



HERALD HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

FINANCIAL RESULTS FOR THE YEAR ENDED 31 MARCH, 2001

The Board of Directors of Herald Holdings Limited (the "Company") is pleased to announce the audited consolidated results of the Company and its subsidiaries (the "Group") for the year ended 31 March, 2001, together with the comparative figures for the previous year, as follows:

RESULTS

	Notes	2001 HK\$'000	2000 HK\$'000
Turnover	(1)	953,884	947,486
Cost of sales		(738,815)	(681,390)
Gross profit		215,069	266,096
Other revenue		8,885	10,387
Other net losses		(5,552)	(4,959)
Selling expenses		(28,594)	(26,451)
Administrative expenses		(173,161)	(199,982)
Profit from operations		16,647	45,091
Finance cost		(1,315)	(1,224)
Share of profit of a jointly controlled entity		531	137
Profit from ordinary activities before taxation	(2)	15,863	44,004
Taxation	(3)	(2,257)	1,548
Profit from ordinary activities after taxation		13,606	45,552
Minority interests		(4,933)	(6,185)
Profit attributable to shareholders		8,673	39,367
Dividends	(4)	6,252	25,188
Earnings per share	(5)		
– Basic		1.39 cents	6.10 cents

Notes:

1. Segmental information

The analysis of the principal activities and geographical locations of operations of the Group during the financial year are as follows:

Principal activities	Group turnover		Contribution to profit from operations	
	2001 HK\$'000	2000 HK\$'000	2001 HK\$'000	2000 HK\$'000
Electronic products	504,840	519,962	5,784	18,400
Non-electronic products	432,206	418,033	20,941	28,859
Non-manufacturing	16,838	9,491	(10,078)	(2,168)
	953,884	947,486	16,647	45,091

Geographical locations of operations

	Group turnover	
	2001 HK\$'000	2000 HK\$'000
Europe		
– United Kingdom	261,471	347,749
– Other countries	135,711	146,365
North America	376,294	305,841
Asia	121,597	109,424
Others	58,811	38,107
	953,884	947,486

2. Profit from ordinary activities before taxation

Profit from ordinary activities before taxation is arrived at after charging/(crediting):

	2001 HK\$'000	2000 HK\$'000
Interest on borrowings	1,315	1,224
Depreciation	27,298	29,402
Provision for diminution in value of investments	7,800	–
Net loss on disposal of fixed assets	141	3,837
Net realised and unrealised losses on other securities	886	1,271
Interest income	(3,945)	(4,540)
Rental income	(2,329)	(2,505)
Dividend income	(56)	(198)

3. Taxation

	2001 HK\$'000	2000 HK\$'000
Hong Kong profits tax		
– Current year	2,171	2,402
– Overprovision in prior year	(1,556)	(7,251)
Overseas taxation	1,072	3,064
Deferred taxation	430	237
	2,117	(1,548)
Share of a jointly controlled entity's taxation	140	–
Taxation charge / (credit)	2,257	(1,548)

The provision for Hong Kong Profits Tax is calculated at 16% (2000: 16%) of the estimated assessable profits for the year ended 31 March, 2001. Taxation for overseas subsidiaries is similarly charged at the appropriate current rates of taxation ruling in the relevant countries.

4. Dividends

	2001 HK\$'000	2000 HK\$'000
Interim dividend paid of 1 cent per share (2000: 1 cent per share)	6,252	6,432
Final dividend proposed – Nil (2000: 3 cents per share)	–	18,756
	6,252	25,188

5. Earnings per share

The calculation of basic earnings per share is based on the net profit for the year attributable to ordinary shareholders of HK\$8,673,000 (2000: HK\$39,367,000) and on 625,826,000 (2000: 645,031,000) ordinary shares, being the weighted average number of ordinary shares outstanding during the year.

There were no dilutive potential ordinary shares in existence during the years ended 31 March, 2001 and 2000.

REVIEW OF OPERATIONS

The Group's turnover ("Turnover") and profit attributable to shareholders ("Net Profit") for the year ended 31 March, 2001 amounted to HK\$954 million and HK\$8.7 million respectively. As compared to last year, the Turnover increased marginally by 0.7% while the Net Profit decreased by 78%. The earnings per share for the year decreased by 77% to 1.39 cents from last year's 6.10 cents.

During the year under review, the Group faced very tough market conditions. Though the Group was able to maintain the Turnover at a similar level to last year, the gross profit percentage declined by 5.6% percentage points to 22.5% from last year's 28.1%. The drop in gross profit margin was the primary factor contributing to the decrease in the Net Profit. Other than the timepiece division which made a loss of approximately HK\$2 million, the toy division, the computer head division and the houseware division were all profitable in the year under review.

Toys

In the first half of the financial year, the toy division's performance was affected by the world-wide shortage of electronic components. The unstable situation improved in the second half and the division finished the year with a 15% increase in turnover. Without any particularly hot items, the division produced a much wider range of toys resulting in higher costs of production and lower gross margins. To cope with the shifting marketing trend for more sophisticated and high-tech toys, the division has improved its production abilities for toys which require more advanced high speed equipment using Surface-Mount Technology.

Computer heads

Due to high costs associated with the development of the new half-inch high-capacity ferrite tape heads, the computer head division did not perform well in the first half of the year under review. In early 2001, the division's concerted efforts significantly improved the production yield of these heads which was the main factor that enabled the division to recover the losses made in the first half. Throughout the year, the demand for half-inch thin film heads remained stable. As in the case of ferrite heads, the division has started to build the Head Frame Assemblies for the thin film heads which would result in more added value and increased revenues.

Houseware

The results of the houseware division were adversely affected by the weak sterling as the UK market accounts for approximately 50% of the total turnover of the division. Following a very strong growth in turnover in the previous fiscal year, Pilot, the UK operation of the division posted a further 8% growth in turnover in local currency. This year the growth was primarily due to the successful launch of a new range of stainless steel cookware sourced from third-party manufacturers. Due to the strong competition from other aluminum cookware suppliers in the PRC and South Korea, the division saw a rapid decline in its sales to the USA and Japan. Despite the difficult market conditions, the division had a satisfactory performance and contributed positively to the Group's profit in the year under review.

Timepieces

The turnover of the timepiece division for the year under review decreased by 24% over the same period last year. The decrease was partly due to a significant slowdown in the level of sales to Zeon Limited's major mail order customers in the UK, who have themselves experienced falls in trade. In addition, a lower conversion exchange rate being used when the sales of Zeon were consolidated in the Group's turnover was also a factor accounting for the decrease. On the other hand, sales in France and Germany performed very well due to "Pokemon" timepiece products. However, these increases could not make up the shortfall in the UK.

Investment

In early 2000 the Group invested US\$1 million in a new company which specializes in e-commerce security solutions. However, the overall sentiment of the new economy venture capital investment market has deteriorated rapidly. It is now extremely difficult for this company to raise new funds to enable the company to launch its products into the market. In view of the uncertainty of the future of this company, the Group made a full provision against this investment.

FINANCIAL POSITION

The Group has maintained its sound financial position. At the end of the financial year, the Group had a strong balance sheet with a healthy liquidity position. As at 31 March, 2001, the Group had total assets of HK\$601 million (2000: HK\$641 million) which were financed by current liabilities of HK\$114 million (2000: HK\$149 million), non-current liabilities of HK\$29 million (2000: HK\$28 million) and shareholders' equity of HK\$458 million (2000: HK\$464 million).

At 31 March, 2001 the Group's cash balances aggregated to HK\$91 million representing a decrease of HK\$69 million over the comparable figure in last year's balance sheet. The decrease in the Group's cash balances was partly due to higher inventories and trade receivables and partly due to payments of dividends to shareholders.

As in the previous year, the Group's borrowings were maintained at a low level of HK\$1 million (2000: HK\$6 million). None of the Group's assets are charged to secure the Group's banking facilities. Furthermore, the Group has no long-term borrowings. The Group's gearing ratio, which is calculated based on the Group's total borrowings and the shareholders' equity, was 0.003 (2000: 0.01). As at 31 March, 2001, the working capital ratio, an indicator of a company's liquidity represented by a ratio between the current assets over the current liabilities, was 3.14 compared to 2.57 last year. The quick ratio, another ratio that gauges the short-term liquidity of a company measured by trade debtors and cash at bank and in hand over the current liabilities, decreases slightly to 1.52 from 1.59.

PROSPECTS AND GENERAL OUTLOOK

In January this year, the Directors were more optimistic about the overall prospects for the business in the following financial year. The prospects for both the toy division and the computer head division looked quite promising. However, we have seen a very rapid deterioration in the overall market sentiment largely due to a more obvious and severe slowdown of the U.S. economy.

The overall toy industry in 2001 is very difficult. Following disappointing results in 2000, the major toy companies in the USA continued reporting losses in the first quarter of 2001. Facing an increasingly severe competitive environment, the toy division has substantially reduced its profit margins to secure more business. It is anticipated that such an aggressive approach will enable the division to maintain at least a similar level of sales in the new fiscal year as in the previous year.

As the UK is an important market for both the houseware division and the timepiece division, the weak sterling will continue to be a negative factor affecting both divisions. The houseware division continues its efforts on the new stainless steel and anodized product lines to offset the adverse impact from the weaker currency. Both divisions have recently streamlined their operations to reduce administrative expenses.

The computer head division also sees a rapid and unfavorable change in its market condition. The division's products are mostly for the high-end backup storage systems which are particularly more sensitive to the slowdown of the overall information technology spending. Buyers' decisions for these backup systems may either be put off or delayed. To cope with the adverse situation, the division downsized its work force in June 2001.

Despite the adverse economic environment and market condition, the management has confidence that with all the various steps that have been taken, the Group shall weather the economic downturn.

DIVIDENDS

The Directors will not recommend any final dividend at the forthcoming Annual General Meeting to be held on 18 September, 2001. As the Company has paid an interim dividend of 1 cent per share, the total dividend for the year under review is 1 cent per share too.

NOTICE OF ANNUAL GENERAL MEETING

The notice convening the Annual General Meeting of shareholders together with the 2001 Annual Report will be despatched to shareholders of the Company shortly.

EMPLOYEES

At 31 March 2001, the number of employees of the Group was approximately 210 in Hong Kong, 3,800 in the People's Republic of China and 130 in Europe. The Group ensures that its employees' remuneration packages are competitive. Employees are rewarded based on their performance, experience and prevailing industry practice.

PURCHASE, SALES OR REDEMPTION OF SHARES IN THE COMPANY

During the year, the Company repurchased a total of 10,260,000 of its shares on The Stock Exchange of Hong Kong Limited, all of which were then cancelled. The premium paid on repurchase was charged against share premium in accordance with the Companies Act 1981 of Bermuda (as amended). Details of the shares repurchased are as follows:

Month of repurchase	Number of shares	Price per share		Aggregate Price HK\$
		Highest HK\$	Lowest HK\$	
April 2000	6,635,000	0.550	0.435	3,480,000
May 2000	3,625,000	0.445	0.400	1,579,000
	10,260,000			5,059,000

COMPLIANCE WITH THE CODE OF BEST PRACTICE

The Company has complied throughout the year with the Code of Best Practice as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

PUBLICATION OF DETAILED ANNUAL RESULTS ON THE STOCK EXCHANGE'S WEBSITE

All the information of the annual results of the Group for the year ended 31 March, 2001 required by paragraph 45(1) to 45(3) of Appendix 16 of the Listing Rules will be published on the Stock Exchange's website in due course.

By Order of the Board
George Bloch
Chairman

Hong Kong, 16 July, 2001

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Shareholders of the Company will be held at the Jade Ballroom 1, 3rd Floor, Furama Hotel Hong Kong, 1 Connaught Road Central, Hong Kong on Tuesday, 18 September, 2001 at 3:45 p.m. for the following purposes:

- To receive and consider the Audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 March, 2001.
- To re-elect Directors.
- To appoint Auditors and to authorize the Board of Directors to fix their remuneration.

Hong Kong, 16 July, 2001

Notes:

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, on a poll, vote instead of him at the meeting. A proxy need not be a member of the Company.
- To be valid, the form of proxy must be deposited at the principal office of the company in Hong Kong at 8th Floor, Wing On Life Bldg., 22 Des Voeux Road Central, Hong Kong together with any power of attorney or other authority, if any, under which it is signed or certified copy of that power or authority, not less than 48 hours before the time for holding of the meeting or any adjournment thereof.

By Order of the Board
Thong Yeung Sum, Michael
Secretary