



CHIA TAI ENTERPRISES INTERNATIONAL LIMITED

正大企業國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 121)

ANNOUNCEMENT OF RESULTS FOR YEAR ENDED 31ST DECEMBER, 2007

The board of directors (the “Directors”) of Chia Tai Enterprises International Limited (the “Company”) announces that the consolidated results of the Company and its subsidiaries (together the “Group”) for the year ended 31st December, 2007 with comparative figures in 2006, were as follows:

Consolidated Income Statement

		For the year ended	
		31st December,	
		2007	2006
	Notes	HK\$'000	HK\$'000
			(Restated)
Continuing operation			
Turnover	2	4,390,658	3,482,835
Cost of sales		<u>(3,651,649)</u>	<u>(3,058,989)</u>
Gross profit		739,009	423,846
Other revenue	4	170,073	133,078
Other net income	4	5,278	30,624
Distribution and store operating costs		(961,936)	(820,004)
Administrative expenses		(238,072)	(236,250)
Impairment reversal/(loss)		<u>72,495</u>	<u>(33,609)</u>
Loss from operations		(213,153)	(502,315)
Finance costs		(92,972)	(62,462)
Share of results of associates		-	3,124
Loss before taxation		(306,125)	(561,653)
Income tax	6	<u>1,419</u>	<u>(9,375)</u>
Loss for the year from continuing operation		(304,706)	(571,028)
Discontinued operations			
Profit for the year from discontinued operations		-	<u>223,571</u>
Loss for the year		(304,706)	(347,457)

Consolidated Income Statement (Continued)

		For the year ended 31st December,	
		2007	2006
	Notes	HK\$'000	HK\$'000 (Restated)
Attributable to:			
Equity shareholders of the Company		(307,329)	(334,577)
Minority interests		2,623	(12,880)
Loss for the year		(304,706)	(347,457)
Loss per share			
From continuing and discontinued operations			
- Basic and diluted	8	(5.13) HK cents	(5.58) HK cents
From continuing operation			
- Basic and diluted	8	(5.13) HK cents	(9.32) HK cents

Consolidated Balance Sheet

		2007	2006
		HK\$'000	HK\$'000
Non-current assets			
Fixed assets			
- Property, plant and equipment		982,201	1,245,424
- Interests in leasehold land held for own use under operating leases		195,255	187,672
		1,177,456	1,433,096
Goodwill		29,487	27,331
Deposits for acquisition of additional interest in subsidiaries		14,604	9,900
Prepaid lease payments for premises		13,965	17,235
Long-term deposits		-	19,800
Deferred tax assets		4,343	3,920
		1,239,855	1,511,282
Current assets			
Prepaid lease payments for premises		8,825	38,149
Long-term deposits receivable within one year		21,362	-
Inventories		356,297	458,715
Trade and other receivables	9	120,824	150,415
Income tax recoverable		1,631	-
Pledged bank deposits		38,208	191,124
Cash and cash equivalents		181,252	98,528
		728,399	936,931
Assets classified as held for sale	10	497,273	10,890
		1,225,672	947,821

Consolidated Balance Sheet (Continued)

	<i>Notes</i>	2007 <i>HK\$'000</i>	2006 <i>HK\$'000</i>
Current liabilities			
Trade and other payables	<i>11</i>	1,087,470	1,425,336
Bank loans		110,043	39,600
Other loans		402,997	66,442
Consideration payable for acquisition of subsidiaries		111,772	139,995
Obligations under finance leases		3,427	2,146
Provisions		24,951	18,834
		<u>1,740,660</u>	<u>1,692,353</u>
Liabilities associated with assets classified as held for sale	<i>10</i>	<u>260,526</u>	-
		<u>2,001,186</u>	<u>1,692,353</u>
Net current liabilities		<u>(775,514)</u>	<u>(744,532)</u>
Total assets less current liabilities		<u>464,341</u>	<u>766,750</u>
Non-current liabilities			
Bank loans		390,000	390,000
Other loans		46,642	-
Consideration payable for acquisition of subsidiaries		120,900	230,285
Obligations under finance leases		220,573	208,002
Deferred tax liabilities		5,602	7,842
		<u>783,717</u>	<u>836,129</u>
NET LIABILITIES		<u>(319,376)</u>	<u>(69,379)</u>
CAPITAL AND RESERVES			
Share capital		119,932	119,932
Reserves		(441,996)	(191,828)
Total equity attributable to equity shareholders of the Company - deficit		(322,064)	(71,896)
Minority interests		2,688	2,517
TOTAL EQUITY - DEFICIT		<u>(319,376)</u>	<u>(69,379)</u>

Notes to the Financial Statements

1. SIGNIFICANT ACCOUNTING POLICIES

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRSs”), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“the Listing Rules”).

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group and the Company. The changes in accounting policies resulting from these developments had no material effect on the current and prior accounting periods reflected in these financial statements.

2. TURNOVER

Turnover represents the sales value of goods supplied to customers, less returns, discounts and value added taxes. Turnover is analysed as follows:

	Consolidated	
	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
Continuing operation		
Sales of goods	4,390,658	3,482,835
Discontinued operations		
Rental income from investment properties	-	221

3. SEGMENT INFORMATION

The Group is currently engaged in retail business of the operation of hypermarket stores in the PRC and all of its sales during 2007 are generated in the PRC. Accordingly, no business segment and geographical segment analysis of the Group is presented for the year ended 31st December, 2007 as it is not subject to different risks and returns in its activities and the geographical regions in which it operates.

The Group was also involved in the business of property investment in the PRC, which was discontinued during 2006. At 31st December, 2007, all the assets and liabilities held by the Group are attributable to the retail business.

4. OTHER REVENUE AND OTHER NET INCOME

	Consolidated	
	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
		(Restated)
Other revenue		
Leasing of store premises	110,547	73,477
Interest income	6,335	7,125
Other promotion and service income	53,191	52,476
	170,073	133,078
Other net income		
Net foreign exchange gain/(loss)	22,526	(315)
Gain on disposal of subsidiaries and an associate	-	39,137
Net loss on disposal of fixed assets	(17,248)	(8,198)
	5,278	30,624

5. DEPRECIATION AND AMORTISATION

During the year ended 31st December, 2007, depreciation of HK\$143,496,000 (2006: HK\$136,419,000) in respect of the Group's fixed assets and amortisation of HK\$6,958,000 (2006: HK\$6,139,000) in respect of interests in leasehold land held for own use under operating leases of the Group were charged.

6. INCOME TAX

	2007 HK\$'000	2006 HK\$'000
Current tax - PRC		
Provision for the year	1,444	-
Deferred tax		
Origination and reversal of temporary differences	(2,863)	9,375
Taxation (credit)/charge	<u>(1,419)</u>	<u>9,375</u>

Income tax is calculated at the rates prevailing in the relevant jurisdictions. No provision for Hong Kong profits tax has been made as the Company and its subsidiaries did not generate any assessable profits in Hong Kong during the year. Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any income tax in the Cayman Islands and the British Virgin Islands.

The provision for PRC income tax is calculated at the statutory rate of 33% on the assessable profits of subsidiaries established in the PRC as determined in accordance with the relevant income tax rules and regulations of the PRC. On 16th March, 2007, the Fifth Plenary Session of the Tenth National People's Congress passed the Corporate Income Tax Law of the PRC ("new tax law") which took effect on 1st January, 2008. As a result of the new tax law, the income tax rate applicable to the subsidiaries established in the PRC was reduced to 25% from 1st January, 2008. The deferred taxation in 2007 has been adjusted to reflect this.

7. DIVIDEND

No dividend was paid or proposed during the years ended 31st December, 2007 and 2006, nor has any dividend been proposed since the balance sheet date.

8. LOSS PER SHARE

From continuing and discontinued operations

The calculation of the basic loss per share is based on the loss for the year attributable to equity shareholders of the Company of HK\$307,329,000 (2006: HK\$334,577,000) and on the 5,996,614,408 ordinary shares (2006: 5,996,614,408 ordinary shares) in issue during the year.

From continuing operation

The calculation of the basic loss per share from continuing operation is based on the loss for the year attributable to equity shareholders of the Company of HK\$307,329,000 (2006: HK\$334,577,000) less the profit for the year from discontinued operations, net of minority interests, of nil (2006: HK\$224,495,000) and the 5,996,614,408 ordinary shares in issue.

For the years ended 31st December, 2007 and 2006, the diluted loss per share is the same as the basic loss per share as all potential ordinary shares are anti-dilutive.

9. TRADE AND OTHER RECEIVABLES

	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
Trade receivables, other receivables and deposits	117,825	135,480
Amounts due from related companies	<u>2,999</u>	<u>14,935</u>
	<u>120,824</u>	<u>150,415</u>

Included in trade and other receivables are trade debtors (net of impairment losses for bad and doubtful debts) of HK\$9,400,000 (2006: HK\$5,122,000) with the following ageing analysis:

	THE GROUP	
	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
Current	8,472	4,646
1 to 30 days overdue	16	285
31 to 60 days overdue	158	102
61 to 90 days overdue	72	89
Over 90 days	<u>682</u>	<u>-</u>
	<u>9,400</u>	<u>5,122</u>

10. ASSETS CLASSIFIED AS HELD FOR SALE / LIABILITIES ASSOCIATED WITH ASSETS CLASSIFIED AS HELD FOR SALE

- (a) On 17th May, 2007, the Company entered into an agreement to dispose of certain stores and wholly-owned subsidiaries to C.P. Holding (BVI) Investment Company Limited. The consideration for the disposal is approximately HK\$433.4 million. The assets and liabilities attributable to these stores and subsidiaries have been classified as held for sale and presented separately in the consolidated balance sheet; and
- (b) During the year ended 31st December, 2004, a subsidiary of Lotus-CPF (PRC) Investment Company Limited (“Lotus-CPF”) entered into an agreement with an independent third party to dispose of a land use right at a consideration of approximately RMB11.0 million (equivalent to HK\$11.7 million). Accordingly, the land use right is classified as an asset held for sale and presented separately in the consolidated balance sheet. As at 31st December, 2007, the transaction for the disposal of the land use right has not been completed pending the approval of the relevant government authorities.

The major classes of assets and liabilities which are presented separately as held for sale in the consolidated balance sheet, are as follows:

	THE GROUP	
	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
Property, plant and equipment	345,442	-
Interest in leasehold land	11,749	10,890
Prepaid lease payments for premises	1,068	-
Inventories	105,647	-
Trade and other receivables	10,939	-
Cash and bank balances	22,428	-
Total assets classified as held for sale	497,273	10,890
Trade payables	230,963	-
Other creditors and accrued charges	29,563	-
Liabilities associated with assets classified as held for sale	260,526	-

11. TRADE AND OTHER PAYABLES

	THE GROUP	
	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
Notes payable, creditors and accrued charges	1,060,336	1,348,746
Amounts due to related companies	27,134	76,590
	1,087,470	1,425,336

Included in trade and other payables are trade creditors and notes payable of HK\$746,347,000 (2006: HK\$956,895,000) with the following ageing analysis:

	THE GROUP	
	2007	2006
	<i>HK\$'000</i>	<i>HK\$'000</i>
Within 30 days of invoice date	659,295	642,716
31 to 60 days after invoice date	58,639	153,932
61 to 90 days after invoice date	6,998	96,062
More than 90 days after invoice date	21,415	64,185
	746,347	956,895

12. COMPARATIVE FIGURES

Certain income from suppliers amounting to HK\$45,118,000 which was recorded in other revenue in the 2006 financial statements is now presented as a reduction of cost of sales to reflect more appropriately the nature of the income.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

The Group recorded a loss attributable to shareholders for the year ended 31st December, 2007 of HK\$307.3 million (2006: HK\$334.6 million). Loss from continuing operation improved significantly from HK\$571.0 million in 2006 to HK\$304.7 million in the year under review.

Revenue rose by HK\$907.9 million, or 26.1% to HK\$4,390.7 million. The increase in revenue was a result of like-for-like growth of 11.6%, primarily the contribution from 3 new stores, 2 located in the northern region and 1 located in the southern region which were opened in the second half of 2006 and the third quarter of 2007 respectively, and Lotus-CPF becoming a subsidiary of the Group in March, 2006 and its revenue and results were consolidated into the financial statements of the Group since then.

Gross profit margin which includes income from suppliers increased from 12.2% to 16.8%. Increase in purchase volume which enhanced our bargaining power with suppliers, increase in promotional activities and our continuous efforts to optimize merchandise mix and implement better pricing strategy all contributed to the improvement in the margin.

Revenue from leasing of store premises rose 50.5% to HK\$110.5 million, approximately 2.5% of sales. It represents income received from our tenants for leasing of the consignment areas. Increase in revenue from leasing of store premises was due primarily to the increase in the rental rates upon renewal of agreements as most of the leases have a lease term of 1 year or less. We will continue to bring in well-known tenants to our consignment areas and emphasize on total shopping experience by providing customers with shopping, leisure and food & beverage services to attract greater foot traffic and an increase in consignment revenue.

Distribution and store operating costs was HK\$961.9 million compared to HK\$820.0 million in 2006. It mainly comprised of utilities, personnel and rental expenses for a total of HK\$643.2 million. The increase was primarily a result of rising utilities expenses and rising labour cost. We expect the distribution and store operation costs over sales will continue to decline as sales continue to pick up and more stringent cost control measures are in place.

Administrative expenses of HK\$238.1 million, represent a decrease from 6.8% of sales in 2006 to 5.4% of sales during the year. Administrative expenses mainly included personnel expenses of HK\$147.4 million and professional fee of HK\$29.0 million.

Loss for the year from continuing operation was HK\$304.7 million, compared to HK\$571.0 million last year. Earnings before interest, taxation, depreciation and amortization ("EBITDA") improved 82.9% from HK\$(382.9) million (excluding gain from discontinued operations and on disposal of subsidiaries and an associate) in 2006 to HK\$(65.3) million in 2007. This was primarily attributable to improvement in revenue, and a 4.6% point increase in gross profit margin.

Capital Structure

For the year ended 31st December, 2007, there has been no change in the Company's share capital.

Liquidity and Financial Resources

As at 31st December, 2007, the Group had net current liabilities and net liabilities of approximately HK\$775.5 million and HK\$319.4 million respectively and incurred a loss from continuing operation of HK\$304.7 million for the year then ended.

As at 31st December, 2007, the Group had short term bank loans of HK\$110.0 million (2006: HK\$39.6 million), and had long term bank loans of US\$50.0 million (equivalent to HK\$390.0 million) drawdown. The Group had unsecured other loans of HK\$449.6 million (2006: HK\$66.4 million) of which HK\$441.8 million (2006: HK\$66.4 million) were advanced from related companies. The current portion of unsecured other loans amounted to HK\$403.0 million and HK\$66.4 million at year ended 2007 and 2006 respectively. The Group had cash and cash equivalents amounting to HK\$203.7 million, representing a 2.07 times of the balance as at the end of 2006.

Gearing and Current Ratios

As at 31st December, 2007, the gearing ratio of the Group stood at -2.95 (gearing ratio was calculated by dividing interest-bearing bank loans and other borrowings by shareholders' equity) (31st December, 2006: -6.90) and current ratio of the Group was 0.61 (31st December, 2006: 0.56).

Foreign Currency Exposure

Most of the Group's monetary assets and liabilities are denominated in Hong Kong dollars, RMB and US dollars. As the Hong Kong dollar is pegged to US dollar and the fluctuation in the exchange rates has been relatively small in recent years, and the sales and purchases of the PRC subsidiaries are mainly in RMB which minimizes the RMB exchange effect, therefore, the Group believes it faces minimal foreign currency risk and thus, has not undertaken any hedging activities.

Contingent Liabilities

As at the balance sheet date, the Company had issued two guarantees to an independent third party in respect of finance lease arrangements with its subsidiaries which expire in 2025 and a co-guarantee to a bank in respect of a bank loan granted to its subsidiary which expires in November, 2010 or upon repayment of the loan, if earlier. As at the balance sheet date, the Directors did not consider it probable that claims will be made against the Company under any of the guarantees. The maximum liability of the Company at the balance sheet date under the guarantees issued was 55% of the future minimum lease payments under the two lease agreements entered into by the subsidiaries of RMB55.0 million (equivalent to HK\$58.7 million) and the outstanding amount of the bank loan to its subsidiary of HK\$32.0 million.

Charges on Assets

A share charge has been entered into between Union Growth Investments Limited ("Union Growth"), a wholly-owned subsidiary of the Company, and C.P. Merchandising Co. Ltd. ("CPM") on 30th May, 2006 whereby Union Growth has agreed to pledge 38,960,000 registered shares of Lotus-CPF to CPM as security for the due and punctual performance of its obligation under a Share Sale and Purchase Agreement dated 27th February, 2006 made between Union Growth and CPM, in relation to the acquisition of the remaining 40% of Lotus-CPF.

Employees, Training and Remuneration Policy

The Group had around 11,500 employees as at the end of 2007. The Group remunerates its employees based on their performance, experience and prevailing market rate. Other employee benefits include insurance and medical cover, subsidized training programmes as well as share option scheme for senior management.

BUSINESS REVIEW

During the year, the Group maintained its focus on the operation and development of its hypermarket business in China.

As at the date of this announcement, the Group operates a total of 33 hypermarket stores in China, of which 21 are located in the northern region and 12 in the southern region of China. Only 1 new store was opened during the year under review as it is the Group's strategy to maintain its focus on store operation and on the financial turnaround of its existing portfolio and solidify the equity base before opening more new stores.

Product Offering Enhancement

We have continued to review our merchandise mix to make sure we provide the right products to our customers. During the year under review, new products introduced during 2007 accounted for over 25% of sales and 29% of profits; at the same time under-performing products were replaced. We have also enhanced our "Import Goods" section to provide a larger variety of high quality products from overseas. We have conducted tests and are preparing for rollouts of baby centers, life style health & fitness centers, and expanded assortments in cosmetics and products that appeal to customers with more disposable income such as sporting goods, toys and automotive.

Marketing and promotional activities

To further boosting sales and strengthen our relationship with our suppliers, we organized Thai Food Festival with the Thai Ministry of Commerce, a Baby Fair with Procter & Gamble, many product categories promotion with key suppliers and many anniversary events to celebrate the 10th anniversary of Lotus Supercenter.

New food safety standard

With the quest for better living, customers are more concerned about food safety and hygiene. We want to be a leader in food safety and provide affordable and timely supply chain for quality fresh products. We have introduced more stringent fresh meat produce specifications to facilitate better product quality control with our suppliers as we strive to deliver very fresh products at consistently high standards.

Re-branding campaign

We have started our re-branding campaign, transforming Lotus from being perceived as old and serving low income customers to a younger and higher-end image. To achieve this we are bringing in well-known tenants to our consignment areas, we are changing our signage and brand image to create a fresher and vibrant shopping atmosphere. As we entered 2008, we launched our Lotus – fresh your life campaign to help customers better understand our commitment to fresh & new. We have developed prototype standards for all of our new and remodeled stores to reinforce the attitude of Lotus – fresh your life. We will continue to improve the total shopping environment by providing our customers with shopping, leisure and food & beverage services in our consignment areas.

IT systems and infrastructure

We successfully launched a nationwide VMS system in August, 2007. VMS is the core retail system used by various business areas to manage the business. It focuses on the merchandising aspects of the retail business including vendor and item file management, purchase orders, price maintenance, replenishment, consignment and inventory management. As part of the VMS implementation, we also introduced online work flow processes to increase efficiency in managing the merchandising side of the business. This also enables us to have rules based controls to ensure the decisions (i.e. pricing, purchasing, etc.) are within certain tolerance levels to help us achieve business targets.

Our People

At Lotus, we place great emphasis and participation on continuous training and talent development. We launched a Graduate Management Training (GMT) Development Program in 2007 which aims at recruiting young talented graduates from local leading renowned universities and developing these recruits into future business leaders.

The Restructuring

On 17th May, 2007, the Company entered into an acquisition agreement with the vendors and the ultimate shareholders of Shanghai Lotus Supermarket Chain Store Co., Ltd. for the acquisition of 19 well-established and performing stores at a consideration of HK\$2,814.6 million (“the Acquisition”). As the consideration will be satisfied by issue of consideration shares, preference shares and convertible bonds, the Acquisition will not cause any depletion of the cash resources of the Group but will increase shareholders’ equity significantly. At the same time, the Company also entered into a disposal agreement with a connected party for the disposal of 11 non-performing stores in the northern region for a consideration of HK\$433.4 million (collectively known as the “Restructuring”).

The Restructuring has been duly approved by the independent shareholders of the Company on 25th July, 2007. Upon completion of the Restructuring, the Group will operate a total of 41 hypermarket stores, of which 10 stores in the northern, 12 stores in the southern and 19 stores in the central region of China with a total sales area of approximately 612,000 square metres, extending its presence in Shanghai and Jiangsu province in addition to its significant operations in the Guangdong province, Beijing, Qingdao, Xian and Zhengzhou, China. The disposal of the 11 non-performing stores provides a good opportunity for us to improve the financial positions.

STRATEGIC OUTLOOK

The overall consumer environment in China remains robust and the Group has started 2008 with good momentum. The Group will continue its efforts to maximize revenue and reduce cost to remain competitive, at the same time continue to improve our service quality to maintain customer loyalty. Competition from global and domestic rivals for market shares has intensified and it is important that we stay focused on doing the right things for our shareholders and our customers.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has complied with all code provisions set out in the Code on Corporate Governance Practices contained in Appendix 14 of the Listing Rules during the year.

AUDIT COMMITTEE

The Audit Committee comprises the three independent non-executive directors of the Company. The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal control and financial reporting matters including the review of the financial statements for the year ended 31st December, 2007.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the year, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

By Order of the Board
Soopakij Chearavanont
Chairman

Hong Kong, 18th April, 2008

As at the date of this announcement, the Board of the Company comprises fourteen executive directors, namely Mr. Soopakij Chearavanont, Mr. Narong Chearavanont, Mr. Tse Ping, Mr. Yang Xiaoping, Mr. Li Wen Hai, Mr. James Harold Haworth, Mr. Michael Ross, Mr. Umroong Sanphasitvong, Mr. Robert Ping-Hsien Ho, Mr. Meth Jiaravanont, Mr. Nopadol Chiaravanont, Mr. Chatchaval Jiaravanon, Mr. Supachai Chearavanont and Mr. Kachorn Chiaravanont and three independent non-executive directors, namely Mr. Viroj Sangsnit, Mr. Chokchai Kotikula and Mr. Cheng Yuk Wo.