

RESULTS

Turnover for the year ended 31st December, 2001 (the "Year") amounted to HK\$714.5 million, a 10.0% increase from the previous year. Gross rental income for the Year increased by 15.8% and reached HK\$638.8 million (2000: HK\$551.5 million), the increase was mainly due to acquisition of Excelsior Plaza during the Year and full year rental recorded for Causeway Place. Loss for the Year was HK\$535.8 million as compared to HK\$472.6 million for last year. The loss was mainly due to downward adjustment of development property value which included a provision of HK\$366.2 million (2000: HK\$49.6 million) for impairment loss recognised in respect of properties under development. A provision of HK\$223.7 million (2000: HK\$331.1 million) was made against associates, which included write-down of property for development projects held through associates. Share of loss of associates reached HK\$337.1 million (2000: HK\$142.5 million) mainly reflected loss sustained by Evergo China Holdings Limited ("Evergo China") (prior to privatisation), The Kwong Sang Hong International Limited ("Kwong Sang Hong"), Primasia Securities Co Ltd and loss on disposal of Villa Carlton property held through associate. Loss per share was 22.5 cents (2000: 22.0 cents).

NET ASSET VALUE

As at 31st December, 2001, the Group's total net asset, after deducting negative goodwill of HK\$325 million, amounted to approximately HK\$15,686 million (31st December, 2000: HK\$16,144 million), a decrease of HK\$458 million or 2.8% when compared with 31st December, 2000. With the total number of ordinary shares in issue of 2,382,544,134 as at 31st December, 2001, the net asset value per share was HK\$6.6, a decrease of 2.9% over 31st December, 2000 (HK\$6.8). The decrease in net asset value per share was mainly due to the loss sustained for the Year.

EQUITY

The number of issued ordinary shares as at 31st December, 2001 and 31st December, 2000 were 2,382,544,134 and 2,381,481,464 respectively. The increase in ordinary shares represented shares issued to shareholders of Evergo China on privatisation.

業績

截至二零零一年十二月三十一日止年度（「本年度」）之營業額為 **714,500,000** 港元，較上年度增加 **10.0%**。本年度之租金收入總額增加 **15.8%** 達至 **638,800,000** 港元（二零零零年：**551,500,000** 港元），此增幅主要由於年內收購怡東商場及銅鑼灣地帶錄得之全年租金收入所致。本年度之虧損為 **535,800,000** 港元，而上年度則為 **472,600,000** 港元。虧損主要因發展物業之價值調減所致，當中包括就發展中物業確認之減值虧損 **366,200,000** 港元（二零零零年：**49,600,000** 港元）。就聯營公司之撥備為 **223,700,000** 港元（二零零零年：**331,100,000** 港元），當中包括透過聯營公司持有之發展項目之物業減值。攤佔聯營公司之虧損達 **337,100,000** 港元（二零零零年：**142,500,000** 港元），主要反映 **Evergo China Holdings Limited**（「愛美高中國」）（在私有化前）、**The Kwong Sang Hong International Limited**（「廣生行」）及犇亞證券股份有限公司錄得之虧損以及出售透過聯營公司持有爾登華庭物業之虧損。每股虧損為 **22.5** 仙（二零零零年：**22.0** 仙）。

資產淨值

於二零零一年十二月三十一日，本集團之總資產淨值經扣除負債商譽 **325,000,000** 港元後約為 **15,686,000,000** 港元（二零零零年十二月三十一日：**16,144,000,000** 港元），較二零零零年十二月三十一日減少 **458,000,000** 港元或 **2.8%**。根據二零零一年十二月三十一日之已發行普通股總數 **2,382,544,134** 股計算，每股資產淨值為 **6.6** 港元，較二零零零年十二月三十一日（**6.8** 港元）減少 **2.9%**。每股資產淨值之減少主要由於本年度錄得虧損所致。

股本

於二零零一年十二月三十一日及二零零零年十二月三十一日之已發行普通股數目分別為 **2,382,544,134** 股及 **2,381,481,464** 股。普通股之增加反映因私有化而向愛美高中國股東發行之股份。

DEBT AND GEARING

As at 31st December, 2001, the Group's bank and other borrowings amounted to HK\$4,335 million (31st December, 2000: HK\$3,502 million). Cash and deposit at bank amounted to HK\$1,422 million (31st December, 2000: HK\$825 million) and net borrowings amounted to HK\$2,913 million (31st December, 2000: HK\$2,677 million).

Total debt to equity ratio was 27.6% (31st December, 2000: 21.7%) and net debt to equity ratio was 18.6% (31st December, 2000: 16.6%), which are expressed as a percentage of bank and other borrowings, and net borrowings respectively, over the total net asset of HK\$15,686 million (31st December, 2000: HK\$16,144 million).

The increase of the total and net debt to equity ratio was mainly due to an increase in bank and other borrowings on acquisition of properties in Excelsior Plaza.

At the balance sheet date, all of the Group's bank and other borrowings are denominated in Hong Kong Dollars. Of the Group's total bank and other borrowings HK\$4,335 million, 45.3%, 3.6%, 44.3% and 6.8% are repayable within 1 year, 1 to 2 years, 2 to 5 years and over 5 years respectively. Among the Groups' borrowings, HK\$1,701 million are either carried at fixed interest rate or carried at floating rate with hedging through interest rate swap. The remaining Group's bank borrowings carry interest rates mainly calculated with reference to HIBOR.

The Group has carried out refinancing of debt during the Year. Certain bank borrowings were refinanced with longer tenor and more competitive pricing. The majority of the Group's income were denominated in Hong Kong Dollars, RMB net income was minimal. No hedging for non-Hong Kong Dollars assets or investment was made.

債務及資本與負債比率

於二零零一年十二月三十一日，本集團之銀行及其他借貸為 **4,335,000,000** 港元（二零零零年十二月三十一日：**3,502,000,000** 港元）。現金及銀行結存為 **1,422,000,000** 港元（二零零零年十二月三十一日：**825,000,000** 港元），而借貸淨額為 **2,913,000,000** 港元（二零零零年十二月三十一日：**2,677,000,000** 港元）。

總債務與股本比率為 **27.6%**（二零零零年十二月三十一日：**21.7%**）而淨債務與股本比率為 **18.6%**（二零零零年十二月三十一日：**16.6%**），乃將銀行及其他借貸及淨債務分別除以總資產淨值 **15,686,000,000** 港元（二零零零年十二月三十一日：**16,144,000,000** 港元）得出之百分比。

總債務及淨債務與股本比率之增加主要由於收購怡東商場物業以致銀行及其他借貸增加所致。

於結算日，本集團之銀行及其他借貸全部均以港元計算。於本集團之總銀行及其他借貸 **4,335,000,000** 港元中，**45.3%**、**3.6%**、**44.3%** 及 **6.8%** 須分別於一年、一至兩年、兩至五年及五年後償還。於本集團之借貸中，**1,701,000,000** 港元乃按固定息率或透過對沖掉期息率之浮息計息。餘下本集團之銀行借貸乃主要參照香港銀行同業拆息計算利率。

本集團於本年度進行債務再融資。若干銀行借貸以較長期及更具競爭力之息率再融資。本集團大部份收入乃以港元計值，而人民幣之收入淨額甚微。對非港元資產或投資並無作出對沖。

PLEDGE OF ASSETS

As at 31st December, 2001, the Group's investment properties, properties held for sale and time deposits with their respective book values of approximately HK\$14,674.6 million (31st December, 2000: HK\$13,617.0 million), Nil (31st December, 2000: HK\$2.2 million) and HK\$169.6 million (31st December, 2000: HK\$203.3 million) were pledged to secure general banking facilities of the Group.

Further there were contingent liabilities of the Group in respect of guarantees given to banks and financial institutions for general banking facilities made available to associates and investee company of HK\$400.4 million (2000: HK\$400.4 million).

FINANCIAL AND INTEREST INCOME/EXPENSES

Finance costs included interest expenses on bank and other loans, arrangement and commitment fee expenses. Interest income for the Year was HK\$101.2 million, no changes from that of 31st December, 2000 (HK\$101.3 million). Interest expenses for the Year amounted to HK\$288.9 million, representing a 3.4% decrease over the interest expenses of HK\$298.9 million recorded for last year.

REMUNERATION POLICIES AND SHARE OPTION SCHEME

During the Year, the Group employed about a total of 230 (2000: 230) staff (excluding about a total of 196 (2000: 220) estate management staff employed under the Group's estate management company, Perfect World Company Limited). Remuneration packages comprised salary and year-end bonus based on individual merits. No share option scheme was adopted for the Year.

資產抵押

於二零零一年十二月三十一日，本集團賬面值分別約為 **14,674,600,000** 港元(二零零零年十二月三十一日: **13,617,000,000** 港元)、無(二零零零年十二月三十一日: **2,200,000** 港元)及 **169,600,000** 港元(二零零零年十二月三十一日: **203,300,000** 港元)之投資物業、持作出售之物業及定期存款已作抵押以令本集團獲得一般銀行信貸。

此外，本集團就聯營公司及接受投資公司所獲之一般銀行信貸向銀行及金融機構提供擔保之或然負債為 **400,400,000** 港元(二零零零年: **400,400,000** 港元)。

財務及利息收入 / 支出

財務費用包括銀行及其他貸款之利息開支、安排及承擔費用開支。本年度之利息收入為 **101,200,000** 港元，與二零零零年十二月三十一日 **101,300,000** 港元相若。本年度之利息支出為 **288,900,000** 港元，較上年度錄得之 **298,900,000** 港元減少 **3.4%**。

酬金政策及購股權計劃

本年度內本集團僱用約共 **230** 名(二零零零年: **230**名)職員(不包括本集團之物業管理公司忠信物業管理有限公司僱用約共**196**名(二零零零年: **220**名)之物業管理員工)。酬金(包括薪金及年終花紅)乃根據個人表現釐定。年內概無採納購股權計劃。

EVERGO CHINA

In August 2001, the Group proposed a scheme of arrangement regarding the privatisation of Evergo China in which the Group had an interest of 46.62% in the listed shares. The scheme was approved by shareholders of Evergo China in the Special General Meeting held on 29th October, 2001. Evergo China withdrew its listed status and has become a wholly owned subsidiary of the Group with effect from 16th November, 2001. The Group has utilised HK\$206.1 million cash and an issuance of 1,062,670 new shares in acquiring the remaining 53.38% interest in Evergo China.

KWONG SANG HONG

During the Year, the Group had an effective interest of 26.76% in the listed shares of Kwong Sang Hong.

Kwong Sang Hong had total asset and net asset of HK\$1,997.9 million and HK\$1,643.3 million respectively at 30th November, 2001.

PROPERTY VALUATION

A property valuation has been carried out by Norton Appraisals Limited, registered professional surveyors, in respect of the Group's investment properties as at 31st December, 2001 and that valuation was used in preparing the 2001 financial statements. The Group's investment properties were valued at HK\$15,604 million (2000: HK\$14,364 million), a 0.5% increase over 2000 after adjusted for additions and disposals of investment properties during 2001. Development properties, non-investment properties and unlisted investments of the Group were stated at cost less impairment, if any, in the financial statements.

Other than the existing projects, the Group did not have any future plans for material investment or capital assets.

愛美高中國

於二零零一年八月，本集團建議透過協議計劃將愛美高中國私有化，當時本集團持有愛美高中國上市股份 **46.62%** 權益。該計劃獲股東於二零零一年十月二十九日舉行之股東特別大會批准。愛美高中國由二零零一年十一月十六日起撤銷其上市地位及成為本集團全資附屬公司。本集團共動用 **206,100,000** 港元現金及發行 **1,062,670** 股新股份收購愛美高中國其餘 **53.38%** 權益。

廣生行

本年度內，本集團於廣生行上市股份之實際權益為 **26.76%**。

於二零零一年十一月三十日，廣生行之資產總值及資產淨值分別為 **1,997,900,000** 港元及 **1,643,300,000** 港元。

物業估值

註冊專業估值師普敦國際評估有限公司已就本集團於二零零一年十二月三十一日持有之投資物業進行物業估值，有關估值乃用於編製二零零一年財務報表。本集團投資物業之估值為 **15,604,000,000** 港元（二零零零年：**14,364,000,000** 港元），經作出二零零一年投資物業之增加及出售之調整後較二零零零年增加 **0.5%**。本集團之發展物業、非投資物業及非上市投資乃於財務報表中按成本減去減值（如有）列賬。

除現有項目外，本集團並無任何有關重大投資或資本資產之未來計劃。