ceases.

#### (a) Business combinations

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. Non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership interests' proportionate share in the recognised amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by HKFRSs.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date 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 the consolidated income statement.

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 in the consolidated income statement. Contingent consideration that is classified as equity is not remeasured, 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 the consolidated income statement.

Intra-group transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

# (b) Changes in ownership interests in subsidiaries without change of control

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 disposals to non-controlling interests are also recorded in equity.

# 2.3 Subsidiaries (Continued)

#### 2.3.1 Consolidation (Continued)

#### (c) Disposal of subsidiaries

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 the consolidated income statement. 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. It means that amounts previously recognised in other comprehensive income are reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable HKFRSs.

#### 2.3.2 Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. 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.

#### 2.4 Associates

An associate is an entity over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of post-acquisition profit or loss is recognised in the consolidated income statement, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount adjacent to 'share of profits and losses of associates' the consolidated income statement.

Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

Gain or losses on dilution of equity interest in associates are recognised in the consolidated income statement.

# 2.5 Joint arrangements

The Group has applied HKFRS 11 to all joint arrangements. Under HKFRS 11 investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations each investor. The Group has assessed the nature of its joint arrangements and determined them to be joint ventures. Joint ventures are accounted for using the equity method.

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. The Group's investments in joint ventures include goodwill identified on acquisition. 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 in a joint venture equals or exceeds its interests in the joint ventures, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the 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.

# 2.6 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 executive directors that makes strategic decisions.

#### 2.7 Foreign currency translation

### (a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in HK\$, which is the Group's functional currency and the Group's presentation currency.

#### (b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year-end exchange rates are recognised in the consolidated income statement.

All foreign exchange gains and losses are presented in the consolidated income statement within 'other gains – net'.

Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in the consolidated income statement as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as fair value through other comprehensive income, are included in other comprehensive income.

# 2.7 Foreign currency translation (Continued)

#### (c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each consolidated statement of financial position presented are translated at the closing rate at the date of that consolidated statement of financial position;
- (ii) income and expenses for each consolidated income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- (iii) all resulting currency translation differences are recognised in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Currency translation differences arising are recognised in other comprehensive income.

#### (d) Disposal of foreign operation and partial disposal

On the disposal of a foreign operation (that is, a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, a disposal involving loss of joint control over a joint venture that includes a foreign operation, or a disposal involving loss of significant influence over an associate that includes a foreign operation), all of the currency translation differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to the consolidated income statement.

In the case of a partial disposal that does not result in the Group losing control over a subsidiary that includes a foreign operation, the proportionate share of accumulated currency translation differences are re-attributed to non-controlling interests and are not recognised in the consolidated income statement. For all other partial disposals (that is, reductions in the Group's ownership interest in associates or joint ventures that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange difference is reclassified to the consolidated income statement.

# 2.8 Property, plant and equipment

Land and buildings comprise mainly factories and offices. Leasehold land classified as finance lease and all other property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred.

Land classified as finance lease commences amortisation from the time when the land interest becomes available for its intended use. Amortisation on land classified as finance lease and depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives at the following annual rates:

Land and buildings Over the shorter of the unexpired lease term and their estimated

useful lives of no more than 50 years

Leasehold improvements 5% - 20% or over the lease term, whichever is shorter

Plant and machinery 10% - 20%Furniture, fixtures and office equipment 5% - 20%Motor vehicles 20% - 25%

Where parts of an item of property, plant and equipment have different useful lives, the cost of the item is allocated on a reasonable basis between the parts and each part is depreciated separately.

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

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.

Gains and losses on disposals are determined by comparing proceeds with carrying amounts and are included in the consolidated income statement.

Construction in progress is stated at cost less any impairment losses, and is not depreciated. Cost comprises the direct costs of construction during the period of construction. Construction in progress is reclassified to the appropriate category of property, plant and equipment when completed and ready for use.

#### 2.9 Investment property

Investment property, principally comprising leasehold land and buildings, is held for long-term rental yields and is not occupied by the Group. Land held under operating leases are accounted for as investment properties when the rest of the definition of an investment property is met. In such cases, the operating leases concerned are accounted for as if they were finance leases. Investment property is initially measured at cost, including related transaction costs and where applicable borrowing costs. After initial recognition, investment properties are carried at fair value, representing open market value determined at each reporting date by external valuers. Fair value is based on active market prices, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If the information is not available, the Group uses alternative valuation methods such as recent prices on less active markets or discounted cash flow projections. Changes in fair values are recorded in the consolidated income statement as part of a valuation gain or loss in 'other gains – net'.

# 2.10 Intangible assets

#### (a) Goodwill

Goodwill arising on the acquisition of subsidiaries represents 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 identified net assets acquired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash-generating units ("CGUs"), or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of CGU containing the goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs to sell. Any impairment is recognised immediately as an expense and is not subsequently reversed.

#### (b) Trademarks

Trademarks are carried at costs less accumulated amortisation and accumulated impairment losses. Amortisation is provided on a straight-line basis over their estimated useful lives of not more than ten years.

#### (c) Patents

Patents are carried at costs less accumulated amortisation and any accumulated impairment losses. Amortisation is provided on a straight-line basis over their remaining useful lives of sixteen years.

# (d) Research and development expenditures

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development expenditure is recognised only if it is anticipated that the development costs incurred on a clearly defined project will be recovered through future commercial activity. The resultant asset is amortised on a straight-line basis over its useful life of not more than five years, and carried at cost less subsequent accumulated amortisation and accumulated impairment losses.

The amount initially recognised for internally-generated intangible asset is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria. Where no internally-generated intangible asset can be recognised, development expenditure is charged to the consolidated income statement in the period in which it is incurred.

# 2.11 Land use rights

Land use rights are stated at cost less accumulated amortisation and impairment losses. Cost represents consideration paid for the rights to use the land on which various plants and buildings are situated for periods varying from 44 to 50 years. Amortisation of land use rights is calculated on a straight-line basis over the period of the land use rights.

# 2.12 Impairment of investments in subsidiaries and non-financial assets

Goodwill is not subject to amortisation and is tested annually for impairment. Assets that are subject to amortisation or depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount 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 costs 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 (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

Impairment testing of the investments in subsidiaries is required upon receiving dividends from these investments if the dividend exceeds the total comprehensive income of the subsidiaries 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.

#### 2.13 Financial assets

#### (a) Classification

From 1 April 2018, the Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

# (b) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on the trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

# 2.13 Financial assets (Continued)

#### (c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

#### Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows
  represent solely payments of principal and interest are measured at amortised cost. Interest income from
  these financial assets is included in finance income using the effective interest rate method. Any gain or
  loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses)
  together with foreign exchange gains and losses. Impairment losses are presented as separate line item in
  the consolidated income statement.
- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in the consolidated income statement.

#### Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in consolidated income statement as "other income" when the Group's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in "other income" in consolidated income statement as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at fair value through other comprehensive income are not reported separately from other changes in fair value.

#### (d) Impairment

From 1 April 2018, the Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by HKFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

# 2.13 Financial assets (Continued)

(e) Accounting policies applied until 31 March 2018

The Group has applied HKFRS 9 retrospectively, but has elected not to restate comparative information. As a result, the comparative information provided continues to be accounted for in accordance with the Group's previous accounting policy.

Until 31 March 2018, the Group classified its financial assets in the following categories:

- Financial asset at fair value through profit or loss,
- Loans and receivables, and
- Available-for-sale financial asset.

The classification depended on the purpose for which the investments were acquired. Management determined the classification of its investments at initial recognition.

#### (i) Subsequent measurement

Subsequent to the initial recognition, loans and receivables were subsequently carried at amortised cost using the effective interest method.

Available-for-sale financial asset was subsequently carried at fair value. Gains or losses arising from changes in the fair value were recognised as follows:

- for available-for-sale financial asset that was monetary securities denominated in a foreign currency

   translation differences related to changes in the amortised cost of the security were recognised
   in profit or loss and other changes in the carrying amount were recognised in other comprehensive
   income
- for other monetary and non-monetary securities classified as available-for-sale in other comprehensive income.

Details on how the fair value of financial instruments was determined were disclosed in note 3.3.

When securities classified as available-for-sale were sold, the accumulated fair value adjustments recognised in other comprehensive income were reclassified to profit or loss as gains and other losses from investment securities.

#### 2.13 Financial assets (Continued)

#### (e) Accounting policies applied until 31 March 2018 (Continued)

#### (ii) Impairment

The Group assessed at the end of each reporting period whether there was objective evidence that a financial asset or group of financial assets was impaired. A financial asset or a group of financial assets was impaired and impairment losses were incurred only if there was objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) had an impact on the estimated future cash flows of the financial asset or group of financial assets that could be reliably estimated. In the case of equity investments classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost was considered an indicator that the assets are impaired.

#### Assets carried at amortised cost

For loans and receivables, the amount of the loss was measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that had not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset was reduced and the amount of the loss was recognised in profit or loss. If a loan had a variable interest rate, the discount rate for measuring any impairment loss was the current effective interest rate determined under the contract. As a practical expedient, the Group could measure impairment on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment loss decreased and the decrease could be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss was recognised in profit or loss.

#### Assets classified as available-for-sale

If there was objective evidence of impairment for available-for-sale financial assets, the cumulative loss — measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss — was removed from equity and recognised in profit or loss.

Impairment losses on equity instruments that were recognised in profit or loss were not reversed through profit or loss in a subsequent period.

If the fair value of a debt instrument classified as available-for-sale increased in a subsequent period and the increase could be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss was reversed through profit or loss.

# 2.14 Offsetting financial instrument

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

#### 2.15 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the first-in, first-out (FIFO) method. The cost of finished goods and work in progress comprises design costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses. Write down is made for deteriorated, damaged and obsolete inventories.

#### 2.16 Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold in the ordinary course of business. If collection of trade and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method (Note 3.1(b)).

### 2.17 Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less.

# 2.18 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.

## 2.19 Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

#### 2.20 Financial liabilities

#### (i) Financial guarantee contracts

A financial guarantee contract is a contract that requires the Group to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are initially recognised at fair value on the date the guarantee is given. Subsequently, the liabilities under such guarantees are measured at the higher of the best estimate of the expenditure required to settle any financial obligation arising at the consolidated statement of financial position date and the initial measurement, less amortisation calculated to recognise in the consolidated income statement the fee income earned on a straight-line basis over the life of the guarantee. These estimates are determined based on experience of similar transactions and debtors' payment history, supplemented by the judgement of management of the Group.

# 2.20 Financial liabilities (Continued)

#### (ii) Other financial liabilities

Other financial liabilities of the Group are measured at amortised cost, using the effective interest method.

Subsequent to initial recognition, the financial liability is carried at amortised cost using the effective interest method. The accretion of the discount on the financial liability and any adjustments to estimated amounts of the final redemption amount are recognised as a finance charge in the consolidated income statement.

Financial liabilities are derecognised when the obligation specified in the relevant contract is discharged, cancelled or expires. A substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference is recognised in the consolidated income statement.

### 2.21 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the consolidated income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the consolidated statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the consolidated income statement as other income or finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

#### 2.22 Borrowing costs

General and specific 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 added to 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.

All other borrowing costs are recognised in the consolidated income statement in the period in which they are incurred.

Borrowing costs include interest expense, finance charges in respect of finance lease and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. The exchange gains and losses that are an adjustment to interest costs include the interest rate differential between borrowing costs that would be incurred if the entity had borrowed funds in its functional currency, and the borrowing costs actually incurred on foreign currency borrowings. Such amounts are estimated based on forward currency rates at the inception of the borrowings.

When the construction of the qualifying assets takes more than one accounting period, the amount of foreign exchange differences eligible for capitalisation is determined for each annual period and are limited to the difference between the hypothetical interest amount for the functional currency borrowings and the actual interest incurred for foreign currency borrowings. Foreign exchange differences that did not meet the criteria for capitalisation in previous years should not be capitalised in subsequent years.

#### 2.23 Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the consolidated income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

#### (a) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in the countries where the Company's subsidiaries, associates and joint ventures operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### (b) Deferred income tax

#### Inside basis differences

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

### Outside basis differences

Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, associates and joint ventures, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Generally the Group is unable to control the reversal of the temporary difference for associates and joint ventures. Only where there is an agreement in place that gives the Group the ability to control the reversal of the temporary difference not recognised.

Deferred income tax assets are recognised on deductible temporary differences arising from investments in subsidiaries, associates and joint ventures only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilised.

#### (c) Offsetting

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

# 2.24 Employee benefits

#### Pension obligations

The Group operates various defined contribution plans for its employees in Hong Kong and The People's Republic of China (the "PRC"). A defined contribution plan is a pension plan under which the Group pays fixed contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

In addition, pursuant to the relevant regulations of the PRC government, the subsidiaries in the PRC participate in local municipal government retirement benefits schemes (the "Schemes"), whereby the subsidiaries in the PRC are required to contribute a certain percentage of the basic salaries of its employees to the Schemes to fund their retirement benefits. The local municipal governments undertake to assume the retirement benefits obligations of those employees of the subsidiaries in the PRC. Contributions under the Schemes are charged to the consolidated income statement as incurred.

# 2.25 Share-based payments

The Group operates an equity-settled, share-based compensation plan, under which the entity receives services from employees as consideration for share options of the Company. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (for example, an entity's share price);
- excluding the impact of any service and non-market performance vesting conditions (for example, profitability, sales
  growth targets and remaining an employee of the entity over a specified time period); and
- including the impact of any non-vesting conditions (for example, the requirement for employees to save or holding shares for a specified period of time).

At the end of each reporting period, the Group revises its estimates of the number of options that are expected to vest based on the non-marketing performance and service conditions. It recognises the impact of the revision to original estimates, if any, in the consolidated income statement, with a corresponding adjustment to equity.

In addition, in some circumstances employees may provide services in advance of the grant date and therefore the grant date fair value is estimated for the purposes of recognising the expense during the period between service commencement period and grant date.

When the options are exercised, the company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital.

The Group has adopted a share award scheme. Under the scheme, directors and employees of the Group are entitled to receive shares in the Company. Details of the scheme and the outstanding shares can be referred to Note 20(b) to the consolidated financial statements.

#### 2.26 Provisions

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 the amount has been reliably estimated. Provisions are not recognised for future operating losses.

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.

# 2.27 Contingent liabilities

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 outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

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 outflow is probable, they will then be recognised as a provision.

# 2.28 Revenue recognition

The Group recognises revenue when it satisfies a performance obligation by transferring a promised good to a customer, which is when the customer obtains control of a good, has the ability to direct the use of, and obtain substantially all of the remaining benefits from that good. If the control of the goods and services is transferred over a period of time, the Group recognises revenue by reference to the extent of progress toward completion in fulfilling its performance obligations during the entire contract period.

For the amounts of revenue recognised for goods transferred and services provided, the Group recognises any unconditional rights to consideration separately as a receivable and the rest as a contract asset, and recognises provision for impairment of the receivable and the contract asset based on ECL; if the consideration received or receivable exceeds the obligation performed by the Group, a contract liability is recognised. The Group presents a net contract asset or a net contract liability under each contract.

Contract costs include costs to fulfill a contract and of obtaining a contract. The cost incurred for providing services by the Group is recognised as the costs to fulfill a contract, and is amortised based on the progress towards completion of the service provided when recognising revenue. The incremental cost incurred by the Group of obtaining a contract is recognised as the costs of obtaining a contract. For costs of obtaining a contract that will be amortised within one year, the Group recognises it in profit and loss. For the costs of obtaining a contract that will be amortised for more than one year period, it is amortised in profit and loss based on same progress towards completion as recognising revenue. The Group recognises the excess of the carrying amounts of contract costs over the expected remaining consideration less any costs not yet recognised as an impairment loss. As at the statement of financial statement date, the Group presents the costs to fulfill and of obtaining a contract, in the net amount after deducting relevant asset impairment provisions, as other assets.

# 2.28 Revenue recognition (Continued)

The Group recognises revenue for each of its activities in the consolidated income statement in accordance with below policies:

#### (a) Sales of goods

Sales of goods are recognised when a group entity has transferred control over products to the customer, the customer has accepted the products, there is no unfulfilled obligation that could affect the customer's acceptance of the products, the amount of sales can be reliably measured and it is probable that future economic benefits will flow to the entity. Revenue from sales is based on the price specified in the sales contracts. Accumulated experience is used to estimate the likelihood and provide for sales return for the goods sold at the time of sale. A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

#### (b) Rental income

Rental income is recognised in the consolidated income statement on a straight-line basis over the term of the lease.

#### (c) Interest income

Interest income is recognised on a time-proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

#### 2.29 Government subsidies and value added tax refunded

Government subsidies are recognised at their fair value where there is a reasonable assurance that the subsidies will be received and all the attaching conditions will be complied with. Subsidies relating to expenses incurred by the Group are deferred and recognised in the consolidated income statement over the period necessary to match them with the expenses they are intended to compensate. Subsidies relating to the purchase of property, plant and equipment are deducted from the carrying amount of the asset so that the subsidies are recognised as income over the lives of the corresponding depreciable assets by way of a reduced depreciation charge.

Value added tax refund is recognised when there is reasonable assurance that it will be received and the Group will comply with the conditions attaching to it.

#### 2.30 Dividend income

Dividend income is recognised when the right to receive payment is established.

#### 2.31 Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the consolidated income statement on a straight-line basis over the period of the lease.

The Group leases certain properties out under an operating lease and lease income is recognised over the term of the lease on a straight-line basis.

#### 2.32 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's and the Company's financial statements in the period in which the dividends are approved by the Company's shareholders or directors where appropriate.

# 2.33 Insurance policy investments

Insurance policy investments are non-derivative which measured in FVOCI. They are included in non-current assets unless the investment matures or management intends to dispose of it within 12 months of the consolidated statement of financial position date. When the investments are sold or impaired, the accumulated fair value adjustments recognised in equity are included in the consolidated income statement.

## 3 FINANCIAL RISK MANAGEMENT

# 3.1 Financial risk factors

#### (a) Market risk

The Group's activities expose it to the financial risks in relation to changes in interest rates and foreign currency exchange rates as discussed below. There has been no material change in the Group's exposure to market risks or the manner in which it manages and measures the risks.

#### (i) Interest rate risk

The Group is exposed to cash flow interest rate risk due to the fluctuation of the prevailing market interest rate on restricted bank balances, cash and cash equivalents and borrowings which are carried at prevailing market interest rates as shown in Notes 19 and 22. Management will consider hedging significant interest rate exposure should the need arise.

The Group did not have any interest rate swap as at 31 March 2019 and 2018.

#### Interest rate sensitivity

The sensitivity analysis below has been determined based on the exposure to interest rates for bank deposits and borrowings at the end of the reporting period. For variable rate borrowings and bank deposits, the analysis is prepared assuming the amount of liability/asset outstanding at the end of reporting period was outstanding for the whole year. A 100 basis point increase or decrease in HIBOR is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 100 basis points higher/lower with all other variables held constant, the Group's pre-tax profit for the year ended 31 March 2019 would decrease/increase by HK\$11,972,000/HK\$16,305,000 (2018: pre-tax profit decrease/increase by HK\$11,510,000/HK\$15,439,000).

# 3.1 Financial risk factors (Continued)

#### (a) Market risk (Continued)

#### (ii) Foreign exchange risk

The functional currencies of the Group's respective principal subsidiaries are Renminbi ("RMB"), European dollars ("EUR") and HK\$. Majority of the purchases and sales of the local operations are transacted in local functional currency and therefore foreign exchange transactional risks are minimal.

For companies with HK\$ as their functional currency

As at 31 March 2019, if RMB had weakened/strengthened by 5% against HK\$ with all other variables held constant, pre-tax profit for the year then ended would have been approximately HK\$4,714,000 lower/higher (2018: HK\$4,562,000 lower/higher), mainly as a result of the foreign exchange losses/gains on translation of a RMB denominated loan to a subsidiary.

For companies with RMB as their functional currency

As at 31 March 2019, if US\$ had weakened/strengthened by 5% against RMB with all other variables held constant, pre-tax profit for the year then ended would have been approximately HK\$592,000 lower/higher (2018: HK\$385,000 lower/higher), mainly as a result of the foreign exchange losses/gains on translation of US\$ denominated cash and bank deposits.

The Group does not have a foreign currency hedging policy. However management of the Group monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

#### (b) Credit risk

# (i) Risk Management

The Group's credit risk is primarily attributable to its trade and other receivables, deposits placed with banks and guarantees given by the Group for its customers. The Group has no significant concentrations of credit risk. Management has policies in place to monitor the exposures to these credit risks on an on-going basis.

For banks and financial institutions, deposits are only placed with reputable banks. For credit exposures to customers, the Group has policies in place to ensure that sales are made and guarantees are granted to reputable and credit-worthy customers with an appropriate financial strength and credit history. It also has other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Group reviews regularly recoverable amount of each individual trade and other receivable to ensure that adequate impairment losses are made for irrecoverable amounts.

# 3.1 Financial risk factors (Continued)

#### (b) Credit risk (Continued)

#### (ii) Impairment of financial assets

Trade receivables

The trade receivables of the Group are subject to the expected credit loss model. While cash and cash equivalents are also subject to the impairment requirements of HKFRS 9, the identified impairment loss was immaterial because they are deposited at state-owned banks and other medium or large size listed banks.

The Group applies the HKFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

To measure expected credit losses, the Group categorises its trade based on the nature of customer accounts and shared credit risk characteristics.

The expected loss rates are based on the payment profiles of customers and the corresponding historical credit losses experienced. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

On that basis, the loss allowance as at 31 March 2019 and 1 April 2018 (on adoption of HKFRS 9) was determined as follows for trade receivables:

|                                                                                        | Gross<br>Carrying<br>amount<br>HK\$'000 | Loss<br>Allowance<br>HK\$'000 | Net<br>carrying<br>amount<br>HK\$'000 |
|----------------------------------------------------------------------------------------|-----------------------------------------|-------------------------------|---------------------------------------|
| As at 31 March 2019 Provision on individual basis Provision on collective basis (Note) | 145,804                                 | (105,013)                     | 40,791                                |
|                                                                                        | 972,726                                 | (13,777)                      | 958,949                               |
|                                                                                        | Gross<br>Carrying<br>amount<br>HK\$'000 | Loss<br>Allowance<br>HK\$'000 | Net<br>carrying<br>amount<br>HK\$'000 |
| As at 1 April 2018 Provision on individual basis Provision on collective basis (Note)  | 123,339                                 | (112,215)                     | 11,124                                |
|                                                                                        | 973,829                                 | (13,600)                      | 960,229                               |

- 3.1 Financial risk factors (Continued)
  - (b) Credit risk (Continued)
    - (ii) Impairment of financial assets (Continued)
      Trade receivables (Continued)
      Note:

|                               | Current<br>HK\$'000 | Within<br>90 days<br>past due<br>HK\$'000 | 91–180<br>days<br>past due<br>HK\$'000 | 181–365<br>days<br>past due<br>HK\$'000 | More than<br>365 days<br>past due<br>HK\$'000 | Total<br>HK\$'000 |
|-------------------------------|---------------------|-------------------------------------------|----------------------------------------|-----------------------------------------|-----------------------------------------------|-------------------|
| As at 31 March 2019           |                     |                                           |                                        |                                         |                                               |                   |
| Expected credit losses rate   | 0.37%               | 1.11%                                     | 1.79%                                  | 3.39%                                   | 12.93%                                        |                   |
| Gross carrying amount – trade |                     |                                           |                                        |                                         |                                               |                   |
| receivables                   | 618,187             | 159,458                                   | 76,027                                 | 73,894                                  | 45,160                                        | 972,726           |
| Loss allowance on             |                     |                                           |                                        |                                         |                                               |                   |
| collective basis              | 2,310               | 1,767                                     | 1,358                                  | 2,504                                   | 5,838                                         | 13,777            |
| SCHOOLIVE BUCIS               | 2,010               | 1,7-07                                    | 1,000                                  | 2,001                                   | 0,000                                         | 10,777            |
|                               |                     | Within                                    | 91–180                                 | 181–365                                 | More than                                     |                   |
|                               |                     | 90 days                                   | days                                   | days                                    | 365 days                                      |                   |
|                               | Current             | past due                                  | past due                               | past due                                | past due                                      | Total             |
|                               | HK\$'000            | HK\$'000                                  | HK\$'000                               | HK\$'000                                | HK\$'000                                      | HK\$'000          |
| As at 1 April 2018            |                     |                                           |                                        |                                         |                                               |                   |
| Expected credit losses rate   | 0.50%               | 1.26%                                     | 1.99%                                  | 3.25%                                   | 9.12%                                         |                   |
| Gross carrying amount – trade |                     | ,                                         |                                        | ,.                                      |                                               |                   |
| receivables                   | 554,753             | 196,741                                   | 125,180                                | 50,969                                  | 46,186                                        | 973,829           |
| Loss allowance on             |                     |                                           |                                        |                                         |                                               |                   |
| collective basis              | 2,754               | 2,478                                     | 2,497                                  | 1,658                                   | 4,213                                         | 13,600            |

# 3.1 Financial risk factors (Continued)

#### (b) Credit risk (Continued)

#### (ii) Impairment of financial assets (Continued)

The closing loss allowances for trade receivables as at 31 March 2019 reconcile to the opening loss allowances as follows:

|                                                                                                            | Loan allowance for<br>trade receivable |                   |  |
|------------------------------------------------------------------------------------------------------------|----------------------------------------|-------------------|--|
|                                                                                                            | 2019<br>HK\$'000                       | 2018<br>HK\$'000  |  |
| 31 March – calculated under HKAS 39 Amounts restated through opening retained earnings                     | <b>112,215</b> 94 <b>13,600</b>        |                   |  |
| Opening loss allowance as at 1 April 2018 – calculated under HKFRS 9                                       | 125,815                                | 94,694            |  |
| Increase in loan loss allowance recognised in profit or loss<br>during the year<br>Receivables written off | 11,970<br>(12,688)                     | 11,916<br>(2,892) |  |
| Exchange difference                                                                                        | (6,307)                                | 8,497             |  |
| At 31 March                                                                                                | 118,790                                | 112,215           |  |

Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

Previous accounting policy for impairment of trade receivables

In the prior year, the impairment of trade receivables was incurred when there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a "loss event") and that loss event (or events) has an impact on the present value of estimated future cash flows (excluding future credit losses that have not been incurred) of the trade receivables.

The management of the Group considered the following as indicator of loss event:

- significant financial difficulties of debtor
- probability that the debtor will enter bankruptcy or financial re-organisation

The amount of the loss is recognised in the consolidated income statement.

Other financial assets at amortised cost

Other financial assets at amortised cost include cash and cash equivalent and other receivables. Management considered that these have a low credit risk and did not make any provision for these other financial assets at amortised cost based on the historical settlement pattern of these other financial assets and the forward-looking recoverability analysis of the counterparties.

# 3.1 Financial risk factors (Continued)

#### (c) Liquidity risk

The Group's policy is to regularly monitor current and expected liquidity requirements and its compliance with loan covenants, to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from major financial institutions to meet its requirements in the short and longer term. If breach of loan covenants is anticipated, the Group will communicate with the lenders to obtain waiver and/or rectify the breach in due course. The Group also monitors closely the cash flows of its subsidiaries. Generally, the Company's subsidiaries are required to obtain the Company's approval for activities such as raising of loans and investment of surplus cash.

The following table details the Group's contractual maturities of its financial liabilities at the end of reporting period. The table has been drawn up based on the undiscounted cash flows and the earliest date on which the Group can be required to pay:

|                                                                  | On<br>demand<br>HK\$'000 | Within<br>1 year<br>HK\$'000 | More than<br>1 year<br>but less<br>than<br>2 years<br>HK\$'000 | More than<br>2 years<br>but less<br>than<br>5 years<br>HK\$'000 | More than<br>5 years<br>HK\$'000 | Total<br>HK\$'000 |
|------------------------------------------------------------------|--------------------------|------------------------------|----------------------------------------------------------------|-----------------------------------------------------------------|----------------------------------|-------------------|
| As at 31 March 2019<br>Non-derivative<br>financial liabilities   |                          |                              |                                                                |                                                                 |                                  |                   |
| Bank borrowings subject to a repayment on demand clause (Note i) | 974,024                  | _                            | _                                                              | _                                                               | _                                | 974,024           |
| Other bank borrowings (Note i)                                   | -                        | 364,553                      | 462,547                                                        | 1,478                                                           | _                                | 828,578           |
| Trade and bills payables, other payables, deposits               |                          | 4 404 000                    |                                                                |                                                                 |                                  | 4 404 000         |
| and accruals                                                     | _                        | 1,104,838                    |                                                                |                                                                 |                                  | 1,104,838         |
|                                                                  | 974,024                  | 1,469,391                    | 462,547                                                        | 1,478                                                           |                                  | 2,907,440         |
| Financial guarantees issued Maximum amount                       |                          |                              |                                                                |                                                                 |                                  |                   |
| guaranteed (Note 34)                                             | _                        | 108,960                      | _                                                              | _                                                               | _                                | 108,960           |

# 3.1 Financial risk factors (Continued)

(c) Liquidity risk (Continued)

|                                                         | On<br>demand<br>HK\$'000 | Within<br>1 year<br>HK\$'000 | More than<br>1 year<br>but less<br>than<br>2 years<br>HK\$'000 | More than<br>2 years<br>but less<br>than<br>5 years<br>HK\$'000 | More than<br>5 years<br>HK\$'000 | Total<br>HK\$'000 |
|---------------------------------------------------------|--------------------------|------------------------------|----------------------------------------------------------------|-----------------------------------------------------------------|----------------------------------|-------------------|
| As at 31 March 2018<br>Non-derivative                   |                          |                              |                                                                |                                                                 |                                  |                   |
| <b>financial liabilities</b> Bank borrowings subject to |                          |                              |                                                                |                                                                 |                                  |                   |
| a repayment on demand clause (Note i)                   | 951,080                  | _                            | _                                                              | _                                                               | _                                | 951,080           |
| Other bank borrowings (Note i)                          | _                        | 165,696                      | 158,693                                                        | 458,214                                                         | _                                | 782,603           |
| Trade and bills payables, other payables, deposits      |                          |                              |                                                                |                                                                 |                                  |                   |
| and accruals                                            | _                        | 1,490,062                    | _                                                              | _                                                               | _                                | 1,490,062         |
|                                                         | 951,080                  | 1,655,758                    | 158,693                                                        | 458,214                                                         | _                                | 3,223,745         |
| Financial guarantees                                    |                          |                              |                                                                |                                                                 |                                  |                   |
| Maximum amount<br>guaranteed (Note 34)                  | _                        | 262,468                      | _                                                              | _                                                               | _                                | 262,468           |

The balance includes interest payments which is calculated based on borrowings outstanding as at 31 March 2019, without taking into account any subsequent changes in the amount of borrowings. Floating rate interest is based on current interest rate as at 31 March 2019 (2018: same).

Maturity Analysis – Bank borrowings subject to a repayment on demand clause based on scheduled repayments (including interest payable) More than More than

|                  |               | More than<br>1 year<br>but less | More than<br>2 years<br>but less |           |          |
|------------------|---------------|---------------------------------|----------------------------------|-----------|----------|
|                  | <b>Within</b> | than                            | than                             | More than | Total    |
|                  | <b>1 year</b> | <b>2 years</b>                  | <b>5 years</b>                   | 5 years   | outflows |
|                  | HK\$'000      | HK\$'000                        | HK\$'000                         | HK\$'000  | HK\$'000 |
| At 31 March 2019 | 942,902       | 15,921                          | 15,201                           | -         | 974,024  |
| At 31 March 2018 | 889,637       | 49,799                          | 11,644                           | -         | 951,080  |

#### 3 FINANCIAL RISK MANAGEMENT (Continued)

#### 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 in order to provide returns for equity holders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares, or sell assets to reduce debt.

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total equity. Net debt is calculated as total borrowings less cash and cash equivalents. Total equity is shown in the consolidated statement of financial position.

During 2019, the Group's strategy, which was unchanged from 2018, was to maintain the gearing ratio below 75%. The gearing ratio was as follows:

|                                                                         | 2019<br>HK\$'000       | 2018<br>HK\$'000       |
|-------------------------------------------------------------------------|------------------------|------------------------|
| Total borrowings (Note 22) Less: cash and cash equivalents (Note 19(a)) | 1,751,495<br>(634,699) | 1,691,399<br>(628,672) |
| Net debt                                                                | 1,116,796              | 1,062,727              |
| Total equity                                                            | 2,148,560              | 2,240,294              |
| Gearing ratio                                                           | 52.0%                  | 47.4%                  |

The increase in the gearing ratio is resulted primarily from the decrease of total equity during the year.

#### 3.3 Fair value estimation

The different levels for analysis of financial instruments carried at fair value, by valuation method are defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- Inputs other than quoted prices included within 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 and liability that are not based on observable market data (that is, unobservable inputs) (level 3)

# 3 FINANCIAL RISK MANAGEMENT (Continued)

## 3.3 Fair value estimation (Continued)

The following table presents the Group's financial asset and insurance policy investment that are measured at fair value at 31 March 2019 and 2018.

|                                                                            | Level 1<br>HK\$'000 | Level 2<br>HK\$'000 | Level 3<br>HK\$'000 | Total<br>HK\$'000 |
|----------------------------------------------------------------------------|---------------------|---------------------|---------------------|-------------------|
| As at 31 March 2019                                                        |                     |                     |                     |                   |
| Financial asset at fair value through other comprehensive income (Note 16) | _                   | _                   | 5,882               | 5,882             |
| Insurance policy investments (Note 17)                                     | _                   | _                   | 12,147              | 12,147            |
|                                                                            | _                   | -                   | 18,029              | 18,029            |
| As at 31 March 2018                                                        |                     |                     |                     |                   |
| Available-for-sale financial asset (Note 16)                               | _                   | _                   | 6,250               | 6,250             |
| Insurance policy investments (Note 17)                                     | _                   | _                   | 11,717              | 11,717            |
|                                                                            | -                   | -                   | 17,967              | 17,967            |

There were no transfers of financial asset and insurance policy investments between all levels of the value hierarchy classifications.

Reconciliation of Level 3 fair value measurements of financial asset and insurance policy investments:

|                                                                                                                         | Financial<br>asset<br>at fair value<br>through other<br>comprehensive<br>income<br>HK\$'000 | Insurance<br>policy<br>investments<br>HK\$'000 | Total<br>HK\$'000 |
|-------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|------------------------------------------------|-------------------|
| Balance at 1 April 2018<br>Additions                                                                                    | 6, <b>25</b> 0                                                                              | 11,717                                         | 17,967            |
| Exchange difference                                                                                                     | (368)                                                                                       | _                                              | (368)             |
| Net gains recognised in the consolidated statement of comprehensive income (Note 21)                                    | -                                                                                           | 430                                            | 430               |
| Balance at 31 March 2019                                                                                                | 5,882                                                                                       | 12,147                                         | 18,029            |
| Total gains recognised in the consolidated statement of comprehensive income relating to those instruments              |                                                                                             |                                                |                   |
| held at the end of year                                                                                                 | -                                                                                           | 430                                            | 430               |
|                                                                                                                         |                                                                                             |                                                |                   |
| Changes in unrealised gains in the consolidated statement of<br>comprehensive income relating to those instruments held |                                                                                             |                                                |                   |
| at the end of year                                                                                                      | _                                                                                           | 430                                            | 430               |

## 3 FINANCIAL RISK MANAGEMENT (Continued)

## 3.3 Fair value estimation (Continued)

|                                                                                                                     |                    | Insurance   |          |
|---------------------------------------------------------------------------------------------------------------------|--------------------|-------------|----------|
|                                                                                                                     | Available-for-sale | policy      |          |
|                                                                                                                     | financial asset    | investments | Total    |
|                                                                                                                     | HK\$'000           | HK\$'000    | HK\$'000 |
| Delegae et 4 April 2047                                                                                             |                    | 7.005       | 7.005    |
| Balance at 1 April 2017                                                                                             |                    | 7,665       | 7,665    |
| Additions                                                                                                           | 5,882              | 4,479       | 10,361   |
| Exchange difference                                                                                                 | _                  | _           | _        |
| Net losses recognised in the consolidated statement of                                                              |                    |             |          |
| comprehensive income (Note 21)                                                                                      | 368                | (427)       | (59)     |
|                                                                                                                     |                    |             |          |
| Balance at 31 March 2018                                                                                            | 6,250              | 11,717      | 17,967   |
|                                                                                                                     |                    |             |          |
| Total gains/(losses) recognised in the consolidated statement of comprehensive income relating to those instruments |                    |             |          |
| held at the end of year                                                                                             | 368                | (427)       | (59)     |
|                                                                                                                     |                    |             |          |
| Changes in unrealised gains/(losses) in the consolidated                                                            |                    |             |          |
| statement of comprehensive income relating to those                                                                 |                    |             |          |
| instruments held at the end of year                                                                                 | 368                | (427)       | (59)     |

There were no transfers into or out of Level 3 value hierarchy during the year.

The Group's and the Company's "trade, bills and other receivables", "deposits", "restricted bank balances", "cash and cash equivalents" and "trade, bills and other payables" are financial assets and liabilities not carried at fair value. As at 31 March 2019 and 2018, the carrying values of these financial assets and liabilities approximated their respective fair values.

## 3.4 Offsetting financial assets and financial liabilities

There are no material offsetting, enforceable master netting arrangements and similar agreements.

#### 4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and are 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 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) Provision for impairment of inventories

The Group reviews the carrying value of its inventories to ensure that they are stated at the lower of cost and net realisable value. In assessing the net realisable value and making appropriate allowances, management identifies, using their judgement, inventories that are obsolete, and considering their physical conditions, age, market conditions and market price for similar items. Where the expectation is different from the original estimate, such difference will impact the carrying amount of inventories and the impairment losses on inventories in the period in which such estimate is changed.

#### (b) Provision for impairment of receivables

The provision is determined by grouping together trade debtors with similar risk characteristics and collectively or individually assessing them for likelihood of recovery. The provision reflects lifetime expected credit losses i.e. possible default events over the expected life of the trade receivables, weighted by the probability of that default occurring. Judgement has been applied in determining the level of provision for expected credit losses, taking into account the credit risk characteristics of customers and the likelihood of recovery assessed on a combination of collective and individual basis as relevant. While the provision is considered appropriate, changes in estimation basis or in economic conditions could lead to a change in the level of provision recorded and consequently on the charge or credit to consolidated income statement.

#### (c) Income taxes and deferred income tax

The Group is subject to income taxes in several jurisdictions. There are certain transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. 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.

Deferred income tax assets relating to certain temporary differences and tax losses are recognised when management considers it is likely that future taxable profits will be available against which the temporary differences or tax losses can be utilised. Deferred income tax liabilities relating to undistributed profits of subsidiaries incorporated in Mainland China are recognised when management expects to recover investments in those subsidiaries through dividends, unless it is estimated that such dividends will not be distributed in the foreseeable future. When the expectations are different from the original estimates, such differences will impact the recognition of deferred tax assets and deferred tax liabilities and income tax charges in the period in which such estimates are changed.

#### (d) Provision for loss on guarantees

The Group provides guarantees for loans granted by the PRC banks and leasing financial providers to some of the Group's end-user customers in connection with their purchases of the Group's products. If an end-user customer defaults on a loan, the Group is obliged to settle the payable amounts. The Group's management determines the provision for loss on the guarantees based on assessment of the possibility of default payments by individual end-user customers. This assessment is based on the credit history of its customers and the current market condition; and requires the use of judgements and estimates. Management reassesses the provisions at each financial position date. Different judgements or estimates could significantly affect the provision amounts and materially impact the results of operations.

#### 4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

#### (e) Impairment of property, plant and equipment, land use rights and intangible assets

Property, plant and equipment, land use rights and intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable such as declines in asset's market value and significant increase in interest rates that may affect the discount rate used in calculating the asset's recoverable amount.

Management judgement is required in the area of asset impairment particularly in assessing: (i) whether an event has occurred that may indicate that the related asset values may not be recoverable; (ii) whether the carrying value of an asset can be supported by the recoverable amount, being the higher of fair value less costs to sell or net present value of future cash flows which are estimated based upon the continue use of the asset in the business; (iii) whether a decline in asset's market value, increase in interest rates or other market rates that may affect the discount rate used in calculating the asset's recoverable amount; (iv) whether any assets have become obsolete or any plan to discontinue or restructure; and (v) the appropriate key assumptions to be applied in preparing cash flow projections including whether these cash flow projections are discounted using an appropriate rate. Changing the assumptions selected by management in assessing impairment, including the discount rates or the growth rate assumptions in the cash flow projections, could affect the net present value used in the impairment test and as a result affect the Group's financial position and results of operations.

#### (f) Estimate of useful lives of property, plant and equipment

The Group has significant property, plant and equipment. The Group determines the estimated useful lives and residual values in order to ascertain the amount of depreciation charges for each reporting period. These estimates are based on the historical experience of the actual useful lives and residual values of property, plant and equipment of similar nature and functions. The Group will revise the depreciation charge where useful lives or residual values are different to those previously estimated, or it will write-off or write-down technically obsolete or non-strategic assets that have been abandoned or sold.

#### (g) Fair value of investment properties

The fair value of investment properties is determined by using valuation technique. Details of the judgement and assumptions have been disclosed in Note 8.

#### 5 SEGMENT INFORMATION

The Group determines its operating segments based upon the internal reports reviewed by the chief operating decision maker ("CODM") that are used to make strategic decisions. Segment results represent the profit from operations for the year before corporate expenses in each reportable segment. This is the measurement reported to the Group's management for the purpose of resource allocation and assessment of segment performance.

The measurement used for reporting segment results is "profit from operations", i.e. profit before finance income, finance costs and income tax expense. To arrive at profit from operations, the Group's profit is further adjusted for items not specifically attributed to individual segments.

The Group is organised into three main reportable segments.

- (i) Die-casting machine
- (ii) Plastic injection moulding machine
- (iii) Computerised numerical controlled ("CNC") machining centre

The segment results for the year ended 31 March 2019 are as follows:

|                                               | Die-casting<br>machine<br>HK\$'000 | Plastic<br>injection<br>moulding<br>machine<br>HK\$'000 | CNC<br>machining<br>centre<br>HK\$'000 | Total<br>segments<br>HK\$'000 | Eliminations<br>HK\$'000 | Total<br>HK\$'000 |
|-----------------------------------------------|------------------------------------|---------------------------------------------------------|----------------------------------------|-------------------------------|--------------------------|-------------------|
| Revenue                                       |                                    |                                                         |                                        |                               |                          |                   |
| External sales Inter-segments sales           | 2,553,286<br>48,897                | 948,509<br>                                             | 102,654<br>                            | 3,604,449<br>48,897           | (48,897)                 | 3,604,449<br>     |
|                                               | 2,602,183                          | 948,509                                                 | 102,654                                | 3,653,346                     | (48,897)                 | 3,604,449         |
| Results                                       |                                    |                                                         |                                        |                               |                          |                   |
| Segment results                               | 354,552                            | 42,720                                                  | (33,990)                               | 363,282                       | _                        | 363,282           |
| Administrative expenses                       |                                    |                                                         |                                        |                               |                          | (33,844)          |
| Finance income                                |                                    |                                                         |                                        |                               |                          | 5,474             |
| Finance costs Share of profit of an associate |                                    |                                                         |                                        |                               | _                        | (81,392)<br>252   |
| Profit before income tax                      |                                    |                                                         |                                        |                               |                          | 253,772           |

The segment results for the year ended 31 March 2018 are as follows:

|                                                                                      | Die-casting<br>machine<br>HK\$'000 | Plastic<br>injection<br>moulding<br>machine<br>HK\$'000 | CNC<br>machining<br>centre<br>HK\$'000 | Total<br>segments<br>HK\$'000 | Eliminations<br>HK\$'000 | Total<br>HK\$'000                      |
|--------------------------------------------------------------------------------------|------------------------------------|---------------------------------------------------------|----------------------------------------|-------------------------------|--------------------------|----------------------------------------|
| Revenue External sales Inter-segments sales                                          | 2,507,914<br>110,375               | 1,078,915<br>–                                          | 141,704<br>–                           | 3,728,533<br>110,375          | –<br>(110,375)           | 3,728,533<br>–                         |
|                                                                                      | 2,618,289                          | 1,078,915                                               | 141,704                                | 3,838,908                     | (110,375)                | 3,728,533                              |
| <b>Results</b> Segment results                                                       | 343,693                            | 96,675                                                  | (8,339)                                | 432,029                       | _                        | 432,029                                |
| Administrative expenses Finance income Finance costs Share of profit of an associate |                                    |                                                         |                                        |                               | _                        | (39,126)<br>4,695<br>(73,085)<br>2,824 |
| Profit before income tax                                                             |                                    |                                                         |                                        |                               |                          | 327,337                                |

Sales between segments are carried out at arm's length basis. The revenue from external parties reported to the CODM is measured in a manner consistent with that in the consolidated income statement.

# Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable segments.

|                                                                | Die-casting<br>machine<br>HK\$'000 | As at 31 M<br>Plastic<br>injection<br>moulding<br>machine<br>HK\$'000 | CNC<br>machining<br>centre<br>HK\$'000       | Total<br>HK\$'000   |
|----------------------------------------------------------------|------------------------------------|-----------------------------------------------------------------------|----------------------------------------------|---------------------|
| Assets Segment assets Unallocated assets                       | 3,309,284                          | 1,309,635                                                             | 556,275                                      | 5,175,194<br>45,590 |
| Consolidated total assets                                      |                                    |                                                                       |                                              | 5,220,784           |
| <b>Liabilities</b> Segment liabilities Unallocated liabilities | 2,347,928                          | 576,134                                                               | 117,073                                      | 3,041,135<br>31,089 |
| Consolidated total liabilities                                 |                                    |                                                                       |                                              | 3,072,224           |
|                                                                | Die-casting<br>machine<br>HK\$'000 | As at 31 M<br>Plastic<br>injection<br>moulding<br>machine<br>HK\$'000 | larch 2018  CNC  machining  centre  HK\$'000 | Total<br>HK\$'000   |
| Assets Segment assets Unallocated assets                       | 3,407,537                          | 1,572,075                                                             | 600,650                                      | 5,580,262<br>67,535 |
| Consolidated total assets                                      |                                    |                                                                       |                                              | 5,647,797           |
| <b>Liabilities</b> Segment liabilities Unallocated liabilities | 2,406,585                          | 846,073                                                               | 117,260                                      | 3,369,918<br>37,585 |
| Consolidated total liabilities                                 |                                    |                                                                       |                                              | 3,407,503           |

#### Segment assets and liabilities (Continued)

For the purpose of monitoring segment performance and allocating resources between segments:

- all assets are allocated to reportable segments other than corporate assets, insurance policy investments and financial
  asset at fair value through other comprehensive income (2018: available-for-sale financial assets).
- all liabilities are allocated to reportable segments other than corporate liabilities.
- liabilities for which segments are jointly liable are allocated in proportion to segment assets.

#### Other segment information

The following amounts are included in the measure of segment results or assets:

|                                                                                                                                                             | For the year ended 31 March 2019<br>Plastic |                                                         |                                        |                         |                                |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------|---------------------------------------------------------|----------------------------------------|-------------------------|--------------------------------|
|                                                                                                                                                             | Die-casting                                 | injection<br>moulding                                   | CNC<br>machining                       |                         |                                |
|                                                                                                                                                             | machine<br>HK\$'000                         | machine<br>HK\$'000                                     | centre<br>HK\$'000                     | Unallocated<br>HK\$'000 | Total<br>HK\$'000              |
| Additions to non-current assets (Note)  Depreciation and amortisation  Provision for inventories write-down  Provision for (Isomoral of Impairment of trade | 43,510<br>78,553<br>6,984                   | 32,307<br>44,804<br>3,540                               | 4,513<br>13,773<br>17,730              | 34,472<br>1,578<br>–    | 114,802<br>138,708<br>28,254   |
| Provision for/(reversal of) impairment of trade receivables – net                                                                                           | 4,669                                       | 7,444                                                   | (143)                                  | _                       | 11,970                         |
|                                                                                                                                                             |                                             |                                                         |                                        |                         |                                |
|                                                                                                                                                             |                                             | Ear tha va                                              | or and ad 21 M                         | larah 2010              |                                |
|                                                                                                                                                             |                                             | For the ye<br>Plastic                                   | ear ended 31 M                         | larch 2018              |                                |
|                                                                                                                                                             |                                             |                                                         | ear ended 31 M<br>CNC                  | larch 2018              |                                |
|                                                                                                                                                             | Die-casting                                 | Plastic<br>injection<br>moulding                        |                                        |                         |                                |
|                                                                                                                                                             | machine                                     | Plastic injection moulding machine                      | CNC<br>machining<br>centre             | Unallocated             | Total                          |
|                                                                                                                                                             | _                                           | Plastic<br>injection<br>moulding                        | CNC machining                          |                         | Total<br>HK\$'000              |
| Additions to pop surrent assets /Netal                                                                                                                      | machine<br>HK\$'000                         | Plastic<br>injection<br>moulding<br>machine<br>HK\$'000 | CNC<br>machining<br>centre<br>HK\$'000 | Unallocated<br>HK\$'000 | HK\$'000                       |
| Additions to non-current assets (Note)                                                                                                                      | machine<br>HK\$'000<br>78,023               | Plastic<br>injection<br>moulding<br>machine<br>HK\$'000 | CNC<br>machining<br>centre<br>HK\$'000 | Unallocated<br>HK\$'000 | HK\$'000<br>116,015            |
| Depreciation and amortisation                                                                                                                               | machine<br>HK\$'000<br>78,023<br>79,826     | Plastic<br>injection<br>moulding<br>machine<br>HK\$'000 | CNC<br>machining<br>centre<br>HK\$'000 | Unallocated<br>HK\$'000 | HK\$'000<br>116,015<br>134,679 |
| , , ,                                                                                                                                                       | machine<br>HK\$'000<br>78,023               | Plastic<br>injection<br>moulding<br>machine<br>HK\$'000 | CNC<br>machining<br>centre<br>HK\$'000 | Unallocated<br>HK\$'000 | HK\$'000<br>116,015            |

Note: Non-current assets exclude interests in joint ventures, interest in an associate, deferred income tax assets, insurance policy investments, financial asset at fair value though other comprehensive income (2018: available-for-sale financial asset), deposits and receivables.

## Other segment information (Continued)

None of the customers of the Group individually accounted for 10% or more of the Group's revenue for both of the years ended 31 March 2019 and 2018.

|                                                                                                        | 2019<br>HK\$'000                | 2018<br>HK\$'000                  |
|--------------------------------------------------------------------------------------------------------|---------------------------------|-----------------------------------|
| Analysis of revenue by category                                                                        |                                 |                                   |
| Revenue under HKFRS 15                                                                                 |                                 |                                   |
| Sales of die-casting machine Sales of plastic injection moulding machine Sales of CNC machining centre | 2,553,286<br>948,509<br>102,654 | 2,507,914<br>1,078,915<br>141,704 |
|                                                                                                        | 3,604,449                       | 3,728,533                         |
| Other income (Note 24)                                                                                 | 64,700                          | 66,336                            |
|                                                                                                        | 3,669,149                       | 3,794,869                         |

# Geographical information

The Group's revenue by geographical location is determined by the final destination of delivery of the products and the geographical location of non-current assets is determined by where the assets are located and are detailed below:

|                                                   | Revenue from external customers |           | Non-current assets <sup>1</sup> |           |
|---------------------------------------------------|---------------------------------|-----------|---------------------------------|-----------|
|                                                   | 2019                            | 2018      | 2019                            | 2018      |
|                                                   | HK\$'000                        | HK\$'000  | HK\$'000                        | HK\$'000  |
| Mainland China                                    | 2,715,134                       | 2,963,770 | 1,589,708                       | 1,697,336 |
| Hong Kong                                         | _                               |           | 20,254                          | 21,343    |
| Europe                                            | 349,241                         | 287,098   | 19,043                          | 20,326    |
| North America                                     | 165,512                         | 192,629   | 26,369                          | 25,456    |
| Central America and South America Other countries | 152,004                         | 142,434   | -                               | -         |
|                                                   | 222,558                         | 142,602   | 50,126                          | 56,696    |
|                                                   | 3,604,449                       | 3,728,533 | 1,705,500                       | 1,821,157 |

Note 1: Non-current assets exclude interests in joint ventures, interest in an associate, insurance policy investments, financial asset at fair value through other comprehensive income (2018: available-for-sale financial asset), non-current portion of trade and bills receivables, non-current portion of consideration receivables, non-current portion of restricted bank balances and deferred income tax assets.

# 6 INTANGIBLE ASSETS

|                                                | <b>Goodwill</b><br>HK\$'000<br>(Note) | <b>Trademarks</b><br>HK\$'000 | Patents<br>HK\$'000 | Development<br>costs and<br>others<br>HK\$'000 | <b>Total</b><br>HK\$'000 |
|------------------------------------------------|---------------------------------------|-------------------------------|---------------------|------------------------------------------------|--------------------------|
|                                                |                                       |                               |                     |                                                |                          |
| At 1 April 2017                                |                                       |                               |                     |                                                |                          |
| Cost                                           | 2,800                                 | 5,211                         | 3,420               | 41,547                                         | 52,978                   |
| Accumulated amortisation and impairment losses |                                       | (4,790)                       | (1,676)             | (35,950)                                       | (42,416)                 |
| Net book amount                                | 2,800                                 | 421                           | 1,744               | 5,597                                          | 10,562                   |
| Year ended 31 March 2018                       |                                       |                               |                     |                                                |                          |
| Opening net book amount                        | 2,800                                 | 421                           | 1,744               | 5,597                                          | 10,562                   |
| Additions                                      | _                                     | 48                            | 170                 | 4,609                                          | 4,827                    |
| Amortisation                                   | _                                     | (129)                         | (1,602)             | (3,519)                                        | (5,250)                  |
| Exchange difference                            | _                                     | 66                            | _                   | 810                                            | 876                      |
| Closing net book amount                        | 2,800                                 | 406                           | 312                 | 7,497                                          | 11,015                   |
| At 31 March 2018                               |                                       |                               |                     |                                                |                          |
| Cost                                           | 2,800                                 | 6,110                         | 3,590               | 53,206                                         | 65,706                   |
| Accumulated amortisation and impairment losses |                                       | (5,704)                       | (3,278)             | (45,709)                                       | (54,691)                 |
|                                                |                                       |                               |                     |                                                |                          |
| Net book amount                                | 2,800                                 | 406                           | 312                 | 7,497                                          | 11,015                   |
| Year ended 31 March 2019                       |                                       |                               |                     |                                                |                          |
| Opening net book amount                        | 2,800                                 | 406                           | 312                 | 7,497                                          | 11.015                   |
| Additions                                      | _                                     | 22                            | _                   | 4,626                                          | 4,648                    |
| Amortisation                                   | _                                     | (54)                          | (43)                | (3,468)                                        | (3,565)                  |
| Exchange difference                            | _                                     | (36)                          |                     | (600)                                          | (636)                    |
| Closing net book amount                        | 2,800                                 | 338                           | 269                 | 8,055                                          | 11,462                   |
| A+ 21 March 2010                               |                                       |                               |                     |                                                |                          |
| At 31 March 2019<br>Cost                       | 2,800                                 | 5,582                         | 3,590               | 52,850                                         | 64,822                   |
| Accumulated amortisation and impairment losses | <b>2,000</b><br>—                     | (5,244)                       | (3,321)             | 52,650<br>(44,795)                             | (53,360)                 |
| Net book amount                                | 2,800                                 | 338                           | 269                 | 8,055                                          | 11,462                   |

Note: Goodwill is allocated to the Group's cash-generating unit ("CGU") identified according to operating segments.

#### 6 INTANGIBLE ASSETS (Continued)

An operating segment level summary of the goodwill allocation is presented below:

|                     | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|---------------------|------------------|------------------|
| Die-casting machine | 2,800            | 2,800            |

The recoverable amount of a CGU is determined based on a value-in-use calculation. The calculation uses pre-tax cash flow projection based on five-year financial budget approved by management using the estimated growth rate of 5%. Cash flows beyond the five-year period are extrapolated assuming a terminal growth rate of 3% and no material change in the existing scope of business, business environment and market conditions. The discount rate applied to the cash flow projections is 13% (2018: 13%) and management believes it reflects specific risks relating to the segment. Management believes that any reasonably possible change in any of the key assumptions would not result in an impairment provision of goodwill. There was no impairment provision for intangible assets for the year ended 31 March 2019 (2018: HK\$NiI).

# 7 PROPERTY, PLANT AND EQUIPMENT

| Land and                     | Construction                                                                                                                                                           | Leasehold                                                                                                                                                                                                                                                                                                                                  | Plant and                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Furniture,<br>fixtures<br>and office                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Motor                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                          |
|------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|
| <b>buildings</b><br>HK\$'000 | in progress<br>HK\$'000                                                                                                                                                | improvements<br>HK\$'000                                                                                                                                                                                                                                                                                                                   | machinery<br>HK\$'000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <b>equipment</b><br>HK\$'000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | vehicles<br>HK\$'000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>Total</b><br>HK\$'000 |
|                              |                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    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                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                          |
| 925,162                      | 38,454                                                                                                                                                                 | 69,516                                                                                                                                                                                                                                                                                                                                     | 846,909                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 106,803                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 31,019                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 2,017,863                |
| (240,755)                    | _                                                                                                                                                                      | (51,822)                                                                                                                                                                                                                                                                                                                                   | (571,515)                                                                                                                                                                                                                                                                                                                                                                                                                                                                         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                                                              | (961,885)                |
| 684,407                      | 38,454                                                                                                                                                                 | 17,694                                                                                                                                                                                                                                                                                                                                     | 275,394                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| 684,407                      | 38,454                                                                                                                                                                 | 17,694                                                                                                                                                                                                                                                                                                                                     | 275,394                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| 10,106                       | 62,335                                                                                                                                                                 | 381                                                                                                                                                                                                                                                                                                                                        | 20,405                                                                                                                                                                                                                                                                                                                                                                                                                                                                            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| (1,437)                      | _                                                                                                                                                                      | (56)                                                                                                                                                                                                                                                                                                                                       | (2,827)                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| (46,986)                     | _                                                                                                                                                                      | (2,910)                                                                                                                                                                                                                                                                                                                                    | (60,064)                                                                                                                                                                                                                                                                                                                                                                                                                                                                          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| 70,529                       | 4,327                                                                                                                                                                  | 1,805                                                                                                                                                                                                                                                                                                                                      | 26,022                                                                                                                                                                                                                                                                                                                                                                                                                                                                            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| 715                          | (64,027)                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                            | 63,044                                                                                                                                                                                                                                                                                                                                                                                                                                                                            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| 717,334                      | 41,089                                                                                                                                                                 | 16,914                                                                                                                                                                                                                                                                                                                                     | 321,974                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| 1,033,663                    | 41,089                                                                                                                                                                 | 78,387                                                                                                                                                                                                                                                                                                                                     | 994,720                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| (316,329)                    |                                                                                                                                                                        | (61,473)                                                                                                                                                                                                                                                                                                                                   | (672,746)                                                                                                                                                                                                                                                                                                                                                                                                                                                                         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| 717,334                      | 41,089                                                                                                                                                                 | 16,914                                                                                                                                                                                                                                                                                                                                     | 321,974                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| 717,334                      | 41,089                                                                                                                                                                 | 16,914                                                                                                                                                                                                                                                                                                                                     | 321,974                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| 5,637                        | 42,224                                                                                                                                                                 | 247                                                                                                                                                                                                                                                                                                                                        | 23,568                                                                                                                                                                                                                                                                                                                                                                                                                                                                            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| (4,007)                      | -                                                                                                                                                                      | (1,074)                                                                                                                                                                                                                                                                                                                                    | (1,646)                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| (5,986)                      | -                                                                                                                                                                      | -                                                                                                                                                                                                                                                                                                                                          | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | - 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| (47,071)                     | -                                                                                                                                                                      | (2,182)                                                                                                                                                                                                                                                                                                                                    | (64,900)                                                                                                                                                                                                                                                                                                                                                                                                                                                                          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|                              | (2,419)                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                            | (17,965)                                                                                                                                                                                                                                                                                                                                                                                                                                                                          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| 634                          | (50,769)                                                                                                                                                               | 1,853                                                                                                                                                                                                                                                                                                                                      | 48,235                                                                                                                                                                                                                                                                                                                                                                                                                                                                            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| 624,859                      | 30,125                                                                                                                                                                 | 14,767                                                                                                                                                                                                                                                                                                                                     | 309,266                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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| 952,066                      | 30,125                                                                                                                                                                 | 72,566                                                                                                                                                                                                                                                                                                                                     | 998,507                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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                                                              | 2,204,031                |
| (327,207)                    | _                                                                                                                                                                      | (57,799)                                                                                                                                                                                                                                                                                                                                   | (689,241)                                                                                                                                                                                                                                                                                                                                                                                                                                                                         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| 624.859                      | 30.125                                                                                                                                                                 | 14.767                                                                                                                                                                                                                                                                                                                                     | 309.266                                                                                                                                                                                                                                                                                                                                                                                                                                                                           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|                              | HK\$'000  925,162 (240,755) 684,407 10,106 (1,437) (46,986) 70,529 715 717,334 1,033,663 (316,329) 717,334 5,637 (4,007) (5,986) (47,071) (41,682) 634 624,859 952,066 | buildings HK\$'000  925,162 38,454  (240,755) - 684,407 38,454  10,106 62,335 (1,437) - (46,986) - 70,529 4,327 715 (64,027)  717,334 41,089  1,033,663 41,089  717,334 41,089  717,334 41,089  717,334 41,089  717,334 41,089  634 5,637 42,224 (4,007) - (5,986) 47,071) - (41,682) (2,419) 634 (50,769)  624,859 30,125  952,066 30,125 | buildings<br>HK\$'000         in progress<br>HK\$'000         improvements<br>HK\$'000           925,162         38,454         69,516           (240,755)         —         (51,822)           684,407         38,454         17,694           10,106         62,335         381           (1,437)         —         (56)           (46,986)         —         (2,910)           70,529         4,327         1,805           715         (64,027)         —           717,334         41,089         16,914           1,033,663         41,089         78,387           (316,329)         —         (61,473)           717,334         41,089         16,914           5,637         42,224         247           (4,007)         —         (1,074)           (5,986)         —         —           (47,071)         —         (2,182)           (41,682)         (2,419)         (991)           634         (50,769)         1,853           624,859         30,125         72,566           (327,207)         —         (57,799) | buildings<br>HK\$'000         in progress<br>HK\$'000         improvements<br>HK\$'000         machinery<br>HK\$'000           925,162         38,454         69,516         846,909           (240,755)         —         (51,822)         (571,515)           684,407         38,454         17,694         275,394           10,106         62,335         381         20,405           (14,437)         —         (56)         (2,827)           (46,966)         —         (2,910)         (60,064)           70,529         4,327         1,805         26,022           715         (64,027)         —         63,044           717,334         41,089         16,914         321,974           1,033,663         41,089         78,387         994,720           (316,329)         —         (61,473)         (672,746)           717,334         41,089         16,914         321,974           5,637         42,224         247         23,568           (4,007)         —         (1,074)         (1,646)           (5,986)         —         —         —           (47,071)         —         (2,182)         (64,900)           (41,682)         (2,419) <td>Land and buildings HK\$'000         Construction improgress HK\$'000         Leasehold improvements improvements HK\$'000         Plant and machinery HK\$'000         fixtures and office equipment HK\$'000           925,162         38,454         69,516         846,909         106,803           (240,755)         —         (51,822)         (571,515)         (76,759)           684,407         38,454         17,694         275,394         30,044           10,106         62,335         381         20,405         8,343           (1,437)         —         (56)         (2,827)         (729)           (46,986)         —         (2,910)         (60,064)         (9,138)           70,529         4,327         1,805         26,022         2,697           715         (64,027)         —         63,044         268           717,334         41,089         16,914         321,974         31,485           1,033,663         41,089         16,914         321,974         31,485           717,334         41,089         16,914         321,974         31,485           5,537         42,224         247         23,568         2,907           (4,007)         —         (1,074)         (1,646)</td> <td>  Land and buildings</td> | Land and buildings HK\$'000         Construction improgress HK\$'000         Leasehold improvements improvements HK\$'000         Plant and machinery HK\$'000         fixtures and office equipment HK\$'000           925,162         38,454         69,516         846,909         106,803           (240,755)         —         (51,822)         (571,515)         (76,759)           684,407         38,454         17,694         275,394         30,044           10,106         62,335         381         20,405         8,343           (1,437)         —         (56)         (2,827)         (729)           (46,986)         —         (2,910)         (60,064)         (9,138)           70,529         4,327         1,805         26,022         2,697           715         (64,027)         —         63,044         268           717,334         41,089         16,914         321,974         31,485           1,033,663         41,089         16,914         321,974         31,485           717,334         41,089         16,914         321,974         31,485           5,537         42,224         247         23,568         2,907           (4,007)         —         (1,074)         (1,646) | Land and buildings       |

# 7 PROPERTY, PLANT AND EQUIPMENT (Continued)

Depreciation of HK\$94,077,000 (2018: HK\$92,558,000) has been charged in "cost of sales", HK\$2,388,000 (2018: HK\$2,434,000) in "selling and distribution expenses" and HK\$30,938,000 (2018: HK\$27,710,000) in "general and administrative expenses".

Certain property, plant and equipment are pledged to secure bank borrowings of the Group as detailed in Note 22.

#### 8 INVESTMENT PROPERTIES

|                                                         | HK\$'000 |
|---------------------------------------------------------|----------|
| At fair value                                           |          |
| At 1 April 2017                                         | 242,200  |
| Increase in fair value during the year (Note 25)        | 80,791   |
| Exchange difference                                     | 30,429   |
|                                                         |          |
| At 31 March 2018 and 1 April 2018                       | 353,420  |
| Increase in fair value during the year (Note 25)        | 17,605   |
| Transferred from property, plant and equipment (Note 7) | 5,986    |
| Increase in fair value on date of change in use (Note)  | 3,308    |
| Transferred to land use right (Note 9)                  | (31,200) |
| Exchange difference                                     | (20,505) |
|                                                         |          |
| At 31 March 2019                                        | 328,614  |

Note: During the year ended 31 March 2019, building with net book value of HK\$5,986,000 were reclassified to investment property with a revaluation surplus of HK\$2,812,000 (net of deferred tax of HK\$496,000) being credited to other comprehensive income on the date of change in use. The valuation as at date of transfer was carried out by Valor Appraisal & Advisory Limited ("Valor"), an independent professional surveyor and valuer.

The following amounts have been recognised in the consolidated income statement for investment properties:

|                                                                                      | 2019<br>HK\$'000  | 2018<br>HK\$'000  |
|--------------------------------------------------------------------------------------|-------------------|-------------------|
| Rental income Direct operating expenses from properties that generated rental income | 20,849<br>(2,845) | 13,926<br>(2,237) |
|                                                                                      | 18,004            | 11,689            |

Certain investment properties are pledged to secure bank borrowings of the Group as detailed in Note 22.

As at 31 March 2019, the Group had no unprovided contractual obligations for future repairs and maintenance (2018: Nil).

The revaluation gain is included in "other gains — net" in the consolidated income statement (Note 25). The following table analyses the investment properties carried at fair value, by valuation method.

#### Fair value hierarchy

| rair value hierarchy                                     |                                                                                           |                                                                       |                                                                |  |  |  |
|----------------------------------------------------------|-------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|----------------------------------------------------------------|--|--|--|
|                                                          | 31                                                                                        | Fair value measurements at<br>31 March 2019 using                     |                                                                |  |  |  |
| Description                                              | Quoted prices<br>in active<br>markets for<br>identical<br>assets<br>(Level 1)<br>HK\$'000 | Significant<br>other<br>Observable<br>inputs<br>(Level 2)<br>HK\$'000 | Significant<br>unobservable<br>inputs<br>(Level 3)<br>HK\$'000 |  |  |  |
| Recurring fair value measurements: Investment properties | -                                                                                         | _                                                                     | 328,614                                                        |  |  |  |
|                                                          | Fair v                                                                                    | alue measurements                                                     | s at                                                           |  |  |  |
|                                                          |                                                                                           | March 2018 using                                                      | at                                                             |  |  |  |
|                                                          | Quoted prices                                                                             | Waren Zoro doing                                                      |                                                                |  |  |  |
|                                                          | in active                                                                                 | Significant                                                           |                                                                |  |  |  |
|                                                          | markets for                                                                               | other                                                                 | Significant                                                    |  |  |  |
|                                                          | identical                                                                                 | observable                                                            | unobservable                                                   |  |  |  |
|                                                          | assets                                                                                    | inputs                                                                | inputs                                                         |  |  |  |
| Description                                              | (Level 1)                                                                                 | (Level 2)                                                             | (Level 3)                                                      |  |  |  |
|                                                          | HK\$'000                                                                                  | HK\$'000                                                              | HK\$'000                                                       |  |  |  |
|                                                          |                                                                                           |                                                                       |                                                                |  |  |  |
| Recurring fair value measurements: Investment properties |                                                                                           |                                                                       |                                                                |  |  |  |
|                                                          |                                                                                           |                                                                       | 353,420                                                        |  |  |  |

There were no transfers between Levels 1, 2 and 3 during the year.

Fair value measurements using significant unobservable inputs (Level 3)

|                                                                                                                                                                                                                           | Hong Kong<br>HK\$'000             | Properties<br>PRC<br>HK\$'000                               | Total<br>HK\$'000                                           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-------------------------------------------------------------|-------------------------------------------------------------|
| At 1 April 2018 Increase in fair value during the year Transferred from property, plant and equipment (Note 7) Increase in fair value on date of change in use Transferred to land use right (Note 9) Exchange difference | 17,320<br>100<br>-<br>-<br>-<br>- | 336,100<br>17,505<br>5,986<br>3,308<br>(31,200)<br>(20,505) | 353,420<br>17,605<br>5,986<br>3,308<br>(31,200)<br>(20,505) |
| At 31 March 2019                                                                                                                                                                                                          | 17,420                            | 311,194                                                     | 328,614                                                     |
| Total gains for the year included in the consolidated income statement for assets held at the end of the year, under 'other gains – net'                                                                                  | 100                               | 17,505                                                      | 17,605                                                      |
| Change in unrealised gains for the year included in the consolidated income statement for assets held at the end of the year                                                                                              | 100                               | 17,505                                                      | 17,605                                                      |
|                                                                                                                                                                                                                           | Hong Kong<br>HK\$'000             | Properties<br>PRC<br>HK\$'000                               | Total<br>HK\$'000                                           |
| At 1 April 2017<br>Increase in fair value during the year<br>Exchange difference                                                                                                                                          | 15,700<br>1,620<br>—              | 226,500<br>79,171<br>30,429                                 | 242,200<br>80,791<br>30,429                                 |
| At 31 March 2018                                                                                                                                                                                                          | 17,320                            | 336,100                                                     | 353,420                                                     |
| Total gains for the year included in the consolidated income statement for assets held at the end of the year, under 'other gains – net'                                                                                  | 1,620                             | 79,171                                                      | 80,791                                                      |
| Change in unrealised gains for the year included in the consolidated income statement for assets held at the end of the year                                                                                              | 1,620                             | 79,171                                                      | 80,791                                                      |

#### Valuation processes of the Group

As at both 31 March 2019 and 2018, the fair values of the investment properties have been arrived at on the basis of valuations carried out by LCH (Asia-Pacific) Surveyors Limited ("LCH") and Valor, independent professional surveyor and valuer. LCH and Valor are members of the Hong Kong Institute of Surveyors ("HKIS"), and have appropriate qualifications and recent experiences in the valuation of similar properties in the relevant locations.

The Group's finance department reviews the valuations performed by the independent valuers for financial reporting purposes. Discussions of valuation processes and results are held between the financial department and valuer at least once every six months, in line with the Group's interim and annual reporting dates.

At each financial year end, the finance department:

- Verifies all major inputs to the independent valuation report;
- Assesses property valuations movements when compared to the prior year valuation report; and
- Holds discussions with the independent valuer.

#### Valuation technique

The valuations, which conform to the HKIS valuation standards, 2017 Edition, were based on the income approach which largely used unobservable inputs (e.g. unit rate, discount rate, etc.) and taking into account the significant adjustment on discount rate to account for the risk upon reversionary and the estimation in vacancy rate after expiry of current lease.

There were no changes to the valuation technique during the year.

Information about fair value measurements using significant unobservable inputs (Level 3)

| Description                                   | Fair value at<br>31 Mar 2019<br>(HK\$'000) | Valuation<br>technique   | Unobservable<br>input | Range of<br>unobservable<br>inputs        | Relationship of<br>unobservable<br>inputs to fair value |
|-----------------------------------------------|--------------------------------------------|--------------------------|-----------------------|-------------------------------------------|---------------------------------------------------------|
| Hong Kong properties                          | 17,420                                     | Income approach          | Unit rate             | HK\$3,870/sq.ft.                          | The higher the unit rate,<br>the higher the fair value  |
|                                               |                                            |                          | Discount rate         | 2.8% to 3.3%                              | The higher the discount rate, the lower the fair value  |
| PRC properties                                | 311,194                                    | Income approach          | Unit rate             | HK\$8,780/sq.m.                           | The higher the unit rate,                               |
|                                               |                                            |                          |                       | to<br>HK\$23,360/sq.m.                    | the higher the fair value                               |
|                                               |                                            |                          | Discount rate         | 3.0% to 4.7%                              | The higher the discount rate, the lower the fair value  |
| Description                                   | Fair value at<br>31 Mar 2018<br>(HK\$'000) | Valuation<br>technique   | Unobservable<br>input | Range of<br>unobservable<br>inputs        | Relationship of<br>unobservable<br>inputs to fair value |
| Hong Kong properties                          | 17,320                                     | Income approach          | Unit rate             | HK\$3,820/sq.ft.                          | The higher the unit rate,<br>the higher the fair value  |
|                                               |                                            |                          | Discount rate         | 2.8% to 3.3%                              | The higher the discount rate, the lower the fair value  |
| PRC properties except for<br>Kunshan property | 305,200                                    | Income approach          | Unit rate             | HK\$9,100/sq.m.<br>to<br>HK\$19,970/sq.m. | The higher the unit rate,<br>the higher the fair value  |
|                                               |                                            |                          | Discount rate         | 0.7% to 4.7%                              | The higher the discount rate, the lower the fair value  |
| Kunshan property                              | 30,900                                     | Sale comparison approach | Unit rate             | HK\$340/sq.m.                             | The higher the unit rate,<br>the higher the fair value  |
|                                               |                                            |                          | Discount rate         | 7.8%                                      | The higher the discount rate, the lower the fair value  |

## 9 LAND USE RIGHTS

|                                                      | HK\$'000 |
|------------------------------------------------------|----------|
| Cost                                                 |          |
| At 1 April 2017                                      | 322,028  |
| Disposals                                            | (1,460)  |
| Exchange difference                                  | 36,228   |
| At 31 March 2018 and 1 April 2018                    | 356,796  |
| Additions                                            | 33,445   |
| Reclassification from investment properties (Note 8) | 31,200   |
| Exchange difference                                  | (20,255) |
| At 31 March 2019                                     | 401,186  |
| Less: amortisation                                   |          |
| At 1 April 2017                                      | 43,826   |
| Amortisation                                         | 6,727    |
| Written back upon disposals                          | (156)    |
| Exchange difference                                  | 5,350    |
| At 31 March 2018 and 1 April 2018                    | 55,747   |
| Amortisation                                         | 7,740    |
| Exchange difference                                  | (3,280)  |
| At 31 March 2019                                     | 60,207   |
| Net book value                                       |          |
| At 31 March 2019                                     | 340,979  |
| At 31 March 2018                                     | 301,049  |

Amortisation charge of HK\$1,791,000 (2018: HK\$1,577,000) in "cost of sales" and HK\$5,949,000 (2018: HK\$5,150,000) has been charged in "general and administrative expenses".

The Group's interest in land use rights at their carrying values are analysed as follows:

|                                                                   | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-------------------------------------------------------------------|------------------|------------------|
| Land use rights in the PRC under leases of between 10 to 50 years | 340,979          | 301,049          |

Certain land use rights are pledged to secure bank borrowings of the Group as detailed in Note 22.

#### 10 INTERESTS IN JOINT VENTURES

|                                                  | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|--------------------------------------------------|------------------|------------------|
| At 1 April 2017, 31 March 2018 and 31 March 2019 | _                | _                |

As at both 31 March 2019 and 31 March 2018, the Group has interests in three joint ventures, namely Charm Energy Limited, L.K. Japan Co. Ltd. and Thai Prex Engineering Co. Ltd.. These companies did not have significant operations during the year ended 31 March 2019 and the Group did not share any profit or loss from these joint ventures. The directors of the Company consider that these are not significant joint ventures.

Particulars of joint ventures, which are unlisted and not significant to the Group, are as follows:

| Name                               | Place of issued<br>shares held | Principal activities and place of operations              | Issued and<br>fully paid up<br>share capital | Interest held | Measurement<br>method | Proportionate<br>interest in<br>joint venture's<br>commitment<br>HK\$'000 |
|------------------------------------|--------------------------------|-----------------------------------------------------------|----------------------------------------------|---------------|-----------------------|---------------------------------------------------------------------------|
| Charm Energy Limited               | Hong Kong                      | Research and development in Hong Kong                     | HK\$1,000,000                                | 50%           | Equity                | -                                                                         |
| L.K. Japan Co. Ltd.                | Japan                          | Manufacture and sales of peripheral equipment in Japan    | JPY40,000,000                                | 70%           | Equity                | -                                                                         |
| Thai Prex Engineering Co.,<br>Ltd. | Thailand                       | Manufacture and sales of peripheral equipment in Thailand | THB 6,000,000                                | 70%           | Equity                | _                                                                         |

Charm Energy Limited, L.K. Japan Co. Ltd. and Thai Prex Engineering Co., Ltd. are private companies and there is no quoted market price available for their shares. There are no contingent liabilities relating to the Group's interest in the joint ventures.

#### 11 INTEREST IN AN ASSOCIATE

|                                                | 2019<br>HK\$'000         | 2018<br>HK\$'000         |
|------------------------------------------------|--------------------------|--------------------------|
| At 1 April Share of profit Exchange difference | 34,633<br>252<br>(2,037) | 28,434<br>2,824<br>3,375 |
| At 31 March                                    | 32,848                   | 34,633                   |

# 11 INTEREST IN AN ASSOCIATE (Continued)

Particulars of the associate, which is unlisted, as at 31 March 2019 and 2018 are as follows:

| Name                                                                             | Place of<br>issued<br>shares held | Principal<br>activities<br>and place of<br>operations | Particulars of<br>registered<br>share capital | Assets<br>HK\$'000 | <b>Liabilities</b><br>HK\$'000 | Revenue<br>HK\$'000 | <b>Profit</b><br>HK\$'000 | Interest<br>held |
|----------------------------------------------------------------------------------|-----------------------------------|-------------------------------------------------------|-----------------------------------------------|--------------------|--------------------------------|---------------------|---------------------------|------------------|
| 31 March 2019<br>深圳市精工小額貸款<br>有限公司<br>(Shenzhen Jinggong<br>Microcredit Limited) | PRC                               | Microcredit<br>business in<br>PRC                     | RMB101,000,000                                | 176,158            | 11,920                         | 31,105              | 1,258                     | 20%              |
| 31 March 2018<br>深圳市精工小額貸款<br>有限公司<br>(Shenzhen Jinggong<br>Microcredit Limited) | PRC                               | Microcredit<br>business in<br>PRC                     | RMB101,000,000                                | 201,184            | 28,017                         | 32,726              | 14,120                    | 20%              |

Shenzhen Jinggong Microcredit Limited is a private company and there is no quoted market price available for its shares. There are no contingent liabilities relating to the Group's interest in the associate.

#### 12 PRINCIPAL SUBSIDIARIES

Details of the principal subsidiaries as at 31 March 2019 are as follows:

| Name of subsidiary Subsidiaries directly he | Form of business structure | Place of incorporation and kind of legal entity      | Particulars<br>of issued/<br>registered<br>share capital | Attributable<br>equity<br>interest held<br>by the Group | Principal activities and place of operation |
|---------------------------------------------|----------------------------|------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------|---------------------------------------------|
| Best Truth Enterprises<br>Limited           | Corporation                | British Virgin Islands,<br>limited liability company | US\$2                                                    | 100%                                                    | Investment holding in<br>Hong Kong          |
| World Force Limited                         | Corporation                | British Virgin Islands,<br>Iimited liability company | US\$1                                                    | 100%                                                    | Investment holding in<br>Hong Kong          |

# 12 PRINCIPAL SUBSIDIARIES (Continued)

| Name of subsidiary                                                                | Form of<br>business<br>structure  | Place of incorporation and kind of legal entity         | Particulars<br>of issued/<br>registered<br>share capital | Attributable<br>equity<br>interest held<br>by the Group | Principal activities and place of operation                                                |
|-----------------------------------------------------------------------------------|-----------------------------------|---------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------|--------------------------------------------------------------------------------------------|
| Subsidiaries indirectly he                                                        | eld by the Company                |                                                         |                                                          |                                                         |                                                                                            |
| 重慶力勁機械<br>有限公司<br>Chongqing L.K.<br>Machinery Co. Ltd. <sup>1</sup>               | Wholly Foreign-<br>owned ("WFOE") | PRC, limited liability company                          | US\$8,800,000                                            | 100%                                                    | Sale of die-casting machines in PRC                                                        |
| 阜新力勁北方機械有限公司                                                                      | WF0E                              | PRC, limited liability company                          | HK\$30,000,000                                           | 100%                                                    | Manufacture and sale of steel casting in PRC                                               |
| Fuxin L.K. Northern<br>Machinery Co. Ltd. <sup>1</sup>                            |                                   |                                                         |                                                          |                                                         |                                                                                            |
| Gold Millennium Ltd.                                                              | Corporation                       | British Virgin Islands,<br>limited liability<br>company | US\$1                                                    | 100%                                                    | Investment holding in Hong<br>Kong                                                         |
| Gold Progress Limited                                                             | Corporation                       | Hong Kong, limited liability company                    | HK\$1                                                    | 100%                                                    | Investment holding in Hong<br>Kong                                                         |
| L.K. Machinery Company<br>Limited                                                 | Corporation                       | Hong Kong, limited liability company                    | HK\$60,835,418                                           | 100%                                                    | Investment holding in Hong<br>Kong                                                         |
| L.K. Machinery<br>International Limited                                           | Corporation                       | Hong Kong, limited<br>liability company                 | HK\$151,417,696                                          | 100%                                                    | Sale of die-casting machines<br>and plastic injection<br>moulding machines in Hong<br>Kong |
| 力勁機械股份<br>有限公司<br>L.K. Machinery Corp.                                            | Corporation                       | Taiwan, limited liability company                       | TWD211,000,000                                           | 100%                                                    | Manufacture and sale of CNC machines in Taiwan                                             |
| L.K. Machinery, Inc.                                                              | Corporation                       | USA, limited liability company                          | US\$10,000                                               | 100%                                                    | Sale of die-casting machines<br>and plastic injection<br>moulding machines in USA          |
| 力勁機械 (深圳)<br>有限公司<br>L.K. Machinery<br>(Shenzhen) Co. Ltd. ¹                      | WF0E                              | PRC, limited liability company                          | HK\$69,500,000                                           | 100%                                                    | Manufacture and sale of die-<br>casting machines in PRC                                    |
| 力勁精密機械<br>(昆山)有限公司<br>L.K. Precision Machinery<br>(Kunshan) Co. Ltd. <sup>1</sup> | WF0E                              | PRC, limited liability company                          | US\$20,000,000                                           | 100%                                                    | Manufacture and sale of CNC machines in PRC                                                |
| 力勁科技 (天津)<br>有限公司<br>L.K. Tech (Tianjin)<br>Co. Ltd. ¹                            | WF0E                              | PRC, limited liability company                          | US\$2,000,000                                            | 100%                                                    | Sale of die-casting machines in PRC                                                        |

# 12 PRINCIPAL SUBSIDIARIES (Continued)

| Name of subsidiary                                                      | Form of<br>business<br>structure     | Place of incorporation<br>and kind of legal entity | Particulars<br>of issued/<br>registered<br>share capital | Attributable<br>equity<br>interest held<br>by the Group | Principal activities and place of operation                                       |
|-------------------------------------------------------------------------|--------------------------------------|----------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------|-----------------------------------------------------------------------------------|
| ivalle of Substituting                                                  | Structure                            | and kind of legal entity                           | Share Capital                                            | by the Group                                            | place of operation                                                                |
| Subsidiaries indirectly he                                              | eld by the Company $\ell\ell$        | Continued)                                         |                                                          |                                                         |                                                                                   |
| Lucky Prosper Limited                                                   | Corporation                          | Hong Kong, limited liability company               | HK\$1                                                    | 100%                                                    | Investment holding in Hong<br>Kong                                                |
| 寧波力勁機械<br>有限公司                                                          | WFOE                                 | PRC, limited liability company                     | US\$33,660,000                                           | 100%                                                    | Manufacture and sale of plastic injection moulding                                |
| Ningbo L.K. Machinery<br>Co. Ltd. <sup>1</sup>                          |                                      |                                                    |                                                          |                                                         | machines in PRC                                                                   |
| 寧波力勁科技<br>有限公司                                                          | WF0E                                 | PRC, limited liability company                     | US\$20,400,000                                           | 100%                                                    | Manufacture and sale of die-<br>casting machines in PRC                           |
| Ningbo L.K. Technology<br>Co. Ltd. <sup>1</sup>                         |                                      |                                                    |                                                          |                                                         |                                                                                   |
| Power Excel International<br>Limited                                    | Corporation                          | Hong Kong, limited liability company               | HK\$291,080,002                                          | 100%                                                    | Investment holding in Hong<br>Kong                                                |
| 上海一達機械<br>有限公司<br>Shanghai Atech<br>Machinery Co. Ltd. <sup>1</sup>     | WF0E                                 | PRC, limited liability company                     | US\$4,900,000                                            | 100%                                                    | Manufacture and sale of die-<br>casting machines in PRC                           |
| 深圳領威科技<br>有限公司<br>Shenzhen Leadwell<br>Technology Co. Ltd. <sup>1</sup> | Sino-foreign Equity<br>Joint Venture | PRC, limited liability company                     | RMB127,000,000                                           | 100%                                                    | Manufacture and sale of die-<br>casting machines in PRC                           |
| 中山力勁機械<br>有限公司<br>Zhongshan L.K.                                        | WF0E                                 | PRC, limited liability company                     | US\$13,580,000                                           | 100%                                                    | Manufacture and sale of<br>plastic injection moulding<br>machines in PRC          |
| Machinery Co. Ltd. <sup>1</sup>                                         |                                      |                                                    |                                                          |                                                         |                                                                                   |
| 阜新力達鋼鐵鑄造<br>有限公司<br>Fuxin Lida Steel Casting<br>Co. Ltd. <sup>1</sup>   | WF0E                                 | PRC, limited liability company                     | HK\$140,000,000                                          | 100%                                                    | Steel casting in PRC                                                              |
| ldra S.r.I                                                              | Corporation                          | Italy, limited liability company                   | EUR5,032,661                                             | 100%                                                    | Design, manufacture and sale<br>of die-casting machines and<br>equipment in Italy |

<sup>&</sup>lt;sup>1</sup> The English name is made for identification purpose only.

The above table lists the subsidiaries of the Group which, in the opinion of the directors, principally affected the results, assets, or liabilities of the Group. To give details of all subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

#### 13 DEFERRED INCOME TAX

The analysis of deferred income tax assets and liabilities is as follows:

|                                                                                                             | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-------------------------------------------------------------------------------------------------------------|------------------|------------------|
| Deferred income tax assets:  — Deferred income tax assets to be recovered after more than 12 months         | 83,220           | 87,980           |
| Deferred income tax liabilities:  — Deferred income tax liabilities to be settled after more than 12 months | (20,445)         | (18,173)         |
| Deferred income tax assets, net                                                                             | 62,775           | 69,807           |

The gross movement on the deferred income tax account is as follows:

| 20<br>HK\$'0                                                              |                  |
|---------------------------------------------------------------------------|------------------|
| At the beginning of the year                                              | 62.422           |
| At the beginning of the year 69,8                                         |                  |
| Effect on adopt of HKFRS 9 (Note 2.2.3(a))                                | 40 —             |
| Charged to the consolidated income statement (Note 29) (2,0               | <b>(2,308)</b>   |
| Charged to the consolidated statement of comprehensive income (Note 8) (4 | 96) –            |
| Exchange difference (6,5                                                  | <b>72)</b> 8,693 |
|                                                                           |                  |
| At the end of the year 62,7                                               | <b>75</b> 69,807 |

The movement in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction, is as follows:

|                                                                                                                                 |                               | Deferred income tax assets Impairment         |                                                |                                      |
|---------------------------------------------------------------------------------------------------------------------------------|-------------------------------|-----------------------------------------------|------------------------------------------------|--------------------------------------|
|                                                                                                                                 | <b>Tax losses</b><br>HK\$'000 | losses<br>and other<br>allowances<br>HK\$'000 | Decelerated<br>tax<br>depreciation<br>HK\$'000 | <b>Total</b><br>HK\$'000             |
| At 1 April 2017<br>(Charged)/credited to the consolidated income statement<br>Exchange difference                               | 1,995<br>(1,995)<br>—         | 59,462<br>10,104<br>8,756                     | 27,933<br>973<br>2,843                         | 89,390<br>9,082<br>11,599            |
| At 1 April 2018<br>Effect on adopt of HKFRS 9<br>Credited/(charged) to the consolidated income statement<br>Exchange difference | -<br>-<br>-<br>-              | 78,322<br>2,040<br>4,684<br>(6,924)           | 31,749<br>-<br>(2,002)<br>(1,680)              | 110,071<br>2,040<br>2,682<br>(8,604) |
| At 31 March 2019                                                                                                                | -                             | 78,122                                        | 28,067                                         | 106,189                              |

At 1 April 2017

At 1 April 2018

Exchange difference

At 31 March 2019

#### DEFERRED INCOME TAX (Continued) 13

#### **Deferred income tax liabilities** Revaluation of investment properties Others Total HK\$'000 HK\$'000 HK\$'000 (18,868)(7,100)(25,968)(Charged)/credited to the consolidated income statement (13,090)1,700 (11,390)Exchange difference (2,906)(2,906)(34,864)(5,400)(40, 264)(Charged)/credited to the consolidated income statement (4,833)147 (4,686)Charged to the consolidated statement of comprehensive income (496)(496)

2,032

(38, 161)

(5,253)

2,032

(43,414)

Deferred income tax asset is recognised for tax losses carried forward to the extent that the realisation of the related tax benefit through the future taxable profits is probable.

At the end of the reporting period, the Group has the following unutilised tax losses available for offsetting against future taxable profits for which no deferred tax asset is recognised:

|                      | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|----------------------|------------------|------------------|
| Tax losses expiring: |                  |                  |
|                      | 125 000          | C1 470           |
| Within 5 years       | 125,080          | 61,478           |
| Over 5 years         | 117,904          | 104,977          |
| Without expiry date  | 66,361           | 60,429           |
|                      |                  |                  |
|                      | 309,345          | 226,884          |

No deferred tax asset has been recognised in respect of the above tax losses due to unpredictability of future profit streams.

Dividends out of profits earned on or after 1 January 2008 for the PRC subsidiaries distributed to the Group will be subject to dividend withholding tax.

Deferred income tax liabilities of HK\$52.348.000 (2018: HK\$41.766.000) have not been recognised for the withholding tax and other taxes that would be payable on the unremitted earnings of certain subsidiaries. Unremitted earnings that are subject to withholding tax totalled HK\$1,046,944,000 at 31 March 2019 (2018: HK\$943,285,000). Such amounts are not intended to be distributed in the foreseeable future to the Group companies outside of the Mainland China. For those subsidiaries that we have an intention to distribute their respective retained earnings, we have recognised deferred tax liabilities of HK\$5,253,000 (2018: HK\$5,400,000) for the withholding tax as at 31 March 2019 that would be payable upon such distribution.

#### 14 TRADE AND BILLS RECEIVABLES

|                                                              | 2019<br>HK\$'000       | 2018<br>HK\$'000       |
|--------------------------------------------------------------|------------------------|------------------------|
| Trade receivables Less: Provision for impairment             | 1,118,530<br>(118,790) | 1,097,168<br>(112,215) |
| Bills receivables                                            | 999,740<br>308,803     | 984,953<br>347,899     |
| Less: Balance due after one year shown as non-current assets | 1,308,543<br>(19,901)  | 1,332,852<br>(23,672)  |
| Trade and bills receivables, net                             | 1,288,642              | 1,309,180              |

The amount of provision for impairment of trade receivables was HK\$118,790,000 (2018: HK\$112,215,000). The individually impaired receivables mainly relate to individual customers, the recoverability of which was in doubt.

The ageing analysis of gross trade receivables based on invoice date at the end of reporting date is as follows:

|                                                                | 2019<br>HK\$'000                         | 2018<br>HK\$'000                         |
|----------------------------------------------------------------|------------------------------------------|------------------------------------------|
| Within 90 days<br>91-180 days<br>181-365 days<br>Over one year | 564,181<br>163,829<br>154,172<br>236,348 | 549,281<br>215,778<br>135,913<br>196,196 |
|                                                                | 1,118,530                                | 1,097,168                                |

The maturity date of the bills receivables is generally between one month to six months.

Goods sold to customers are either made on cash on delivery or on credit basis. Customers in general are required to pay deposits upon placing purchase orders, the remaining balances will be payable upon goods delivery to customers. Majority of customers are granted with credit term ranging from one month to six months. The Group also sells goods to certain customers with sales proceeds payable by installments which normally range from six months to twelve months.

The carrying amounts of the trade and bills receivables are denominated in the following currencies:

|                                  | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|----------------------------------|------------------|------------------|
|                                  |                  |                  |
| RMB                              | 933,228          | 1,046,058        |
| US\$                             | 108,242          | 91,426           |
| EUR                              | 261,376          | 192,653          |
| Other currencies                 | 5,697            | 2,715            |
|                                  |                  |                  |
| Trade and bills receivables, net | 1,308,543        | 1,332,852        |

Certain bills receivables are pledged to secure bank borrowings of the Group as detailed in Note 22.

## 15 OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS

|                                                                        | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|------------------------------------------------------------------------|------------------|------------------|
| Non-august                                                             |                  |                  |
| Non-current  Deposits for acquisition of property, plant and equipment | 12,729           | 13,554           |
| Others                                                                 | 12,725           | 3,897            |
| Culois                                                                 |                  | 0,007            |
|                                                                        | 12,729           | 17,451           |
|                                                                        |                  |                  |
| Current                                                                |                  |                  |
| Value added tax refund receivable from government                      | 7,555            | 7,667            |
| Value added tax receivable                                             | 37,908           | 56,503           |
| Other deposits and receivables                                         | 9,867            | 15,658           |
| Trade deposits                                                         | 63,874           | 87,454           |
| Advances to staff for business purpose                                 | 5,985            | 7,718            |
| Sundry, rental and utility deposits                                    | 2,779            | 2,348            |
| Others                                                                 | 65,873           | 85,522           |
|                                                                        | 193,841          | 262,870          |
| Total                                                                  | 206,570          | 280,321          |

# 16 AVAILABLE-FOR-SALE FINANCIAL ASSET/FINANCIAL ASSET AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

| HK\$                                          | 2019<br>′000 | 2018<br>HK\$'000 |
|-----------------------------------------------|--------------|------------------|
| Fair value through other comprehensive income |              |                  |
| Unlisted equity investment 5                  | ,882         | _                |
| Available-for-sale financial asset            |              |                  |
| Unlisted equity investment                    | -            | 6,250            |

Financial asset at fair value through other comprehensive income/available-for-sale financial asset is an unlisted equity investment which is denominated in RMB.

The fair value of the unlisted equity investment is determined and prepared by Valor, an independent valuer, using market approach.

#### 17 INSURANCE POLICY INVESTMENTS

|                                                                                                                         | 2019<br>HK\$'000   | 2018<br>HK\$'000        |
|-------------------------------------------------------------------------------------------------------------------------|--------------------|-------------------------|
| Non-current assets<br>Insurance policy investments                                                                      | 12,147             | 11,717                  |
| Movement of the insurance policy investments is as follows:                                                             |                    |                         |
|                                                                                                                         | 2019<br>HK\$'000   | 2018<br>HK\$'000        |
| At beginning of the year<br>Addition during the year<br>Fair value gain/(loss) recognised to other comprehensive income | 11,717<br>-<br>430 | 7,665<br>4,479<br>(427) |
| End of the year                                                                                                         | 12,147             | 11,717                  |

The fair value of insurance policy investments that is not traded in an active market is determined by reference to the expected return from the insurance policy investments which in turn is mainly derived from the cash surrender value of the insurance policy.

The insurance policy investments are denominated in US\$.

#### 18 INVENTORIES

|                                               | 2019<br>HK\$'000       | 2018<br>HK\$'000       |
|-----------------------------------------------|------------------------|------------------------|
| Raw materials                                 | 577,802                | 626,297                |
| Work in progress                              | 471,323                | 474,364                |
| Finished goods                                | 318,047                | 421,210                |
| Less: Provision for impairment of inventories | 1,367,172<br>(169,917) | 1,521,871<br>(149,870) |
|                                               | 1,197,255              | 1,372,001              |

The cost of inventories recognised as an expense and included in cost of sales amounted to HK\$2,149,563,000 (2018: HK\$2,166,691,000).

#### 19 CASH AND CASH EQUIVALENTS AND RESTRICTED BANK BALANCES

#### (a) Cash and cash equivalents

|                                                       | 2019<br>HK\$'000  | 2018<br>HK\$'000  |
|-------------------------------------------------------|-------------------|-------------------|
| Cash at banks and on hand<br>Short-term bank deposits | 594,849<br>39,850 | 567,922<br>60,750 |
| Cash and cash equivalents                             | 634,699           | 628,672           |

The Group's cash and cash equivalents are denominated in the following currencies:

|                  | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|------------------|------------------|------------------|
|                  |                  |                  |
| US\$             | 47,874           | 36,106           |
| HK\$             | 45,118           | 61,172           |
| RMB              | 412,599          | 410,338          |
| EUR              | 123,456          | 118,944          |
| Other currencies | 5,652            | 2,112            |
|                  |                  |                  |
|                  | 634,699          | 628,672          |

The effective interest rate on short-term bank deposits was 1.3% (2018: 0.59%) per annum; these deposits have an average maturity period of 30 days (2018: 90 days).

The Group's cash and bank balances of approximately HK\$402,406,000 and HK\$397,944,000 as at 31 March 2019 and 2018, respectively, were denominated in RMB and kept in banks in the PRC. The remittance of these funds out of the PRC is subject to the foreign exchange restrictions imposed by the PRC government.

#### (b) Restricted bank balances

Restricted bank balances of the Group represent deposits placed in banks to secure banking facilities granted by banks to certain customers, and the finance facilities for issuing letters of credit and acceptance bill by banks.

At the end of reporting period, the restricted bank balances carried interest at market rates which ranged from 0.00% to 2.50% (2018: 0.00% to 3.00%) per annum.

#### 20 SHARE CAPITAL

|                                                                                        | Number of<br>ordinary<br>shares of |                    |
|----------------------------------------------------------------------------------------|------------------------------------|--------------------|
|                                                                                        | HK\$0.1 each                       | Amount<br>HK\$'000 |
| Issued and fully paid:                                                                 |                                    |                    |
| At 1 April 2017                                                                        | 1,133,265,000                      | 113,327            |
| Issuance of ordinary shares upon conversion of perpetual convertible securities (Note) | 58,000,000                         | 5,800              |
|                                                                                        |                                    |                    |
| At 31 March 2018, 1 April 2018 and at 31 March 2019                                    | 1,191,265,000                      | 119,127            |

Note: On 26 January 2011, the Company and an investor (the "Investor") entered into an agreement (the "Investment Agreement"), pursuant to which the Investor agreed to subscribe HK\$145 million "Perpetual Convertible Securities". The Investment Agreement was completed on 25 February 2011. The Investor has the right to convert the Perpetual Convertible Securities into 58,000,000 ordinary shares of the Company at any time at the exercise price of HK\$2.5 per share. If the Company declares any dividend, each holder of Perpetual Convertible Securities shall be entitled to receive distributions in an amount equal to the aggregate amount of the dividends attributable to the relevant financial year which would have been paid (based on a dividend per share equal to that which the Company has declared) in respect of the number of shares into which the securities held by the holder would have been converted as at the record date for determining the shareholders of the Company eligible to receive such dividend. All the perpetual convertible securities were converted into ordinary shares of 58,000,000 during the year ended 31 March 2018.

#### (a) Share option scheme

A share option scheme (the "Share Option Scheme") was adopted pursuant to the written resolution passed by the sole shareholder of the Company on 23 September 2006. At the annual general meeting held on 8 September 2016, the shareholders of the Company had approved the termination of the Share Option Scheme and the adoption of a new share option scheme ("New Share Option Scheme"). The New Share Option Scheme became effective from 8 September 2016 and will remain in force for a period of 10 years.

Under the New Share Option Scheme, the Board may, at their discretion, grant share options to eligible participants including any directors and employees of the Group. Other major terms of the New Share Option Scheme are substantially similar to those under the Share Option Scheme. No option had been granted under the New Share Option Scheme since its date of adoption.

#### 20 SHARE CAPITAL (Continued)

#### (b) Share award scheme

A share award scheme was adopted by the Board of Directors on 28 October 2015. Core Pacific-Yamaichi International (H.K.) Limited ("Trustee") was the trustee for the benefit of the selected employees.

The share award scheme shall be valid and effective for a term of 10 years commencing on 28 October 2015.

Shares held by the Trustee under the share award scheme are as below:

|                                                                     | Number of<br>shares                     | <b>Amount</b><br>HK\$'000   |  |
|---------------------------------------------------------------------|-----------------------------------------|-----------------------------|--|
| As at 1 April 2017<br>Shares purchased<br>Shares granted and vested | 59,790,000<br>7,122,500<br>(66,912,500) | 32,446<br>4,615<br>(37,061) |  |
| As at 31 March 2018, 1 April 2018 and 31 March 2019                 | -                                       |                             |  |

66,912,500 shares held by the Trustee has been granted to selected employees of the Group during the year ended 31 March 2018 (2019: Nil). All these awarded shares were vested on 27 October 2017 and the Group recorded an expense of HK\$48,177,000 for the corresponding employee share-based compensation benefits. The vested shares were purchased before 30 September 2017 and the total cost of the vested shared was HK\$37,061,000. Upon vesting of all these awarded shares, HK\$11,116,000 was credited to other reserve in respect of vesting of shares whose fair value are higher than the costs.

# 21 RESERVES

|                                                                          | Share<br>premium<br>HK\$'000 | Share<br>reserve<br>HK\$'000<br>(Note i) | Exchange<br>translation<br>reserve<br>HK\$'000 | Statutory<br>reserve<br>HK\$'000<br>(Note ii) | Other<br>reserve<br>HK\$'000 | Property<br>revaluation<br>reserve<br>HK\$*000 | Insurance<br>policy<br>investments<br>reserve<br>HK\$'000 | Financial<br>asset at<br>fair value<br>through other<br>comprehensive<br>income<br>reserve<br>HK\$'000 | Available-<br>for-sale<br>financial<br>asset<br>reserve<br>HK\$'000 | Retained<br>earnings<br>HK\$'000 | Total<br>HK\$'000     |
|--------------------------------------------------------------------------|------------------------------|------------------------------------------|------------------------------------------------|-----------------------------------------------|------------------------------|------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------|-----------------------|
| At 1 April 2018, as previously reported<br>Effect of adoption of HKFRS 9 | 579,809<br>-                 | 13,771<br>-                              | 234,912<br>-                                   | 229,070<br>-                                  | 11,116                       | 42,306<br>-                                    | (1,319)<br>–                                              | -<br>368                                                                                               | 368<br>(368)                                                        | 1,011,134<br>(11,560)            | 2,121,167<br>(11,560) |
|                                                                          |                              |                                          |                                                |                                               |                              |                                                |                                                           |                                                                                                        |                                                                     |                                  |                       |
| At 1 April 2018, as restated                                             | 579,809                      | 13,771                                   | 234,912                                        | 229,070                                       | 11,116                       | 42,306                                         | (1,319)                                                   | 368                                                                                                    |                                                                     | 999,574                          | 2,109,607             |
| Profit for the year                                                      |                              | _                                        | _                                              |                                               | _                            |                                                | _                                                         | _                                                                                                      |                                                                     | 190,676                          | 190,676               |
| Currency translation difference                                          | _                            | _                                        | (163,305)                                      | _                                             | _                            | _                                              | _                                                         | _                                                                                                      | _                                                                   | 130,070                          | (163,305)             |
| Change in value of insurance policy investments (Note 17)                | -                            | -                                        | -                                              | -                                             | -                            | -                                              | 430                                                       | -                                                                                                      | -                                                                   | -                                | 430                   |
| Change in value of property, plant and equipment (Note 8)                | _                            | _                                        | _                                              | _                                             | _                            | 2,812                                          | _                                                         | _                                                                                                      | _                                                                   | _                                | 2,812                 |
| Transfer to statutory reserve                                            | _                            | _                                        | _                                              | 11,787                                        | _                            | 2,012                                          | _                                                         | _                                                                                                      | _                                                                   | (11,787)                         | 2,012                 |
| Final dividend paid                                                      | -                            | -                                        | -                                              | -                                             | -                            | -                                              | -                                                         | -                                                                                                      | -                                                                   | (81,006)                         | (81,006)              |
| Interim dividend paid                                                    | -                            | -                                        | -                                              | -                                             | -                            | -                                              | -                                                         | -                                                                                                      | -                                                                   | (29,781)                         | (29,781)              |
| At 31 March 2019                                                         | 579,809                      | 13,771                                   | 71,607                                         | 240,857                                       | 11,116                       | 45,118                                         | (889)                                                     | 368                                                                                                    | -                                                                   | 1,067,676                        | 2,029,433             |

# 21 RESERVES (Continued)

|                                                                                  | Share<br>premium<br>HK\$'000 | Share<br>reserve<br>HK\$'000<br>(Note i) | Exchange<br>translation<br>reserve<br>HK\$'000 | Statutory<br>reserve<br>HK\$'000<br>(Note ii) | Other<br>reserve<br>HK\$'000 | Property<br>revaluation<br>reserve<br>HK\$'000 | Perpetual<br>convertible<br>securities<br>HK\$'000 | Insurance<br>policy<br>investments<br>HK\$'000 | Available-<br>for-sale<br>financial<br>asset<br>reserve<br>HK\$'000 | Retained<br>earnings<br>HK\$'000 | Total<br>HK\$'000 |
|----------------------------------------------------------------------------------|------------------------------|------------------------------------------|------------------------------------------------|-----------------------------------------------|------------------------------|------------------------------------------------|----------------------------------------------------|------------------------------------------------|---------------------------------------------------------------------|----------------------------------|-------------------|
| At 1 April 2017                                                                  | 500,208                      | 13,771                                   | (40,747)                                       | 208,687                                       | _                            | 42,306                                         | 85,401                                             | (892)                                          | _                                                                   | 847,039                          | 1,655,773         |
| Profit for the year                                                              | -                            | _                                        | -                                              | -                                             | -                            | _                                              | _                                                  | -                                              | -                                                                   | 241,669                          | 241,669           |
| Currency translation difference                                                  | -                            | -                                        | 275,659                                        | -                                             | -                            | -                                              | -                                                  | -                                              | -                                                                   | -                                | 275,659           |
| Change in value of available-for-sale financial                                  |                              |                                          |                                                |                                               |                              |                                                |                                                    |                                                |                                                                     |                                  |                   |
| asset (Note 16)                                                                  | -                            | -                                        | -                                              | -                                             | -                            | -                                              | -                                                  | -                                              | 368                                                                 | -                                | 368               |
| Change in value of insurance policy                                              |                              |                                          |                                                |                                               |                              |                                                |                                                    |                                                |                                                                     |                                  |                   |
| investments (Note 17)                                                            | -                            | -                                        | -                                              | -                                             | -                            | -                                              | -                                                  | (427)                                          | -                                                                   | -                                | (427)             |
| Transfer to statutory reserve                                                    | -                            | -                                        | -                                              | 20,383                                        | -                            | -                                              | -                                                  | -                                              | -                                                                   | (20,383)                         | -                 |
| Acquisition of additional equity interest in a subsidiary from a non-controlling |                              |                                          |                                                |                                               |                              |                                                |                                                    |                                                |                                                                     | (40)                             | 440)              |
| shareholders                                                                     | -                            | -                                        | -                                              | -                                             | -                            | -                                              | -                                                  | -                                              | -                                                                   | (10)                             | (10)              |
| Vesting of shares of share award scheme                                          | -                            | -                                        | -                                              | -                                             | 11,116                       | -                                              | -                                                  | -                                              | -                                                                   | -                                | 11,116            |
| Conversion of perpetual convertible securities                                   | 79,601                       | -                                        | -                                              | -                                             | -                            | -                                              | (85,401)                                           | -                                              | -                                                                   | - (40,400)                       | (5,800)           |
| Final dividend paid                                                              | -                            | -                                        | -                                              | -                                             | -                            | -                                              | -                                                  | -                                              | -                                                                   | (18,132)                         | (18,132)          |
| Interim dividend paid                                                            | -                            | -                                        | -                                              | -                                             | _                            | -                                              | -                                                  | -                                              | -                                                                   | (38,121)                         | (38,121)          |
| Distribution to perpetual convertible securities owner                           | -                            | -                                        | -                                              | -                                             | -                            | -                                              | -                                                  | -                                              | -                                                                   | (928)                            | (928)             |
| At 31 March 2018                                                                 | 579,809                      | 13,771                                   | 234,912                                        | 229,070                                       | 11,116                       | 42,306                                         | -                                                  | (1,319)                                        | 368                                                                 | 1,011,134                        | 2,121,167         |

#### Notes:

<sup>(</sup>i) Share reserve represents the difference between the share capital and reserves of the subsidiaries acquired and the nominal value of the Company's shares issued for the acquisition of subsidiaries at the time of corporate reorganisation.

<sup>(</sup>ii) The statutory reserve is the reserve of the Company's subsidiaries operating as foreign investment enterprises in the PRC. The use of this reserve is governed by relevant regulations of the PRC and the articles of association of these subsidiaries.

## 22 BORROWINGS

The borrowings of the Group comprise:

|                                        | 2019<br>HK\$'000  | 2018<br>HK\$'000  |
|----------------------------------------|-------------------|-------------------|
| Non-current Park have views            | 420.474           | F02.70F           |
| Bank borrowings                        | 438,174           | 592,765           |
| Current                                |                   |                   |
| Bank borrowings                        | 1,239,004         | 949,150           |
| Trust receipt loans                    | 74,317            | 149,484           |
|                                        |                   |                   |
|                                        | 1,313,321         | 1,098,634         |
|                                        |                   |                   |
|                                        | 1,751,495         | 1,691,399         |
|                                        |                   |                   |
| Secured:                               | 000.000           | 004.004           |
| Bank borrowings<br>Trust receipt loans | 303,209<br>13,436 | 334,821<br>34,531 |
| Trust receipt todals                   | 13,430            | 34,331            |
|                                        | 316,645           | 369,352           |
| Unsecured:                             | 010,010           | 000,002           |
| Bank borrowings                        | 1,373,969         | 1,207,094         |
| Trust receipt loans                    | 60,881            | 114,953           |
|                                        |                   |                   |
|                                        | 1,434,850         | 1,322,047         |
|                                        |                   |                   |
|                                        | 1,751,495         | 1,691,399         |

At 31 March 2019 and 2018, the Group's borrowings were repayable as follows:

|                                                                   | Trust rece       | eipt loans       | Bank bo          | rowings          | Total            |                  |  |
|-------------------------------------------------------------------|------------------|------------------|------------------|------------------|------------------|------------------|--|
|                                                                   | 2019<br>HK\$'000 | 2018<br>HK\$'000 | 2019<br>HK\$'000 | 2018<br>HK\$'000 | 2019<br>HK\$'000 | 2018<br>HK\$'000 |  |
| Within 1 year                                                     | 74,317           | 149,484          | 1,208,966        | 891,002          | 1,283,283        | 1,040,486        |  |
| Bank borrowings due for repayment                                 |                  |                  |                  |                  |                  |                  |  |
| after one year <i>(Note)</i> :<br>After 1 year but within 2 years | _                | -                | 452,005          | 199,435          | 452,005          | 199,435          |  |
| After 2 years but within 5 years                                  | _                | _                | 16,207           | 451,478          | 16,207           | 451,478          |  |
|                                                                   | _                |                  | 468,212          | 650,913          | 468,212          | 650,913          |  |
|                                                                   | 74,317           | 149,484          | 1,677,178        | 1,541,915        | 1,751,495        | 1,691,399        |  |

Note: The amounts due are based on the scheduled repayment dates set out in the loan agreements and ignore the effect of any repayment on demand clause.

## 22 BORROWINGS (Continued)

The carrying amounts of the borrowings are denominated in the following currencies:

|                       | As at 31 March                                     |                                                    |  |
|-----------------------|----------------------------------------------------|----------------------------------------------------|--|
|                       | 2019<br>HK\$'000                                   | 2018<br>HK\$'000                                   |  |
| HK\$ RMB US\$ EUR TWD | 841,808<br>549,414<br>173,019<br>145,798<br>41,456 | 698,772<br>598,206<br>205,046<br>166,662<br>22,713 |  |
|                       | 1,751,495                                          | 1,691,399                                          |  |

The borrowings of approximately HK\$591,332,000 and HK\$610,625,000 as at 31 March 2019 and 31 March 2018, respectively, were borrowed from banks in The People's Republic of China ("PRC") by subsidiaries of the Group that are incorporated or established in the PRC.

The effective interest rates at the consolidated statement of financial position date are as follows:

|                                          | As at 31 March 2019 |                |                | As at 31 March 2018 |                |                |                |                |                |                |
|------------------------------------------|---------------------|----------------|----------------|---------------------|----------------|----------------|----------------|----------------|----------------|----------------|
|                                          | HK\$                | US\$           | RMB            | EUR                 | TWD            | HK\$           | US\$           | RMB            | EUR            | TWD            |
| Bank borrowings Trust receipt bank loans | 4.83%<br>3.64%      | 4.95%<br>4.54% | 5.35%<br>4.88% | 0.66%<br>2.40%      | 3.01%<br>2.68% | 3.83%<br>3.43% | 4.60%<br>4.06% | 5.37%<br>4.67% | 0.75%<br>2.31% | 3.00%<br>2.71% |

The carrying amount of the assets of the Group pledged to secure its borrowings and financial guarantees are as follows:

|                               | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-------------------------------|------------------|------------------|
|                               |                  |                  |
| Restricted bank balances      | 46,849           | 85,768           |
| Land use rights               | 154,427          | 168,120          |
| Investment properties         | 89,720           | 93,220           |
| Property, plant and equipment | 281,278          | 338,948          |
| Bills receivables             | 87,225           | 231,353          |
| Insurance policy investments  | 12,147           | 11,717           |
|                               |                  |                  |
|                               | 671,646          | 929,126          |

# 23 TRADE AND BILLS PAYABLES, OTHER PAYABLES, DEPOSITS AND ACCRUALS

|                                               | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-----------------------------------------------|------------------|------------------|
|                                               |                  |                  |
| Trade payables                                | 568,958          | 849,374          |
| Bills payables                                | 145,204          | 221,143          |
| Other deposits                                | 5,199            | 4,597            |
| Trade deposits and receipts in advance (Note) | 224,587          | 251,984          |
| Accrued salaries, bonuses and staff benefits  | 92,845           | 87,182           |
| Accrued sales commission                      | 49,876           | 52,664           |
| Value added tax payable                       | 17,737           | 22,071           |
| Others                                        | 160,892          | 162,964          |
|                                               |                  |                  |
|                                               | 1,265,298        | 1,651,979        |

Note: The Group recognised its contract liabilities under "Trade and bills payables, other payables, deposits and accruals" as "Trade deposits and receipts in advance" in the consolidated statement of financial position. The revenue recognised in the current reporting period is HK\$251,579,000 (2018: HK\$175,912,000) related to carried forward contract liabilities.

The following is the ageing analysis of the trade payables based on invoice date:

|                               | 2019<br>HK\$'000   | 2018<br>HK\$'000   |
|-------------------------------|--------------------|--------------------|
| White 00 days                 | 444 750            | COO FOO            |
| Within 90 days<br>91–180 days | 414,752<br>123,262 | 699,592<br>107,980 |
| 181–365 days                  | 13,693             | 32,627             |
| Over one year                 | 17,251             | 9,175              |
|                               |                    |                    |
|                               | 568,958            | 849,374            |

The carrying amounts of the Group's trade and bills payables are denominated in the following currencies:

|                  | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|------------------|------------------|------------------|
|                  |                  |                  |
| RMB              | 474,808          | 836,514          |
| EUR              | 223,084          | 198,344          |
| TWD              | 10,434           | 22,075           |
| HK\$             | 2,147            | 9,404            |
| US\$             | 2,273            | 4,028            |
| Other currencies | 1,416            | 152              |
|                  |                  |                  |
|                  | 714,162          | 1,070,517        |

The maturity dates of the bills payables are generally between one month to six months. The carrying amount of the bills receivables of the Group which has pledged to secure its bills payables is HK\$66,235,000 (2018: HK\$116,546,000).

### 24 REVENUE AND OTHER INCOME

|                                                     | 2019<br>HK\$'000     | 2018<br>HK\$'000 |
|-----------------------------------------------------|----------------------|------------------|
| Decrees and a LIVEDO 45                             |                      |                  |
| Revenue under HKFRS 15 Sales of die-casting machine | 2 552 206            | 2,507,914        |
| Sales of plastic injection moulding machine         | 2,553,286<br>948,509 | 1,078,915        |
| Sales of CNC machining centre                       | 102,654              | 1,076,915        |
| Sales of GNC machining centre                       | 102,034              | 141,704          |
|                                                     | 3,604,449            | 3,728,533        |
| Other income                                        |                      |                  |
| Value added tax refund                              | 22,943               | 27,919           |
| Other subsidies from government                     | 12,556               | 17,160           |
| Rental income                                       | 20,849               | 13,926           |
| Sundry income                                       | 8,352                | 7,331            |
|                                                     |                      | .,,,,,           |
|                                                     | 64,700               | 66,336           |
| Total revenue and other income                      | 3,669,149            | 3,794,869        |

The Group derived revenue from the sales of goods at a point in time.

### 25 OTHER GAINS - NET

|                                                                                                                                                                   | 2019<br>HK\$'000                  | 2018<br>HK\$'000                     |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------|
| Net foreign exchange (loss)/gain Increase in fair value of investment properties (Note 8) Gain/(loss) on disposals of property, plant and equipment (Note) Others | (21,079)<br>17,605<br>82,707<br>– | 18,806<br>80,791<br>(2,393)<br>(310) |
|                                                                                                                                                                   | 79,233                            | 96,894                               |

Note: During the year ended 31 March 2019, the gain includes the compensation payment received from the government in the amount of HK\$88,476,000 (Net gain: HK\$84,611,000) in relation to a governmental resumption of a part of a land parcel owned by the Group in Shenzhen, and the removal of the staff dormitory and related facilities thereon.

## 26 EXPENSES BY NATURE

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|                                                                       | 2019<br>HK\$'000 | 2018<br>HK\$'000  |
|-----------------------------------------------------------------------|------------------|-------------------|
| Raw materials and consumables used                                    | 2,043,359        | 2,391,298         |
| Changes in inventories of finished goods and work in progress         | 106,204          | (224,607)         |
| Staff costs (Note 27)                                                 | 618,271          | 663,574           |
| Amortisation of land use rights                                       | 7,740            | 6,727             |
| Amortisation of trademarks                                            | 54               | 129               |
| Amortisation of patents                                               | 43               | 1,602             |
| Amortisation of development costs and others                          | 3,468            | 3,519             |
| Depreciation of property, plant and equipment (Note 7)                | 127,403          | 122,702           |
| Research costs                                                        | 15,613           | 24,898            |
| Transportation expenses Auditor's remuneration                        | 71,513           | 82,407            |
| - Audit services                                                      | 3,200            | 3,180             |
| <ul> <li>Non-audit services</li> </ul>                                | 1,085            | 831               |
| Provision for impairment of trade receivables – net (Note 3.1(b)(ii)) | 11,970           | 11,916            |
| Provision for inventories write-down                                  | 28,254           | 14,174            |
| (Reversal of loss)/loss on financial guarantee contracts (Note 34)    | (5,653)          | 450               |
| Other expenses                                                        | 386,420          | 396,060           |
|                                                                       | 3,418,944        | 3,498,860         |
| Represented by:                                                       |                  |                   |
| Cost of sales                                                         | 2,714,690        | 2,723,484         |
| Selling and distribution expenses                                     | 339.092          | 350,095           |
| General and administrative expenses                                   | 365,162          | 425,281           |
|                                                                       | 3,418,944        | 3,498,860         |
|                                                                       | 5,113,511        | 57.007000         |
| EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EM                    | OLUMENTS)        |                   |
|                                                                       | 2019<br>HK\$'000 | 2018<br>HK\$'000  |
| Wages and salaries                                                    | E4C 204          | E40 F00           |
| Wages and salaries Vesting of shares of share award scheme            | 546,301          | 543,503<br>48,177 |
| Retirement scheme contributions                                       | -<br>55.779      | 53,180            |
| Other allowances and benefits                                         | 16,191           | 18,714            |
| Other allowances and benefits                                         | 10,131           | 10,/14            |

663,574

618,271

## 27 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) (Continued)

(a) Directors' and chief executive's emoluments

The remuneration of every director and the chief executive is set out below:

For the year ended 31 March 2019:

|                           |          |          |               |           |             |              |              | Other         |          |
|---------------------------|----------|----------|---------------|-----------|-------------|--------------|--------------|---------------|----------|
|                           |          |          |               |           |             |              |              | emoluments    |          |
|                           |          |          |               |           |             |              |              | paid or       |          |
|                           |          |          |               |           |             |              |              | receivable    |          |
|                           |          |          |               |           |             |              |              | in respect    |          |
|                           |          |          |               |           |             |              |              | of director's |          |
|                           |          |          |               |           |             |              |              | other         |          |
|                           |          |          |               |           |             |              |              | services in   |          |
|                           |          |          |               |           |             |              |              | connection    |          |
|                           |          |          |               |           |             |              |              | with the      |          |
|                           |          |          |               |           |             |              |              | management    |          |
|                           |          |          |               |           |             |              | Remuneration | of the        |          |
|                           |          |          |               |           |             | Employer's   | paid or      | affairs       |          |
|                           |          |          |               |           | Estimated   | contribution | receivable   | of the        |          |
|                           |          |          |               |           | money value | to a         | in respect   | Company       |          |
|                           |          |          |               |           | of other    | retirement   | of accepting | or its        |          |
|                           |          |          | Discretionary | Housing   | benefits    | benefit      | office as    | subsidiary    |          |
| Name                      | Fees     | Salary   | bonuses       | allowance | (Note (i))  | scheme       | director     | undertakings  | Total    |
|                           | HK\$'000 | HK\$'000 | HK\$'000      | HK\$'000  | HK\$'000    | HK\$'000     | HK\$'000     | HK\$'000      | HK\$'000 |
| Executive Directors       |          |          |               |           |             |              |              |               |          |
| Chong Siw Yin             | -        | 3,900    | -             | _         | _           | 18           | _            | _             | 3,918    |
| Liu Zhuo Ming             | -        | 1,400    | -             | _         | _           | 18           | _            | _             | 1,418    |
| Tse Siu Sze               | -        | 1,891    | -             | _         | -           | 39           | _            | _             | 1,930    |
| Wang Xinliang             | -        | 1,588    | 1,165         | _         | _           | 94           | -            | -             | 2,847    |
|                           |          | 8,779    | 1,165         |           |             | 169          |              |               | 10,113   |
|                           |          | 0,113    |               |           |             | 103          |              | <u>-</u> _    | 10,113   |
| Independent Non-Executive |          |          |               |           |             |              |              |               |          |
| Directors                 |          |          |               |           |             |              |              |               |          |
| Low Seow Chay             | 310      | _        | _             | _         | _           | _            | _            | _             | 310      |
| Lui Ming Wah              | 310      | _        | _             | _         | _           | _            | _            | _             | 310      |
| Tsang Yiu Keung           | 310      | _        | -             | _         | _           | _            | _            | _             | 310      |
|                           |          |          |               |           |             |              |              |               |          |
|                           | 930      |          | <u> </u>      | -         | <u> </u>    | -            | <u> </u>     |               | 930      |
| Total                     | 930      | 8,779    | 1,165         |           | _           | 169          |              | _             | 11,043   |
| 10:01                     | 330      | 0,113    | 1,103         | _         | _           | 103          | _            |               | נדט,וו   |

Note: Salary paid to a director is generally an emolument paid or receivable by directors in respect of that person's other services in connection with the management of the affairs of the Company or its subsidiary undertakings.

Note (i): Other benefits include leave pay, share options and insurance premium.

## 27 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) (Continued)

(a) Directors' and chief executive's emoluments (Continued)

The remuneration of every director and the chief executive is set out below: (Continued)

For the year ended 31 March 2018:

|                              |          |           |                                       |           |                         |                    |                          | Other             |           |
|------------------------------|----------|-----------|---------------------------------------|-----------|-------------------------|--------------------|--------------------------|-------------------|-----------|
|                              |          |           |                                       |           |                         |                    |                          | emoluments        |           |
|                              |          |           |                                       |           |                         |                    |                          | paid or           |           |
|                              |          |           |                                       |           |                         |                    |                          | receivable        |           |
|                              |          |           |                                       |           |                         |                    |                          | in respect        |           |
|                              |          |           |                                       |           |                         |                    |                          | of director's     |           |
|                              |          |           |                                       |           |                         |                    |                          | other             |           |
|                              |          |           |                                       |           |                         |                    |                          | services in       |           |
|                              |          |           |                                       |           |                         |                    |                          | connection        |           |
|                              |          |           |                                       |           |                         |                    |                          | with the          |           |
|                              |          |           |                                       |           |                         |                    | D .:                     | management        |           |
|                              |          |           |                                       |           |                         | F                  | Remuneration             | of the            |           |
|                              |          |           |                                       |           | Futher and              | Employer's         | paid or                  | affairs           |           |
|                              |          |           |                                       |           | Estimated               | contribution       | receivable<br>in respect | of the            |           |
|                              |          |           |                                       |           | money value<br>of other | to a<br>retirement | in respect of accepting  | Company<br>or its |           |
|                              |          |           | Discretionary                         | Housing   | benefits                | benefit            | office as                | subsidiary        |           |
| Name                         | Fees     | Salary    | bonuses                               | allowance | (Note (i))              | scheme             | director                 | undertakings      | Total     |
| INGIIIG                      | HK\$'000 | HK\$'000  | HK\$'000                              | HK\$'000  | HK\$'000                | HK\$'000           | HK\$'000                 | HK\$'000          | HK\$'000  |
|                              | ΤΙΙΨ ΟΟΟ | 111(ψ 000 | - ΠΨ 000                              | ΤΙΙΨ ΟΟΟ  | - Πιφ σσσ               | ΤΠΨ 000            | ΤΙΙΨ 000                 | ΤΠΨ 000           | ΤΙΙΚΨ ΟΟΟ |
| Executive Directors          |          |           |                                       |           |                         |                    |                          |                   |           |
| Chong Siw Yin                | _        | 3,900     | 900                                   | _         | _                       | 18                 | _                        | _                 | 4,818     |
| Liu Zhuo Ming                | _        | 1,400     | 323                                   | _         | _                       | 18                 | _                        | _                 | 1,741     |
| Tse Siu Sze                  | _        | 1,438     | 300                                   | _         | _                       | 18                 | _                        | _                 | 1,756     |
| Wang Xinliang                | _        | 1,419     | 1,083                                 | _         | _                       | 100                | _                        | _                 | 2,602     |
| 0 0                          |          | · · ·     | · · · · · · · · · · · · · · · · · · · |           |                         |                    |                          |                   | <u> </u>  |
|                              | _        | 8,157     | 2,606                                 | _         | _                       | 154                | _                        | _                 | 10,917    |
|                              |          |           |                                       |           |                         |                    |                          |                   |           |
| Non-Executive Directors      |          |           |                                       |           |                         |                    |                          |                   |           |
| Han Jie (resigned on 5 March |          |           |                                       |           |                         |                    |                          |                   |           |
| 2018)                        | 183      | _         | _                                     | _         | _                       | _                  | _                        | _                 | 183       |
|                              |          |           |                                       |           |                         |                    |                          |                   |           |
| Independent Non-Executive    |          |           |                                       |           |                         |                    |                          |                   |           |
| Directors                    |          |           |                                       |           |                         |                    |                          |                   |           |
| Low Seow Chay                | 310      | _         | _                                     | _         | _                       | _                  | _                        | _                 | 310       |
| Lui Ming Wah                 | 310      | _         | _                                     | _         | _                       | _                  | _                        | _                 | 310       |
| Tsang Yiu Keung              | 310      | _         | _                                     | _         | _                       | _                  | _                        | _                 | 310       |
| 0 0                          |          |           |                                       |           |                         |                    |                          |                   |           |
|                              | 930      | -         | -                                     | -         | _                       | -                  | -                        | -                 | 930       |
|                              |          |           |                                       |           |                         |                    |                          |                   |           |
| Total                        | 1,113    | 8,157     | 2,606                                 | -         | -                       | 154                | -                        | -                 | 12,030    |
|                              |          |           |                                       |           |                         |                    |                          |                   |           |

Note: Salary paid to a director is generally an emolument paid or receivable in respect of that person's other services in connection with the management of the affairs of the Company or its subsidiary undertakings.

Note (i): Other benefits include leave pay, share options and insurance premium.

### 27 EMPLOYEES BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) (Continued)

(a) Directors' and chief executive's emoluments (Continued)

|                                     | Aggregate emoluments paid to or receivable by directors in respect of their services as directors, whether of the Company or its subsidiary undertakings HK\$'000 | Aggregate emoluments paid to or receivable by directors in respect of their other services in connection with the management of the affairs of the Company or its subsidiary undertakings HK\$'000 | <b>Total</b><br>HK\$'000 |
|-------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|
| For the year ended<br>31 March 2019 | 930                                                                                                                                                               | 10,113                                                                                                                                                                                             | 11,043                   |
| For the year ended<br>31 March 2018 | 1,113                                                                                                                                                             | 10,917                                                                                                                                                                                             | 12,030                   |

### (b) Directors' termination benefits

None of the directors received or will receive any termination benefits during the financial year ended 31 March 2019 (2018: Nil).

- (c) Consideration provided to third parties for making available directors' services

  During the year ended 31 March 2019, the Company did not pay consideration to any third parties for making available directors' services (2018: Nil).
- (d) Information about loans, quasi-loans and other dealings in favour of directors, controlled bodies corporate by and connected entities with such directors
  - During the year ended 31 March 2019, there was no loans, quasi-loans and other dealing arrangements in favour of the directors, or controlled body corporates and connected entities of such directors (2018: Nil).
- (e) Directors' material interests in transactions, arrangements or contracts
  - No significant transactions, arrangements and contracts in relation to the Company's business to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year (2018: Nil).

## 27 EMPLOYEES BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) (Continued)

## (f) Five highest paid individuals

During the year ended 31 March 2019, the five highest paid employees included three directors. (2018: Nil). The emoluments of the remaining two (2018: five) individuals were as follows:

|                                                                  | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|------------------------------------------------------------------|------------------|------------------|
| Salaries and other allowances<br>Retirement scheme contributions | 4,780<br>869     | 27,747<br>281    |
|                                                                  | 5,649            | 28,028           |
| The emoluments fell within the following bands:                  |                  |                  |
|                                                                  | 2019             | 2018             |
| HK\$2,000,001 — HK\$2,500,000<br>HK\$3,000,001 — HK\$3,500,000   | 1                | _<br>_           |
| HK\$5,000,001 — HK\$5,500,000<br>HK\$5,500,001 — HK\$6,000,000   | _<br>_           | 1<br>4           |

### 28 FINANCE COSTS – NET

|                                                                          | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|--------------------------------------------------------------------------|------------------|------------------|
| Finance income:                                                          |                  |                  |
| Interest income on short-term bank deposits                              | (5,474)          | (4,695)          |
| Finance costs:                                                           |                  |                  |
| Interest on bank loans and overdrafts wholly repayable within five years | 79,039           | 71,871           |
| Charges on bills receivables discounted without recourse                 | 2,353            | 1,214            |
|                                                                          | 81.392           | 73,085           |
|                                                                          | 01,332           | 73,000           |
|                                                                          | 75,918           | 68,390           |

#### 29 INCOME TAX EXPENSE

|                                           | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-------------------------------------------|------------------|------------------|
| The tax charge for the year comprises:    |                  |                  |
| Current income tax                        |                  |                  |
| - PRC income tax                          | 49,538           | 76,714           |
| <ul> <li>Hong Kong profits tax</li> </ul> | 106              | _                |
| <ul><li>Overseas tax</li></ul>            | 11,448           | 560              |
| Under-provision in prior years            | _                | 6,767            |
|                                           | 61,092           | 84,041           |
| Deferred income tax (Note 13)             | 2,004            | 2,308            |
|                                           |                  |                  |
| Tax charge                                | 63,096           | 86,349           |

In accordance with the applicable Corporate Income Tax Law of the PRC, the Company's subsidiaries are taxed at the statutory rate of 25% (2018: 25%).

Certain subsidiaries in Shenzhen, Zhongshan, Ningbo, Shanghai and Fuxin were certified as High and New Technology Enterprises and are entitled to a concessionary tax rate of 15% for three years. They are entitled to re-apply for the preferential tax treatment when the preferential tax period expires.

Under the Corporate Income Tax Law of the PRC, dividends out of profits earned on or after 1 January 2008 from the subsidiaries in the PRC distributed to the Group will be subject to withholding income tax. Pursuant to the implementation rules of the Corporate Income Tax Law of the PRC and a double tax arrangement between the PRC and Hong Kong, Hong Kong tax resident companies could enjoy a lower withholding tax rate of 5% on dividends received from China. Provision for such withholding tax is included in deferred taxation.

Subsidiaries established in Hong Kong are subject to Hong Kong profits tax at a rate of 16.5% (2018: 16.5%) on the estimated assessable profits for the year. Hong Kong profits tax of HK\$106,000 has been provided for the year ended 31 March 2019 as the subsidiaries established in Hong Kong have assessable profits for the current year (2018: Nil).

For the year ended 31 March 2019, taxation on overseas profits had been calculated on the estimated assessable profits for the year at the rate of taxation prevailing in the jurisdiction in which the Group operates.

### 29 INCOME TAX EXPENSE (Continued)

A reconciliation of the tax charge applicable to profit before income taxes using the applicable tax rates for relevant tax jurisdictions to the tax expense is as follows:

|                                                                        | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|------------------------------------------------------------------------|------------------|------------------|
| Profit before income tax                                               | 253,772          | 327.337          |
|                                                                        |                  | 02.,00.          |
| Tax calculated at applicable tax rates in the respective jurisdictions | 69,179           | 99,255           |
| Effect of preferential tax rates applicable to relevant jurisdictions  | (23,043)         | (43,732)         |
| Tax effects of:                                                        |                  |                  |
| - Tax concession                                                       | (6,097)          | (3,169)          |
| <ul> <li>Income not subject to tax</li> </ul>                          | (2,103)          | (4,497)          |
| <ul> <li>Expenses not deductible for tax purposes</li> </ul>           | 9,404            | 4,289            |
| <ul> <li>Undistributed profits of subsidiaries in the PRC</li> </ul>   | 2,226            | 23,119           |
| Tax effect of unrecognised tax losses                                  | 13,530           | 4,317            |
| Under-provision in prior years                                         | _                | 6,767            |
|                                                                        |                  |                  |
| Tax charge                                                             | 63,096           | 86,349           |

The weighted average tax rate was 18.2% (2018: 17.0%). The increase is caused by a change in the profitability of the Group's subsidiaries in the respective countries.

During the year ended 31 March 2019, tax charge of HK\$496,000 is relating to a revaluation surplus of HK\$2,812,000 credited to other comprehensive income (Note 8) (2018: There was no tax charge relating to components of other comprehensive income).

#### 30 EARNINGS PER SHARE

### (a) Basic

The calculation of the basic earnings per share is based on the consolidated profit attributable to owners of the Company of HK\$190,676,000 (2018: HK\$241,669,000) and on the weighted average number of approximately 1,191,265,000 (2018: 1,112,549,000) ordinary shares in issue excluding own shares held during the year.

|                                                                 | 2019      | 2018      |
|-----------------------------------------------------------------|-----------|-----------|
| Profit attributable to owners of the Company (HK\$'000)         | 190,676   | 241,669   |
| Weighted average number of ordinary shares in issue (thousands) | 1,191,265 | 1,112,549 |
| Basic earnings per share (HK cents)                             | 16.0      | 21.7      |

### 30 EARNINGS PER SHARE (Continued)

### (b) Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares and excluding own shares held during the year. The perpetual convertible securities were fully converted into ordinary shares on 11 December 2017.

|                                                                                                                                    | 2019           | 2018                |
|------------------------------------------------------------------------------------------------------------------------------------|----------------|---------------------|
| Profit attributable to owners of the Company (HK\$'000)                                                                            | 190,676        | 241,669             |
| Weighted average number of ordinary shares in issue (thousands) Assumed conversion of perpetual convertible securities (thousands) | 1,191,265<br>— | 1,112,549<br>40,521 |
| Weighted average number of ordinary shares of diluted earnings per share (thousands)                                               | 1,191,265      | 1,153,070           |
| Diluted earnings per share (HK cents)                                                                                              | 16.0           | 21.0                |

#### 31 DIVIDENDS

The dividend paid during the year ended 31 March 2019 and 2018:

|                                                                                                                                              | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|----------------------------------------------------------------------------------------------------------------------------------------------|------------------|------------------|
| Final dividend for the year ended 31 March 2017 (HK1.6 cents per ordinary share) Interim dividend for the six months ended 30 September 2017 | -                | 18,132           |
| (HK3.2 cents per ordinary share)                                                                                                             | _                | 38,121           |
| Distribution to perpetual convertible securities owner                                                                                       | _                | 928              |
| Final dividend for the year ended 31 March 2018 (HK6.8 cents per ordinary share) Interim dividend for the six months ended 30 September 2018 | 81,006           | -                |
| (HK2.5 cents per ordinary share)                                                                                                             | 29,781           |                  |
|                                                                                                                                              |                  |                  |
|                                                                                                                                              | 110,787          | 57,181           |

A final dividend in respect of the year ended 31 March 2019 of HK2.2 cents per ordinary share, amounting to a total dividend of HK\$26,207,000, are to be proposed at the forthcoming annual general meeting on 5 September 2019. These consolidated financial statements do not reflect these dividends payables.

## 32 CASH GENERATED FROM OPERATIONS

|                                                                                       | 2019<br>HK\$'000   | 2018<br>HK\$'000 |
|---------------------------------------------------------------------------------------|--------------------|------------------|
| Profit before income tax                                                              | 253,772            | 327,337          |
| Adjustments for:                                                                      | 200,772            | 027,007          |
| Depreciation and amortisation                                                         | 138.708            | 134.679          |
| Increase in fair value of investment properties                                       | (17,605)           | (80,791)         |
| Bank interest income                                                                  | (5,474)            | (4,695)          |
| Interests on bank borrowings                                                          | 81,392             | 73,085           |
| Provision for impairment of trade receivables – net                                   | 11,970             | 11,916           |
| Provision for inventories write-down                                                  | 28,254             | 14,174           |
| (Gain)/loss on disposals of other property, plant and equipment                       | (82,707)           | 2,393            |
| Vesting of shares granted                                                             | _                  | 48,177           |
| Share of profit of an associate                                                       | (252)              | (2,824)          |
|                                                                                       |                    |                  |
| Operating profit before changes in working capital                                    | 408,058            | 523,451          |
| Changes in working capital:                                                           |                    |                  |
| Inventories                                                                           | 57,977             | (192,259)        |
| Trade and bills receivables                                                           | (50,418)           | (124,660)        |
| Other receivables, prepayments and deposits                                           | 53,426             | (60,762)         |
| Trade and bills payables, other payables, deposits and accruals                       | (296,954)          | 146,032          |
| Restricted bank balances                                                              | 34,402             | 9,241            |
| Cash generated from operations                                                        | 206,491            | 301,043          |
| (a) In the statement of cash flows, proceeds from disposals of property, plant and ed | quipment comprise: |                  |
|                                                                                       | 2019               | 2018             |
|                                                                                       | HK\$'000           | HK\$'000         |
|                                                                                       |                    |                  |
| Net book amount (Note 7)                                                              | 8,154              | 8,335            |
| Gain/(loss) on disposals of property, plant and equipment (Note 25)                   | 82,707             | (2,393)          |
| Proceeds from disposals of other property, plant and equipment                        | 90,861             | 5,942            |

## 32 CASH GENERATED FROM OPERATIONS (Continued)

## (b) Liabilities from financing activities

|                              |                         | Liabilities<br>from<br>financing |                          |  |
|------------------------------|-------------------------|----------------------------------|--------------------------|--|
|                              | <b>Cash</b><br>HK\$'000 | activities<br>HK\$'000           | <b>Total</b><br>HK\$'000 |  |
|                              | 11/4 000                | 11K\$ 000                        | ΠΑΦ 000                  |  |
| Net debt as at 1 April 2017  | 422,655                 | (1,417,865)                      | (995,210)                |  |
| Cash inflows/(outflows)      | 157,462                 | (212,147)                        | (54,685)                 |  |
| Exchange alignment           | 48,555                  | (61,387)                         | (12,832)                 |  |
| Net debt as at 31 March 2018 | 628,672                 | (1,691,399)                      | (1,062,727)              |  |
| Net debt as at 1 April 2018  | 628,672                 | (1,691,399)                      | (1,062,727)              |  |
| Cash inflows/(outflows)      | 41,188                  | (107,465)                        | (66,277)                 |  |
| Exchange alignment           | (35,161)                | 47,369                           | 12,208                   |  |
| Net debt as at 31 March 2019 | 634,699                 | (1,751,495)                      | (1,116,796)              |  |

## 33 COMMITMENTS

## (a) Capital commitments

|                                                                                                                                                             | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|------------------|
| Capital expenditure contracted for at the end of the reporting period but not yet incurred are as follows:  Property, plant and equipment Other commitments | 6,129<br>-       | 6,326<br>250     |
|                                                                                                                                                             | 6,129            | 6,576            |

## 33 COMMITMENTS (Continued)

### (b) Operating lease commitments

#### The Group as lessee

At the end of the reporting period, the Group had commitments for future minimum lease payments in respect of buildings under non-cancellable operating leases which fall due as follows:

|                                                                                            | 2019<br>HK\$'000          | 2018<br>HK\$'000           |
|--------------------------------------------------------------------------------------------|---------------------------|----------------------------|
| Leases payable: Within one year In the second to fifth year inclusive After the fifth year | 11,155<br>32,137<br>5,232 | 14,156<br>39,345<br>12,946 |
|                                                                                            | 48,524                    | 66,447                     |

The Group leases a number of properties under operating leases. The leases generally run for an initial period of one to five years, and the majority of lease agreements are renewable at the end of the lease period at market rate. None of these leases includes contingent rentals.

#### The Group as lessor

The Group leases out the investment properties and certain machinery under operating leases. The leases generally run for an initial period of one to five years, with an option to renew the leases after that date at which time all terms are renegotiated. None of the leases includes contingent rentals.

At the end of the reporting period, the Group had contracted with lessees under non-cancellable operating leases in respect of buildings and machinery for the following future minimum leases receivable:

|                                                       | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-------------------------------------------------------|------------------|------------------|
| Leases receivable:                                    | 40.244           | F 440            |
| Within one year In the second to fifth year inclusive | 10,341<br>4,275  | 5,440<br>3,733   |
| After the fifth year                                  | -                |                  |
|                                                       |                  |                  |
|                                                       | 14,616           | 9,173            |

#### 34 FINANCIAL GUARANTEES

|                                                                                                                                                                   | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|------------------|
| The amount of the outstanding loans granted by banks to customers to purchase the Group's products for which guarantees have been given by the Group to the banks | 108,960          | 262,468          |

The Group has provided guarantees to banks in respect of credit facilities up to the maximum amount of HK\$329,843,000 (31 March 2018: HK\$680,847,000) which are granted to certain customers of the Group to purchase its products. Pursuant to the terms of the guarantees, the Group is required to deposit a portion of the sales proceeds received from these customers with the banks. Upon default in repayments by these customers, the Group is responsible to repay the outstanding loan principals together with accrued interest and related costs owed by the defaulted customers to the banks, and the Group is entitled to take over the legal title and possession of the related products. The Group's guarantee period starts from the dates of grant of the relevant bank loans and ends when these customers have fully repaid their bank loans.

During the year ended 31 March 2019, the Group recognised a reversal of loss of approximately HK\$5,653,000 (31 March 2018: provision for loss of HK\$450,000), as a result of repayment by customers of certain loans which previously had default in repayments.

The Group has also provided guarantees in respect of financing facilities granted by leasing finance providers to the Group's customers. The amount of outstanding loans due by these customers to the leasing finance providers as at 31 March 2019 amounted to approximately HK\$13,851,000 (31 March 2018: HK\$34,608,000).

The Company has provided guarantees in respect of banking facilities of its subsidiaries of approximately HK\$2,009,791,000 (31 March 2018: HK\$1,755,715,000). The facilities utilised by the subsidiaries as at 31 March 2019 amounted to HK\$1,219,316,000 (31 March 2018: HK\$1,144,235,000).

#### 35 RELATED PARTY TRANSACTIONS

#### Key management compensation

The remuneration of directors and other members of key management personnel during the year was as follows:

|                                                                                   | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
|-----------------------------------------------------------------------------------|------------------|------------------|
| Wages and salaries, other allowances and benefits Retirement scheme contributions | 23,953<br>1,110  | 27,035<br>652    |
|                                                                                   | 25,063           | 27,687           |

### 36 STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY

Statement of financial position of the Company

|                                             | As at 31 Ma      | arch             |
|---------------------------------------------|------------------|------------------|
| Notes                                       | 2019<br>HK\$'000 | 2018<br>HK\$'000 |
| Non-current asset                           |                  |                  |
| Investments in subsidiaries                 | 65,000           | 65,000           |
| Current assets                              |                  |                  |
| Other receivables, prepayments and deposits | 212              | 212              |
| Amounts due from subsidiaries               | 691,469          | 733,471          |
| Cash and cash equivalents                   | 546              | 152              |
| Total current assets                        | 692,227          | 733,835          |
| Total assets                                | 757,227          | 798,835          |
| Equity                                      |                  |                  |
| Share capital                               | 119,127          | 119,127          |
| Reserves 36(a)                              | 632,826          | 674,781          |
| Total equity                                | 751,953          | 793,908          |
| Current liability                           |                  |                  |
| Other payables, deposits and accruals       | 5,274            | 4,927            |
|                                             | 5,274            | 4,927            |
| Total equity and liability                  | 757,227          | 798,835          |

The statement of financial position of the Company was approved by the Board of Directors on 27 June 2019 and was signed on its behalf.

**Chong Siw Yin** *Director* 

**Liu Zhuo Ming** *Director* 

## 36 STATEMENT OF FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY (Continued)

Note (a) Reserve movement of the Company

|                                                  | Share<br>premium<br>HK\$'000 | Other<br>reserve<br>HK\$'000 | Share<br>option<br>reserve<br>HK\$'000 | Perpetual<br>convertible<br>securities<br>HK\$'000 | Retained<br>earnings<br>HK\$'000 | <b>Total</b><br>HK\$'000 |
|--------------------------------------------------|------------------------------|------------------------------|----------------------------------------|----------------------------------------------------|----------------------------------|--------------------------|
| At 1 April 2017                                  | 500,208                      | _                            | _                                      | 85,401                                             | 20,368                           | 605,977                  |
| Profit for the year                              | _                            | _                            |                                        | _                                                  | 120,669                          | 120,669                  |
| Vesting of shares of share award scheme          | _                            | 11,116                       |                                        | _                                                  | _                                | 11,116                   |
| Conversion of perpetual convertible securities   | 79,601                       | _                            | -                                      | (85,401)                                           | _                                | (5,800)                  |
| Final dividend paid                              | _                            | _                            | _                                      | _                                                  | (18,132)                         | (18,132)                 |
| Interim dividend paid                            | _                            | _                            | _                                      | _                                                  | (38,121)                         | (38,121)                 |
| Distribution to perpetual convertible securities |                              |                              |                                        |                                                    |                                  |                          |
| owner                                            | _                            | _                            | _                                      |                                                    | (928)                            | (928)                    |
| At 31 March 2018 and 1 April 2018                | 579,809                      | 11,116                       | _                                      | _                                                  | 83,856                           | 674,781                  |
| Profit for the year                              | _                            | _                            | _                                      | _                                                  | 68,832                           | 68,832                   |
| Final dividend paid                              | _                            | _                            | _                                      | _                                                  | (81,006)                         | (81,006)                 |
| Interim dividend paid                            |                              | _                            |                                        |                                                    | (29,781)                         | (29,781)                 |
| At 31 March 2019                                 | 579,809                      | 11,116                       | _                                      | -                                                  | 41,901                           | 632,826                  |

# Major Investment Properties Summary

|                             | Location                                                                                                                                                                                                               | Lease Expiry | Total Gross Floor Area |
|-----------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------------------|
| <b>HONG KONG</b><br>Factory | Unit Nos. 1102 and 1104 on 11th Floor, Tsuen Wan<br>Industrial Centre, Nos. 220—248 Texaco Road,<br>Tsuen Wan, New Territories, Hong Kong                                                                              | 2047         | 4,377 (sq.ft.)         |
| PRC<br>Factory              | Level 1 and portion of Level 2 of No. 4 Factory<br>Building and 9 Apartment Units of<br>No.1 Dormitory Building, Jihua Industrial Area,<br>Buji Town, Longgang District, Shenzhen City,<br>Guangdong Province, the PRC | 2049         | 3,252 (sq.m.)          |
| Factory                     | Portion of Level 3, Levels 4 to 6 of Factory D, L.K.<br>Hi-Tech Industrial Development Zone, Qinghe<br>Road, Longhua Area, Baoan District, Shenzhen<br>City, Guangdong Province, the PRC                               | 2057         | 10,982 (sq.m.)         |
| Factory                     | Factory No.3, Songnan Road, Qiandeng Town,<br>Kunshan City, Suzhou City, Jiangsu Province, the<br>PRC                                                                                                                  | 2057         | 17,291 (sq.m.)         |
| Factory                     | Factory No.1, No. 168 Qianhong Road, Qiandeng<br>Town, Kunshan City, Suzhou City, Jiangsu<br>Province, the PRC                                                                                                         | 2057         | 17,062 (sq.m.)         |
| Offices                     | Units 2301–2306 and 2308–2310 on Level 23<br>Zhenyuan Building, No. 2052 Zhongshan Road<br>North, Putuo District, Shanghai, the PRC                                                                                    | 2045         | 812 (sq.m.)            |

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# Five-Year Financial Summary

|                                                                              |                          | Year                     | ended 31 March           |                          |                          |
|------------------------------------------------------------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|                                                                              | 2019<br>HK\$'000         | 2018<br>HK\$'000         | 2017<br>HK\$'000         | 2016<br>HK\$'000         | 2015<br>HK\$'000         |
| Revenue                                                                      | 3,604,449                | 3,728,533                | 3,224,781                | 2,822,824                | 3,145,258                |
| Profit before income tax<br>Income tax expense                               | 253,772<br>(63,096)      | 327,337<br>(86,349)      | 197,178<br>(60,537)      | 23,309<br>(23,086)       | 130,133<br>(25,049)      |
| Profit for the year                                                          | 190,676                  | 240,988                  | 136,641                  | 223                      | 105,084                  |
| Profit attributable to: Owners of the Company Non-controlling interests      | 190,676<br>—             | 241,669<br>(681)         | 136,789<br>(148)         | 710<br>(487)             | 105,159<br>(75)          |
|                                                                              | 190,676                  | 240,988                  | 136,641                  | 223                      | 105,084                  |
|                                                                              |                          | Α                        | s at 31 March            |                          |                          |
|                                                                              | 2019<br>HK\$'000         | 2018<br>HK\$'000         | 2017<br>HK\$'000         | 2016<br>HK\$'000         | 2015<br>HK\$'000         |
| Assets and liabilities<br>Total assets<br>Total liabilities                  | 5,220,784<br>(3,072,224) | 5,647,797<br>(3,407,503) | 4,561,766<br>(2,823,120) | 4,404,849<br>(2,650,028) | 4,637,374<br>(2,793,769) |
|                                                                              | 2,148,560                | 2,240,294                | 1,738,646                | 1,754,821                | 1,843,605                |
| Equity attributable to owners of<br>the Company<br>Non-controlling interests | <b>2,148,560</b><br>–    | 2,240,294<br>—           | 1,736,654<br>1,992       | 1,752,681<br>2,140       | 1,843,401<br>204         |
|                                                                              | 2,148,560                | 2,240,294                | 1,738,646                | 1,754,821                | 1,843,605                |

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