截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

1 概覽

GENERAL

本公司於百慕達註冊成立為獲豁免有限責任公司, 其股份於香港聯合交易所有限公司(「聯交所」)上 市。 The Company is incorporated in Bermuda as an exempted company with limited liability and its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

本集團之主要業務為開發、製造、推廣及分銷電子產品,包括微型電腦、傳訊設備、寬頻通訊產品、互聯網應用器材及無線通訊、網絡設備及其他電子產品。

The principal activities of the Group are the development, manufacture, marketing and distribution of electronic products, including micro-computers, telecommunication equipment, broadband communication products, internet appliances and wireless communication, networking equipment and other electronic products.

2

採納會計實務準則 /會計政策變動

ADOPTION OF STATEMENTS OF STANDARD ACCOUNTING PRACTICE/CHANGES IN ACCOUNTING POLICIES

於本年度,本集團首次採納下列由香港會計師公 會頒佈之香港財務報表準則,香港財務報表準則 包括所有會計實務準則及香港會計師公會認可之 詮釋: In the current year, the Group has adopted, for the first time, the following Hong Kong Financial Reporting Standard ("HKFRS") issued by the Hong Kong Society of Accountants ("HKSA"), the term of HKFRS is inclusive of Statements of Standard Accounting Practice ("SSAP") and Interpretations approved by the HKSA:

所得税

於本年度,本集團已採納會計實務準則第12號(經 修訂)之「所得税」。實施會計實務準則第12號(經 修訂)之影響主要與遞延税項有關。以往年度內, 遞延税項乃按損益表負債法作出部份撥備,即除 預期不會於可見將來回撥之時差外, 所產生之時 差均會確認為負債。會計實務準則第12號(經修 訂) 規定採用資產負債表負債法,即就財務報表 中資產及負債之賬面值與計算應課税溢利所用相 應税基間之所有暫時差額確認為遞延税項,除極 少數情況例外。基於會計實務準則第12號(經修 訂)並無任何特定過渡安排之規定,新會計政策 以追溯方式應用。二零零二年年度之比較數額已 相應地重新呈列。於二零零三年一月一日之累計 溢利減少港幣5,611,000元(二零零二年:港幣 5,281,000元),此乃會計政策對直至當日之業績 產生之累積影響。會計政策改變之影響為本年度 税項支出減少港幣1,051,000元(二零零二年:增 加税項支出為港幣330,000元)。

Income taxes

In the current year, the Group has adopted, SSAP 12 (Revised) "Income Taxes". The principal effect of the implementation of SSAP 12 (Revised) is in relation to deferred tax. In previous years, partial provision was made for deferred tax using the income statement liability method, i.e. a liability was recognised in respect of timing differences arising, except where those timing differences were not expected to reverse in the foreseeable future. SSAP 12 (Revised) requires the adoption of a balance sheet liability method, whereby deferred tax is recognised in respect of all temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, with limited exceptions. In the absence of any specific transitional requirements in SSAP 12 (Revised), the new accounting policy has been applied retrospectively. Comparative amounts for 2002 have been restated accordingly. Accumulated profits as at 1st January, 2003 have been reduced by HK\$5,611,000 (2002: HK\$5,281,000), which is the cumulative effect of the change in policy on the results up to that date. The effect of the change is a reduced charge to taxation in the current year of HK\$1,051,000 (2002: increased charge of HK\$330,000).

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3 主要會計政策

SIGNIFICANT ACCOUNTING POLICIES

本財務報表已按歷史成本慣例法(經重估若干物業及投資證券修訂後)編製。

The financial statements have been prepared under the historical cost convention as modified for the revaluation of certain properties and investments in securities.

本財務報表乃根據香港公認會計原則編製,所採納之主要政策如下:

The financial statements have been prepared in accordance with accounting principles generally accepted in Hong Kong. The principal accounting policies adopted are as follows:

綜合基準

本綜合財務報表包括本公司及其附屬公司每年結 算至十二月三十一日止之財務報表。

本年度購入或出售附屬公司之業績,視乎情況按 其收購生效日期起或迄至其出售生效日期止,而 計入綜合收益表內。

所有集團內部之重大交易及結餘均於編製綜合賬 時冲銷。

商譽

綜合時產生之商譽,指本集團之收購成本高於本 集團在收購日於一間附屬公司或聯營公司權益之 公平值之差額。

因二零零一年一月一日前之收購而產生之商譽繼續於儲備中持有,並於出售有關附屬公司或聯營公司時,或決定將商譽減值時於收益表中扣除。

因二零零一年一月一日後之收購而產生之商譽會 撥充資本,及按其可使用年期以直線法攤銷。因 收購聯營公司而產生之商譽包括於聯營公司之賬 面值內。因收購附屬公司而產生之商譽於資產負 債表中分開呈報。

出售一間附屬公司或聯營公司時,在計算出售所 得之溢利或虧損時,要計入未攤銷商譽或先前自 儲備撇銷或計入儲備之應佔商譽。

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries made up to 31st December each year.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

All significant intercompany transactions and balances within the Group have been eliminated on consolidation.

Goodwill

Goodwill arising on consolidation represents the excess of the cost of acquisition over the Group's interest in the fair value of the identifiable assets and liabilities of a subsidiary or an associate at the date of acquisition.

Goodwill arising on acquisitions prior to 1st January, 2001 continues to be held in reserves, and will be charged to the income statement at the time of disposal of the relevant subsidiary or associate or at such time as the goodwill is determined to be impaired.

Goodwill arising on acquisitions after 1st January, 2001 is capitalised and amortised on a straight-line basis over its useful economic life. Goodwill arising on the acquisition of an associate is included within the carrying amount of the associate. Goodwill arising on the acquisition of subsidiaries is presented separately in the balance sheet.

On disposal of a subsidiary or an associate, the attributable amount of unamortised goodwill or goodwill previously eliminated against or credited to reserves is included in the determination of the profit or loss on disposal.

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

主要會計政策(續)

SIGNIFICANT ACCOUNTING POLICIES (Continued)

收入確認

3

貨品銷售乃於貨品付運及擁有權轉移時確認為收 入。

利息收入按時間比例基準,參照未償還本金及適 用之利率入賬。

經營租約之租金收入乃以直線法按有關租約之年 期於收益表中確認。

來自投資之股息收入於股東收取派付股息之權利 被確立時確認。

投資物業

投資物業乃因其具有投資潛力而持有之已落成物 業,任何租金收入將按公平原則協商釐定。

投資物業乃按其根據由獨立估值師每年進行之估值所得之公開市值入賬。投資物業重估產生之任何重估增加或減少計入投資物業重估儲備內或自投資物業重估儲備中扣除,除非此項儲備之結餘不足以彌補重估減少則除外:在此情況下,重估減少超出投資物業重估儲備結餘之部份自收益表中扣除。倘減少在之前已在收益表中扣除,而其後出現重估增加,則該項增加會根據之前已扣除之減少撥入收益表內。

於出售投資物業時,該項物業應佔之投資物業重 估儲備餘額轉入收益表。

租約之未屆滿年期為20年以上之投資物業並無計 算折舊。

Revenue recognition

Sales of goods are recognised when goods are delivered and title has passed.

Interest income is accrued on a time basis by reference to the principal outstanding and at the interest rate applicable.

Rental income under operating leases is recognised in the income statement on a straight-line basis over the terms of the relevant lease.

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

Investment properties

Investment properties are completed properties which are held for their investment potential, any rental income being negotiated at arm's length.

Investment properties are stated at their open market value, based on an annual valuation by independent valuers. Any revaluation increase or decrease arising on the revaluation of investment properties is credited or charged to the investment property revaluation reserve unless the balance on this reserve is insufficient to cover a revaluation decrease, in which case the excess of the revaluation decrease over the balance on the investment property revaluation reserve is charged to the income statement. Where a decrease has previously been charged to the income statement and a revaluation increase subsequently arises, this increase is credited to the income statement to the extent of the decrease previously charged.

On disposal of investment properties, the balance on the investment property revaluation reserve attributable to the property disposed of is credited to the income statement.

No depreciation is provided on investment properties which are held on leases with an unexpired term of more than 20 years.

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

3 主要會計政策(續)

SIGNIFICANT ACCOUNTING POLICIES (Continued)

物業、廠房及設備

物業、廠房及設備按成本值減累積折舊、攤銷及 減值虧損列賬。

物業、廠房及設備乃按其估計可使用年期,以直 線法計提折舊及攤銷,所採用之年率如下:

租賃土地	按有關租賃年期
樓宇	2.5% — 5%
廠房、機器及設備	15%-20%
家 私 及 奘 罟	15% - 20%

汽車 25%

出售或棄用物業、廠房及設備項目所產生之收益 或虧損,指出售所得收入與資產賬面數額之差額, 並計入收益表內。

無形資產

無形資產指在中華人民共和國(「中國」)一幅土地 之使用權,為期50年,並以成本計值。攤銷乃按 有關租賃年期以直線法撤銷成本。

於附屬公司之投資

附屬公司之投資乃按成本值減去任何已確認減值 虧損而計入本公司之資產負債表。

於聯營公司之權益

綜合收益表包括本集團應佔本年度聯營公司之收 購後業績。綜合資產負債表中,於聯營公司之權 益按本集團應佔聯營公司資產淨值減任何已確認 減值虧損列賬。

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation, amortisation and impairment losses.

Depreciation and amortisation is provided to write off the cost of items of property, plant and equipment, over their estimated useful lives, using the straight-line method, at the following rates per annum:

Leasehold land Over the terms of relevant lease

Buildings 2.5% - 5%Plant, machinery and equipment 15% - 20%Furniture and fixtures 15% - 20%Motor vehicles 25%

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the income statement.

Intangible asset

Intangible asset represents a right to use a land in The People's Republic of China ("PRC") for a period of 50 years and is measured at cost. The amortisation is provided to write off the cost on a straight-line basis over the terms of the relevant lease.

Investments in subsidiaries

Investments in subsidiaries are included in the Company's balance sheet at cost less any identified impairment loss.

Interests in associates

The consolidated income statement includes the Group's share of the post-acquisition results of its associates for the year. In the consolidated balance sheet, interests in associates are stated at the Group's share of the net assets of the associates less any identified impairment loss.

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

主要會計政策(續)

SIGNIFICANT ACCOUNTING POLICIES (Continued)

證券投資

3

證券投資以交易日為確認基準,並初步以成本計 算。

投資(持至到期日債券除外)乃列作投資證券及其 他投資。

投資證券乃指證券因一項指定長期策略性理由而 持有,並於隨後之報告日按成本減去任何屬非暫 時性之減值虧損計算。

其他投資項目乃按公平值計算,而未變現盈虧計 入年內溢利淨額或虧損淨額。

存貨

存貨乃按成本值或可變現淨值兩者較低者列賬。 成本以加權平均法計算。

減值

本集團於每個結算日覆核其資產之賬面值,以釐 定該等資產是否有減值虧損之任何顯示。倘估計 資產之可收回款項低於其賬面值,該資產之賬面 值將削減至其可收回金額。減值虧損即時確認為 開支。

倘減值虧損隨後逆轉,該資產之賬面值增加至重 新估計之可收回金額,惟倘該資產並無於過去年 度確認減值虧損,已增加之賬面值不高於應已釐 定之賬面值。減值虧損之逆轉即時確認為收入。

經營租賃

經營租賃下之應付租金以直線法按有關租賃年期 於收益表中扣除。

Investments in securities

Investments in securities are recognised on a trade-date basis and are initially measured at cost.

Investments other than held-to-maturity debt securities are classified as investment securities and other investments.

Investment securities, which are securities held for an identified long-term strategic purpose, are measured at subsequent reporting dates at cost, as reduced by any impairment loss that is other than temporary.

Other investments are measured at fair value, with unrealised gains and losses included in net profit or loss for the year.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the weighted average method.

Impairment

At each balance sheet date, the Group reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered impairment loss. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. Impairment loss is recognised as expense immediately.

Where impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, such that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss is recognised as income immediately.

Operating leases

Rentals payable under operating leases are charged to the income statement on a straight-line basis over the terms of the relevant leases.

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

3 主要會計政策(續)

SIGNIFICANT ACCOUNTING POLICIES (Continued)

外幣

以外幣進行之交易首先按交易日之滙率入賬。以 外幣結算之貨幣資產及負債均按結算日之滙率重 新折算。滙兑所產生之溢利及虧損計入有關年度 之溢利或虧損淨額。

於綜合賬目時,本集團海外業務之資產及負債按 結算日之滙率折算。收入及支出項目按年內之平 均滙率折算。所引致之滙兑差額(如有)列作股本 並撥入本集團滙兑儲備內處理,並於出售有關業 務之年度內確認為收入或支出。

研究及開發支出

研究活動之支出於產生之年度確認為開支。

開發支出產生之內部一般無形資產僅於預期可透 過未來商業活動將收回清楚界定項目產生之開發 成本時確認。因而產生之資產按其可使用年期以 直線法攤銷。

倘並無內部一般無形資產可確認時,開發支出於 產生之年度確認為開支。

退休福利費用

強制性公積金計劃及中央公積金計劃供款於到期 應付時列為開支處理。

税項

入息税開支指現時應付税項及遞延税項總額。

Foreign currencies

Transactions in foreign currencies are initially recorded at the rates of exchange prevailing on the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date. Profits and losses arising on exchange are included in net profit or loss for the year.

On consolidation, the assets and liabilities of the Group's overseas operations are translated at exchange rates prevailing on the balance sheet date. Income and expense items are translated at the average exchange rates for the year. Exchange differences arising, if any, are classified as equity and transferred to the Group's translation reserve. Such translation differences are recognised as income or expense in the year in which the operation is disposed of.

Research and development expenditure

Expenditure on research activities is recognised as expense in the year 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.

Where no internally-generated intangible asset can be recognised, development expenditure is recognised as expense in the year in which it is incurred.

Retirement benefits costs

Payments to the Mandatory Provident Fund Scheme and state-managed retirement benefit schemes are charged as expenses as they fall due.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

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主要會計政策(續)

SIGNIFICANT ACCOUNTING POLICIES (Continued)

税項(續)

3

現時應付税項乃按本年度應課税溢利計算。應課 税溢利不包括已撥往其他年度的應課税或應扣減 之收入及開支項目,亦不包括從未課税或可扣稅 之損益表項目,故與收益表所列純利不同。

遞延稅項指預期從財務報表內資產及負債賬面值 與計算應課稅溢利所採用相應稅基之差額所應付 或可收回之稅項,以資產負債表負債法處理。遞 延稅項負債一般就所有應課稅暫時差額確認,遞 延稅項資產則於可能出現可利用暫時差額作對銷 應課稅溢利時予以確認。如暫時差額由商譽(或 負商譽)或由初次確認一項不影響稅項溢利或會 計溢利之交易之其他資產及負債(業務合併除外) 所產生,有關資產及負債則不會確認。

遞延税項負債就於附屬公司及聯營公司之投資所 產生應課税暫時差額予以確認,除非本集團有能 力控制暫時差額還原,而暫時差額很可能不會於 可見將來還原。

遞延税項資產之賬面值乃於各個結算日進行檢討, 並予以相應扣減,直至並無足夠應課税溢利可供 全部或部分遞延税項資產可予應用為止。

遞延税項按預期適用於負債清償或資產變現年度 之税率計算。遞延税項從收益表扣除或計入收益 表,除非遞延税項關乎直接從股本扣除或直接計 入股本之項目,在該情況下遞延税項亦於股本中 處理。

Taxation (Continued)

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes income statement items that are never taxable or deductible.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill (or negative goodwill) or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the year when the liability is settled or the asset is realised. Deferred tax is charged or credited to the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

4	營業額	TURNOVER	
7	古禾识	TORNOVER	

營業額指本集團就售予外界客戶之貨品已收及應 收之款額減退貨及折扣。

Turnover represents the amounts received and receivable for goods sold by the Group to outside customers, less returns and discounts.

5 業務及地區分類 BUSINESS AND GEOGRAPHICAL SEGMENTS

業務分類

就管理分類申報而言,本集團分為兩個經營部門 —EMS* 電子產品及ODM** 電子產品。此等部 門為本集團申報其基本分類資料之基礎。

主要活動如下:

EMS電子產品—為EMS顧客製造及分銷電子產品。

ODM電子產品—為ODM顧客提供原產品開發及市場推廣。

- * EMS指電子製造服務
- ** ODM指原產品開發及推廣

Business segments

For management segment reporting purposes, the Group was organised into two operating divisions – EMS* electronic products and ODM** electronic products. These divisions are the basis on which the Group reports its primary segment information.

Principal activities are as follows:

EMS electronic products – manufacture and distribution of electronic products for EMS customers.

ODM electronic products – original product development and marketing for ODM customers.

- * EMS denotes electronic manufacturing service
- ** ODM denotes original product development and marketing

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

5業務及地區分類 (續)BUSINESS AND GEOGRAPHICAL SEGMENTS (Continued)	
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此等業務之分類資料呈列如下。

Segment information about these business is presented below.

2003

		EMS 部門 EMS division 港幣千元 HK\$'000	ODM 部門 ODM division 港幣千元 HK\$'000	其他部門# Other divisions# 港幣千元 HK\$'000	撇銷 Eliminations 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000
營業額	Turnover					
外部銷售	External sales	2,127,157	63,670	29,560	-	2,220,387
分類之間銷售	Inter-segment sales	52,445	33	1,670	(54,148)	-
總額	Total	2,179,602	63,703	31,230	(54,148)	2,220,387
業績	Result					
分類業績	Segment result	74,501	(36,863)	(981)	_	36,657
未分配企業開支	Unallocated corporate					
	expenses					(24,562)
利息收入	Interest income					4,223
其他經營收入	Other operating income					31,657
經營溢利	Profit from operations					47,975
融資成本	Finance costs					(10,481)
應佔聯營公司業績	Share of results of					
	associates	_	(300)	7,294		6,994
墊支予一間聯營	Write back of allowance for					
公司貸款撥備	loan advanced to an					
之回撥	associate	_	_	2,589		2,589
墊支予聯營公司	Allowance for loans					
貸款之撥備	advanced to associates	-	_	(14,785)		(14,785)
除税前溢利	Profit before taxation					32,292
税項	Taxation					(9,157)
除少數股東權益前	Profit before minority					
之溢利	interests					23,135

[#] 其他部門包括除 EMS及ODM產品之 貨品銷售。

各業務類別間之交易按本公司董事釐定之估計市 價列賬。 The transactions with inter-segments were carried out at the estimated market prices determined by the Company's directors.

[#] Other divisions included sales of goods other than EMS and ODM products.



截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

5	業務 (續)	8 及 地 區 分 類)	BUSINESS AND GEOGRAPHICAL SEGN (Continued)				NTS
資產負債表		2003 Balance sheet	EMS 部門 EMS division 港幣千元 HK\$'000	ODM 部門 ODM division 港幣千元 HK\$'000	其他部門 Other divisions 港幣千元 HK\$'000	未分配 Unallocated 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000
資產		Assets					
分類資產		Segment assets	1,024,915	35,369	78,501	_	1,138,785
於聯營公		Interests in associates	200	6,271	240,537	-	247,008
其他企業	資產	Other corporate assets		_		-	215,157
已綜合資	產總額	Consolidated total assets					1,600,950
負債		Liabilities					
分類負債		Segment liabilities	467,871	35,288	10,934	-	514,093
其他企業	負債	Other corporate					
		liabilities	-	-	-	-	478,856
已綜合負	債總額	Consolidated total liabilities					992,949
其他資料		Other information					
資產增添		Capital additions	61,539	9,735	1,112	1,435	73,821
折舊及攤	銷開支	Depreciation and					
		amortisation expenses	63,645	2,728	2,500	5,322	74,195
廠房、機	器及	Impairment loss					
設備已	確認	recognised in respect					
減值虧	損	of plant, machinery					
		and equipment	2,500	-	-	-	2,500
租約土地	及樓宇已	Impairment loss					
確認減	值虧損	recognised in respect					
		of leasehold land					
		and buildings	-	-	_	1,141	1,141
墊支予一		Write back of allowance					
公司貸		for loan advanced					
撥備之		to an associate	_	_	2,589	-	2,589
墊支予聯		Allowance for loans			1		
貸款之		advanced to associates	-	-	14,785	-	14,785
其他非現	金闸文	Other non-cash expenses	737	1,691	93	-	2,521

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

5

業務及地區分類 (續)

BUSINESS AND GEOGRAPHICAL SEGMENTS (Continued)

2002

		EMS 部門 EMS division 港幣千元 HK\$'000	ODM 部門 ODM division 港幣千元 HK\$'000	其他部門 Other divisions 港幣千元 HK\$'000	撇銷 Eliminations 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000 (重新呈列) (Restated)
營業額	Turnover					
外部銷售	External sales	1,725,346	40,521	42,885	_	1,808,752
分類之間銷售	Inter-segment sales	41,893	_	5,374	(47,267)	
總額	Total	1,767,239	40,521	48,259	(47,267)	1,808,752
業績	Result					
分類業績	Segment result	63,508	(32,097)	(7,858)		23,553
未分配企業開支	Unallocated corporate expenses					(5,255)
利息收入	Interest income					28,741
其他經營收入	Other operating income					16,584
經營溢利 融資成本 出售聯營公司權益	Profit from operations Finance costs Loss on disposal of					63,623 (10,394)
之虧損應佔聯營公司業績	interests in associates Share of results of	-	-	(234)		(234)
墊支予聯營公司	associates Allowance for loans	-	-	3,350		3,350
貸款之撥備	advanced to associates	-	-	(12,500)		(12,500)
除税前溢利	Profit before taxation					43,845
税項	Taxation					(10,608)
除少數股東權益前 之溢利	Profit before minority interests					33,237



截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

5	業務 (續)	及地區分類	BUSINES (Continue	SS AND GEO ed)	OGRAPHICA	AL SEGMEN	NTS
資產負債表(重新呈列)		2002 Balance sheet (Restated)	EMS 部門 EMS division 港幣千元 HK\$'000	ODM 部門 ODM division 港幣千元 HK\$'000	其他部門 Other divisions 港幣千元 HK\$'000	未分配 Unallocated 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000
資產		Assets					
分類資產		Segment assets	851,909	33,608	77,509	_	963,026
於聯營公司	司之權益	Interests in associates	-	540	298,036	_	298,576
其他企業資	資產	Other corporate assets	-	-	_	-	648,644
已綜合資產	產總額	Consolidated total assets					1,910,246
負債		Liabilities					
分類負債		Segment liabilities	461,509	23,351	11,328	_	496,188
其他企業負	負債	Other corporate liabilities	-	-	_	-	404,043
已綜合負債	責總額	Consolidated total liabilities					900,231
其他資料		Other information					
資產增添		Capital additions	123,584	1,047	1,042	335	126,008
折舊及攤釒	肖開支	Depreciation and					
		amortisation expenses	47,095	2,027	5,030	5,556	59,708
租約土地及	及樓宇	Impairment loss					
已確認》	咸值	recognised in respect					
虧損		of leasehold land					
#1 J = #11 J	w a	and buildings	_	_	_	1,140	1,140
墊支予聯營公司		Allowance for loans					
貸款之排	贺 侑	advanced to			12.500		12.500
甘仙北田2	か 問 士	associates Other per sech	_	_	12,500	_	12,500
其他非現象	立 川 文	Other non-cash	2761		700	2.042	5 507
		expenses	2,761		700	2,042	5,503

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

5

業務及地區分類 (續)

BUSINESS AND GEOGRAPHICAL SEGMENTS (Continued)

地區分類

下表提供本集團按地區市場劃分之銷售分析(不 考慮貨品或服務之原產地):

Geographical Segments

The following table provides an analysis of the Group's sales by geographical market, irrespective of the origin of the goods or services:

		Sales	易之銷售收益 revenue by phical market 2002 港幣千元 HK\$'000
 北美洲	North America		
一美國及墨西哥	– USA and Mexico	702,630	653,541
一加拿大	– Canada	415	_
亞洲(香港除外)	Asia other than Hong Kong	483,416	337,490
歐洲	Europe	163,919	109,240
香港	Hong Kong	869,775	708,481
其他	Others	232	_
		2,220,387	1,808,752

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

5

業務及地區分類

BUSINESS AND GEOGRAPHICAL SEGMENTS

(Continued)

地區分類(續)

以下為按資產所在地區分析之分類資產賬面金額、 添置物業、廠房及設備及無形資產分析:

Geographical Segments (Continued)

The following is an analysis of the carrying amount of segment assets and additions to property, plant and equipment and intangible asset analysed by the geographical areas in which the assets are located:

				冷直 物	ڊ、
				設備及	無形資產
		分類資産之	2.賬面金額	Additions	to property,
		Carrying	amount	plant and e	quipment and
		of segme	nt assets	intangi	ble asset
		2003	2002	2003	2002
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
北美洲	North America				
一美國及墨西哥	– USA and Mexico	140,513	245,708	4,879	11,002
一加拿大	– Canada	4,533		2,027	_
中國(香港除外)	PRC other than Hong Kong	520,186	425,090	61,722	109,264
亞洲(中國及香港除外)	Asia other than PRC and				
	Hong Kong	60,068	467,927	1,716	97
歐洲	Europe	50,936	27,746	22	24
香港	Hong Kong	824,714	743,775	3,455	5,621
		1,600,950	1,910,246	73,821	126,008

6 減值虧損

IMPAIRMENT LOSS

廠房、機器及設備已確認減值虧損指將結算日後 停業之附屬公司之若干廠房、機器及設備減記至 其可變現淨額。 The impairment loss recognised in respect of plant, machinery and equipment represents the write down of certain plant, machinery and equipment held by a subsidiary, which will cease its operations subsequent to the balance sheet date, to their net realisable amounts.

租約土地及樓宇已確認減值虧損指本集團參考市值,將空置之租約土地及樓宇之賬面金額減記至 其估計可收回價值。 The impairment loss recognised in respect of leasehold land and buildings represents the Group's write down of the carrying amounts of idle leasehold land and buildings to their estimated recoverable values by reference to the market value.

財務報表附註 Notes to the Financial Statements 截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

7	經營溢利	PROFIT FROM OPERATIONS		
·			2003 港幣千元 HK\$'000	2002 港幣千元 HK\$'000
經營溢利i	已扣除(計入):	Profit from operations has been arrived at after charging (crediting):		
核數師酬金	<u>\$</u>	Auditors' remuneration		
本年度		Current year	1,544	1,075
以往年原		Over-provision in previous years	(54)	-
董事酬金	(附註a至c)	Directors' emoluments (notes a to c)		
袍金		Fees	436	390
強制性。	公積金供款	Contributions to Mandatory Provident		
		Fund	36	74
管理薪酬	M	Management remuneration		
基本素	薪金、房屋津貼	Basic salaries, housing allowances		
及實	實物利益(不包括購股權	and benefits in kind but		
之禾	刊益)	excluding benefit from		
		share options	9,120	9,017
酌情花約	I	Discretionary bonus	887	1,178
			10,479	10,659
滙兑虧損		Exchange loss	623	911
租用樓宇	之經營租賃租金	Operating lease charges on rented		
		premises	7,458	7,469
研究及開	發開支	Research and development expenditure	14,061	1,934
減:開發	成本資本化 (附註19)	Less: Development cost capitalised		
		(note 19)	(13,195)	_
於收益表	扣除之款項	Amount charged to the income statement	866	1,934
出售投資	物業虧損	Loss on disposal of investment properties	267	386
出售物業	、廠房及設備(收益)虧損	(Gain) loss on disposal of property, plant		
		and equipment	(832)	4,417
證券投資	减值虧損之回撥	Reversal of impairment loss on	, ,	
		investments in securities	_	(167)
租金收入	總額	Gross rental income	(899)	(1,724)
減:支出		Less: Outgoings	378	872
租金收入	爭額	Net rental income	(521)	(852)

財務報表附註 Notes to the Financial Statements 截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

7	經營溢利(續)	PR	OFIT FROM OPERATIONS (C	Continued)	
附註	:	Note	es:		
(a)	董事酬金之分佈如下:	(a)	Directors' emoluments were within the follow	ving ranges:	
	分佈 港幣 港幣		Range HK\$ HK\$		董事人數 of directors 2002
	無 - 1,000,000 1,000,001 - 1,500,000 1,500,001 - 2,000,000 2,000,001 - 2,500,000 2,500,001 - 3,000,000		Nil -1,000,000 1,000,001-1,500,000 1,500,001-2,000,000 2,000,001-2,500,000 2,500,001-3,000,000	4 1 - 1 2	3 - - 2 2
				8	7
(b)	上述披露之款項包括支付予獨立非執行董事之董事袍金港幣140,000元(二零零二年:港幣140,000元)。本公司於該兩年概無支付或須支付其他酬金予獨立非執行董事。	(b)	The amounts disclosed above include dir HK\$140,000) paid to independent non-exe was paid or is payable to the independent no	cutive directors. N	o other emolument
(c)	本集團五位最高薪酬僱員中,三位(二零零二年:四位)為本公司執行董事,其酬金已於上文披露,餘下兩位(二零零二年:一位)僱員之酬金如下:	(c)	Of the five highest paid individuals in the Gro directors of the Company whose emolumen The emoluments of the remaining two (2002	ts are included in	disclosure as above.
				2003 港幣千元 HK\$'000	2002 港幣千元 HK\$'000
	薪金及其他福利 與表現掛鈎之獎勵 強制性公積金供款		Salaries and other benefits Performance related incentive payment Contributions to Mandatory Provident Fund	3,122 610 24	1,677 561 12
				3,756	2,250
	餘下兩位僱員酬金之分佈如下:		The remaining two individuals' emoluments	were within the fol	lowing ranges:
	分佈		Range		≨員人數 of employees
	港幣港幣		HK\$ HK\$	2003	2002
	無 – 1,000,000 1,000,001 – 1,500,000		Nil – 1,000,000 1,000,001 – 1,500,000	-	-
	1,500,001 – 2,000,000		1,500,001 – 2,000,000	1	
	2,000,001 – 2,500,000		2,000,001 – 2,500,000	1	1
				2	1
8	融資成本	FIN	NANCE COSTS		
				2003	2002
				港幣千元	港幣千元
				HK\$'000	HK\$'000
	·五年內悉數償還之銀行 款及透支之利息		rest on bank loans and overdrafts holly repayable within five years	10,481	10,394

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

9

墊支予聯營公司貸 款之撥備

ALLOWANCE FOR LOANS ADVANCED TO ASSOCIATES

年內,一間聯營公司將其持作出售之物業全部售出及變為不活躍經營。該聯營公司欠負之款項被確認為不可收回款項,故此作出港幣10,951,000元之撥備。此外,墊支予另一間聯營公司之貸款亦屬不可收回,故此作出港幣3,834,000元之撥備。

二零零二年,鑑於香港物業市道呆滯及持續下滑, 董事重新評定墊支予該聯營公司之貸款可收回之 金額。在計及現行及預期市況後,董事確認撥備 約港幣12,500,000元。 During the year, an associate sold all its properties held for sale and became inactive. An allowance of HK\$10,951,000, which represents the recognition of irrecoverable amount due from the associate, is provided for. In addition, due to the irrecoverable loan advanced to another associate, an allowance of HK\$3,834,000 is provided for.

In 2002, due to sluggish and continuous decline in property market in Hong Kong, the directors had reassessed the recoverable amount of the loan advanced to this associate. The directors, had taken into account the current and expected market condition, recognised an allowance of approximately HK\$12,500,000.

10 税項

TAXATION

		2003 港幣千元 HK\$'000	2002 港幣千元 HK\$'000 (重新呈列) (Restated)
利得税: 香港	Profits tax: Hong Kong – current year – (over) under-provision in previous	14,209	6,811
	years	(96)	505
		14,113	7,316
其他司法管轄區 一本年度 一以往年度撥備過剩	Other jurisdictions – current year – over-provision in previous years	173 (291)	788 (411)
		(118)	377
遞延税項(附註26) - 已扣除折舊與折舊免税額之差額 - 税務虧損 - 因税率改變而產生之遞延税項	Deferred tax (note 26) - difference between depreciation charged and depreciation allowances - taxation loss - attributable to change in tax rate	(7,240) 841 1,032	2,340 145 –
		(5,367)	2,485
應佔聯營公司税項	Share of taxation of associates	529	430
		9,157	10,608

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

10

税項(續)

TAXATION (Continued)

香港利得税按税率17.5%(二零零二年:16%)就本年度之估計應課税溢利計算。

Hong Kong Profits Tax is calculated at 17.5% (2002: 16%) on the estimated assessable profits for the year.

年內,香港利得税率自二零零三/二零零四課税年度起由16%增至17.5%。此項增幅之影響已於結算日計算當期税項及遞延税項結餘時反映。

During the year, the Hong Kong Profits Tax rate was increased from 16% to 17.5% with effect from the year of assessment 2003/2004. The effect of this increase has been reflected in the calculation of current and deferred tax balances at the balance sheet date.

其他司法管轄區之税項乃按有關司法管轄區之現 行税率計算。 Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

本年度税項支出可與綜合收益表之溢利調節如下:

The charge for the year can be reconciled to the profit per the consolidated income statement as follows:

			香港 Hong Kong	.			其他司法管朝 ther jurisdict				總額 Total		
		2003 港幣千元 HK\$'000	%	2002 港幣千元 HK\$'000	%	2003 港幣千元 HK\$'000	%	2002 港幣千元 HK\$'000	%	2003 港幣千元 HK\$'000	%	2002 港幣千元 HK\$'000	%
除税前溢利(虧損)	Profit (loss) before taxation	51,358		42,374		(19,066)		1,471		32,292		43,845	
按本地所得税率 計算之税項 不可扣減支出之税務影響	Tax at the domestic income tax rate Tax effect of expenses not	8,988	17.5	6,780	16.0	(2,859)	(15.0)	53	3.6	6,129	19.0	6,833	15.6
毋須課税收入之税務影響	deductible for tax purpose Tax effect of income not	11,495	22.4	7,293	17.2	353	1.9	964	65.5	11,848	36.7	8,257	18.8
以往年度撥備(過剩)不足	taxable for tax purpose (Over) under-provision in respect of prior year	(23,872)	(46.5)	(8,084)	(19.1)	(527)	(2.8)	(4,960)	(337.2)	(24,399)	(75.6)	(13,044)	(29.8)
未確認税務虧損之遞延税項資產	Deferred tax asset in respect of tax losses	, ,	. ,			, ,	, ,	, ,	, ,	,	, ,		
香港利得税率增加所產生 之期初遞延税項 負債增加	not recognised Increase in opening deferred tax liability resulting from an increase in the Hong Kong	11,068	21.6	3,198	7.5	3,691	19.4	5,275	358.6	14,759	45.7	8,473	19.3
其他	Profits Tax rate Others	1,032 131	2.0 0.3	- 51	0.1	- 44	0.2	- (56)	(3.8)	1,032 175	3.2 0.5	- (5)	-
本年度税項支出及 實際税率	Tax expense and effective tax rate for the year	8,746	17.1	9,743	22.9	411	2.2	865	58.8	9,157	28.3	10,608	24.1

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

11	股息	DIVIDENDS		
			2003 港幣千元 HK\$'000	2002 港幣千元 HK\$'000
普通股:		Ordinary shares:		
(二零零. 已付特別中 (二零零. 擬派末期股	设息每股港幣0.01元 二年:港幣0.01元) 中期股息-無 二年:每股港幣2.00元) 设息每股港幣0.02元 二年:港幣0.02元)	Interim dividend paid – HK\$0.01 (2002: HK\$0.01) per share Special interim dividend paid – Nil (2002: HK\$2.00 per share) Proposed final dividend – HK\$0.02 (2002: HK\$0.02) per share	4,669 - 9,339	4,669 933,844 9,339
擬派特別末	三年:/尼市 0.02元/ 三期股息 - 無 二年:每股港幣 0.88元)	Proposed special final dividend – Nil (2002: HK\$0.88 per share)	-	410,892
			14,008	1,358,744

末期股息每股港幣0.02元(二零零二年:末期股息 港幣0.02元及特別末期股息港幣0.88元)由董事建 議派付,惟須待股東於股東大會上批准。 The final dividend of HK\$0.02 (2002 : final dividend of HK\$0.02 and special final dividend of HK\$0.88) per share has been proposed by the directors and is subject to approval by the shareholders in general meeting.

12 每股盈利

EARNINGS PER SHARE

每股基本盈利乃根據本集團之本年度純利約港幣 24,903,000元(二零零二年:港幣33,444,000元)及以普通股466,921,794股(二零零二年:466,921,794股)之數目計算。

The calculation of the basic earnings per share is based on the Group's net profit for the year of approximately HK\$24,903,000 (2002: HK\$33,444,000) and the number of ordinary shares of 466,921,794 (2002: 466,921,794).

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

13	投資物	丵
1)	以見加	ᆽ

INVESTMENT PROPERTIES

港	幣	+	兀
Н	Κ¢	<u>'</u> '	ററ

本集團	The Group	
於二零零三年一月一日	At 1st January, 2003	12,880
出售	Disposals	(2,650)
重估值增加	Revaluation increase	520
於二零零三年十二月三十一日	At 31st December, 2003	10,750

投資物業由獨立專業估值師第一太平戴維斯(香港)有限公司於二零零三年十二月三十一日按公開市值為基準進行重估。此項估值產生之重估值增加為港幣 520,000元(二零零二年:重估值減少港幣700,000元),已於收益表中處理。

本集團所有投資物業均以營業租賃方式出租。

有關投資物業乃位於香港,並以中期租約持有。

The investment properties were revalued at 31st December, 2003 on an open market value basis by FPDSavills (Hong Kong) Limited, an independent professional valuer. This valuation gave rise to a revaluation increase of HK\$520,000 (2002: a revaluation decrease of HK\$700,000) which has been dealt with in the income statement.

All the Group's investment properties are rented out under operating leases.

The investment properties are situated in Hong Kong and are held under medium-term leases.

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

14

物業、廠房 及設備

PROPERTY, PLANT AND EQUIPMENT

		在香港 以中期 租約持有之 土地及樓宇 Medium- term leasehold land and buildings in Hong Kong 港幣千元 HK\$'000	在中國 以中期 租約持有之 土地及樓宇 Medium- term leasehold land and buildings in PRC 港幣千元 HK\$*000	廠房、 機器及設備 Plant, machinery and equipment 港幣千元 HK\$'000	像俬及 装置 Furniture and fixtures 港幣千元 HK\$'000	汽車 Motor vehicles 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
本集團	The Group						
成本值	Cost						
於二零零三年一月一日	At 1st January, 2003	221,177	23,547	590,246	136,756	7,830	979,556
增添	Additions	-	7,322	54,789	8,497	1,186	71,794
出售/撤銷	Disposals / written off	(9,473)	-	(33,396)	(1,321)	-	(44,190)
外滙調整	Exchange adjustment		-	(323)	41	-	(282)
於二零零三年十二月三十一日	At 31st December, 2003	211,704	30,869	611,316	143,973	9,016	1,006,878
累積折舊、攤銷 及滅值虧損	Accumulated depreciation, amortisation and impairment losses						
於二零零三年一月一日	At 1st January, 2003	59,202	4,004	413,745	98,273	5,651	580,875
本年度折舊及攤銷	Charge for the year	4,443	650	63,931	3,908	1,223	74,155
減值虧損	Impairment loss	-	1,141	2,500	-	-	3,641
出售/撇銷之對銷	Eliminated on disposals / written off	(5,773)	-	(28,828)	(583)	-	(35,184)
外滙調整	Exchange adjustment		-	(322)	21	-	(301)
於二零零三年十二月三十一日	At 31st December, 2003	57,872	5,795	451,026	101,619	6,874	623,186
賬面淨值	Net book values						
於二零零三年十二月三十一日	At 31st December, 2003	153,832	25,074	160,290	42,354	2,142	383,692
於二零零二年十二月三十一日	At 31st December, 2002	161,975	19,543	176,501	38,483	2,179	398,681

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

14	物業、廠房 及設備(續)	PROPERTY, PLANT AND EQ	UIPMENT (Co	ntinued)				
				傢俬及裝置 Furniture and fixtures 港幣千元 HK\$'000				
本公司		The Company						
成本值		Cost						
於二零零日	三年一月一日及							
二零零3	三年十二月三十一日	At 1st January, 2003 and 31st December	er, 2003	86				
累積折舊		Accumulated depreciation						
	三年一月一日							
及二零零	§三年十二月三十一日	At 1st January, 2003 and 31st Decembe	At 1st January, 2003 and 31st December, 2003					
賬面淨值 ***	-61 0-1 0	Net book value						
	三年十二月三十一日 『二年十二月三十一日	At 31st December, 2003 and 31st Dece	mber, 2002					
15	於附屬公司 之權益	INTERESTS IN SUBSIDIARIE	ES					
			4	公司				
			The G	Company				
			2003	2002				
			港幣千元	港幣千元				
			HK\$'000	HK\$'000				
非上市股份		Unlisted shares, at cost						
- 香港J		– Other than Hong Kong	619,928	619,928				
- 香港		– Hong Kong	1	1				
			619,929	619,929				
應收附屬②	公司款項	Amounts due from subsidiaries	288,028	1,474,384				
			907,957	2,094,313				

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

15

於附屬公司之權益(續)

INTERESTS IN SUBSIDIARIES (Continued)

附屬公司之欠款為無抵押及免息。董事認為,並 無任何部分須於一年內償還,因此將欠款歸類入 非流動資產。 The amounts due from subsidiaries are unsecured and interest-free. In the opinion of directors, no part will be repayable within one year and accordingly, the amounts are grouped as non-current assets.

於二零零三年十二月三十一日主要附屬公司之詳 情如下: Details of the principal subsidiaries as at 31st December, 2003 are as follows:

		擁有	j權			
	已發行普通股本面值	權益 Propor	比例 tion of	所持投票權 比例	註冊成立/ 營業地點	
公司名稱	Nominal value of issued ordinary	ownershi 直接	p interest 間接	Proportion of voting	Place of incorporation/	主要業務
Name of company	share capital	Directly	Indirectly	power held	operation	Principal activities
		0/0	%	%		
	港幣110元				英屬處女群島	投資控股
Catel (B.V.I.) Limited	HK\$110	100	-	100	British Virgin Islands	Investment holding
	20,000,000日圓				日本	銷售及市場拓展
Wong's International Japan, Inc.	JPY20,000,000	100	-	100	Japan	Sales and marketing
邦緯有限公司	港幣2元				香港	投資控股
Bondwide Limited	HK\$2	-	100	100	Hong Kong	Investment holding
						設計及推廣寬頻及
	10,000美元				美國	互聯網應用器材產品
BroadMax Technologies, Inc.	US\$10,000	-	100	100	United States of America ("USA")	Design and marketing of broadband and internet appliances products
	港幣2元				香港	物業投資
Luckyweal Company Limited	HK\$2	-	100	100	Hong Kong	Property investment
時順工業有限公司	港幣1,000,000元				香港	製造塑膠注模
Season Industries Limited	HK\$1,000,000	-	100	100	Hong Kong	Plastic injection mould cases manufacture
	港幣2元				香港/中國	製造電子產品
Siu Wai Industrial Limited	HK\$2	-	100	100	Hong Kong/PRC	Electronic products manufacture

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

15

於附屬公司之權益(續)

INTERESTS IN SUBSIDIARIES (Continued)

公司名稱 Name of company	已發行普通股本面值 Nominal value of issued ordinary share capital	權 溢 Propo	有權 社的 rtion of ip interest 間接 Indirectly	所持投票權 比例 Proportion of voting power held	註冊成立/ 營業地點 Place of incorporation/ operation	主要業務 Principal activities
		%	0/0	9/0		
	港幣2元				香港	投資控股
Wapdon Company Limited	HK\$2	-	100	100	Hong Kong	Investment holding
	50,000墨西哥比索				墨西哥	製造電子產品
Welco Technologies Mexico S.A. de C.V.	\$50,000	-	100	100	Mexico	Electronic products manufacture
	Mexican pesos					
華高科技(蘇州)有限公司*	10,006,529美元				中國	製造電子產品
Welco Technology (Suzhou) Limited*	US\$10,006,529	-	100	100	PRC	Electronic products manufacture
	坡幣83,500,000元				新加坡	投資控股
Wong's Circuits (Holdings) Pte Ltd.	\$\$83,500,000	-	100	100	Singapore	Investment holding
王氏電子有限公司	港幣1,000,000元				香港	製造電子產品
Wong's Electronics Co., Limited	HK\$1,000,000	-	100	100	Hong Kong	Electronic products manufacture
王氏工業(集團)有限公司	港幣500元				香港	投資控股
Wong's Industrial (Holdings) Limited	HK\$500	-	100	100	Hong Kong	Investment holding
						設計及推廣寬頻及
	港幣1,000,000元				香港	互聯網應用器材產品
BroadMax Technology Limited	HK\$1,000,000	-	100	100	Hong Kong	Design and marketing of broadband and internet appliances products
						開發、推廣及銷售
	港幣1,000,000元				香港	無線通訊產品
Emerging Technologies Limited	HK\$1,000,000	-	100	100	Hong Kong	Development, marketing and distribution of wireless communication products
	10,000美元				美國	市場拓展
Wong's International (USA) Corporation	US\$10,000	-	100	100	USA	Marketing

^{*} 此公司為全外資企業。

^{*} This company is a wholly-foreign owned enterprise.

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

15

於附屬公司之權益(續)

INTERESTS IN SUBSIDIARIES (Continued)

董事認為,完整載列有關附屬公司之詳情將過份 冗長,因此上表僅載列主要對本集團業績或資產 淨值有重要影響之附屬公司詳情。 In the opinion of the directors, a complete list of the particulars of subsidiaries will be of excessive length and therefore the above list contains only the particulars of those subsidiaries which principally affect the results or net assets of the Group.

附屬公司於年內概無發行任何債務證券,或於年 結時亦無任何已發行債務證券。 None of the subsidiaries had issued any debt securities during the year or outstanding at the end of the year.

16

於聯營公司之 權益

INTERESTS IN ASSOCIATES

			集團 e Group
		2003	2002
		港幣千元	港幣千元
		HK\$'000	HK\$'000
應佔資產淨值	Share of net assets	62,620	37,418
減除撥備後應收聯營公司款項	Amounts due from associates,		
	less allowance	184,388	261,158
		247,008	298,576

聯營公司之欠款為無抵押。董事認為,並無任何 部分欠款須於一年內償還,因此將欠款歸類入非 流動資產。

於二零零三年,並無就聯營公司之欠款餘額收取利息。於二零零二年,一間聯營公司之欠款餘額港幣108,320,000元乃按商業息率計算利息,惟並無就其他聯營公司之欠款餘額收取利息。

The amounts due from associates are unsecured. In the opinion of the directors, no part of the amounts due from will be repayable within one year and accordingly, the amounts are grouped as non-current assets.

In 2003, no interest was charged on the outstanding balances due from associates. In 2002, interest was charged at the commercial rate on the outstanding balance due from an associate amounting to HK\$108,320,000 and no interest was charged on the remaining outstanding balances due from other associates.



截至二零零三年十二月三十一目止年度 For the year ended 31st December, 2003

16

於聯營公司之 權益(續)

INTERESTS IN ASSOCIATES (Continued)

於二零零三年十二月三十一日,本集團於下列主 要聯營公司擁有權益: As at 31st December, 2003, the Group had interests in the following principal associates:

		註冊成立/		擁有權權益	所持投票權	
		營業地點	所持	比例	比例	
	業務架構形式	Place of	股份類別	Proportion of	Proportion of	
公司名稱	Form of	incorporation/	Class of	ownership	voting	主要業務
Name of company	business structure	operation	shares held	interest	power held	Principal activities
				0/0	0/0	
	註冊成立	香港	普通			物業投資
Ming Dragon Limited *	Incorporated	Hong Kong	Ordinary	42.5	42.5	Property investment
王氏地產發展有限公司	註冊成立	香港	普通			物業投資
Wong's Properties Limited	Incorporated	Hong Kong	Ordinary	50.0	50.0	Property investment
南京普天王芝通信有限公司*	註冊成立	中國	注冊資本			開發、生產及分銷 CDMA手機
Nanjing Postel Wong Zhi Telecommunications Co. Ltd.	Incorporated *	PRC	Registered capital	33.0	33.0	Development, manufacture and distribution of CDMA handphone

^{*} 由其他核數師審核之公司

董事認為,完整載列有關聯營公司之詳情將過份 冗長,因此上表僅載列主要對本集團業績或資產 淨值有重要影響之聯營公司詳情。 In the opinion of the directors, a complete list of the particulars of associates will be of excessive length and therefore the above list contains only the particulars of those associates which principally affect the results or net assets of the Group.

^{*} Company audited by other auditors

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

17 證券投資

INVESTMENTS IN SECURITIES

		證券投資 Investment securities		其他投資 Other investments			粵額 otal	
		2003	2002	2003	2002	2003	2002	
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
本集團	The Group							
股本證券:	Equity securities:							
於香港以外地區上市	Listed outside Hong Kong	89	383	_	_	89	383	
於香港上市	Listed in Hong Kong	_	-	2,063	7,053	2,063	7,053	
		89	383	2,063	7,053	2,152	7,436	
上市證券市值	Market value of listed securities							
於香港以外地區	Outside Hong Kong	89	383	-	_	89	383	
於香港	In Hong Kong	-	-	2,063	7,053	2,063	7,053	
為申報而分析	Carrying amount analysed for							
之賬面金額:	reporting purposes as:							
流動	Current	_	_	2,063	7,053	2,063	7,053	
非流動	Non-current	89	383	-	_	89	383	
		89	383	2,063	7,053	2,152	7,436	

其他投資

Other investments

20032002港幣千元港幣千元HK\$'000HK\$'000

本公司	The Company		
股本證券:	Equity securities:		
於香港上市之市值	Listed in Hong Kong at market value	893	7,053

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

18 無形資產

INTANGIBLE ASSET

土地使用權 Land use right 港幣千元 HK\$'000

本集團	The Group	
成本	Cost	
於年內購入及於二零零三年		
十二月三十一日	Acquired during the year and at 31st December, 2003	2,027
攤銷	Amortisation	
本年度攤銷及於二零零三年		
十二月三十一日	Charge for the year and at 31st December, 2003	40
於二零零三年十二月三十一日	_	
之賬面淨值	Net book value at 31st December, 2003	1,987

該筆款項為租用一幅中國土地50年之使用權費用。 該項成本乃於有關租賃期限內以直線法攤銷。 The amount represents the right to use the land in the PRC for a period of 50 years. The amortisation is provided to write off the cost on a straight-line method over the terms of the relevant lease.

19 開發成本資本化

DEVELOPMENT COST CAPITALISED

直至二零零三年十二月三十一日為止,產品開發 尚未完成,故並無就此作出攤銷。倘開發產品已 完成並可使用,則會按照載於附註3之本集團會 計政策規定作出攤銷。 Up to 31st December, 2003, the development of the product has not yet been completed and therefore no amortisation was provided thereon. Amortisation will be provided in accordance with the Group's accounting policy as set out in note 3 when the development is completed and is ready for use.

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

20	存貨	INVENTORIES		
			本	集團
			The	Group
			2003	2002
			港幣千元	港幣千元
			HK\$'000	HK\$'000

按成本值:	At cost:		
原料	Raw materials	211,694	145,017
在製品	Work in progress	9,446	17,471
製成品	Finished goods	48,027	55,299
		269,167	217,787

21 應收一間有關連公 司款項

AMOUNT DUE FROM A RELATED COMPANY

本集團

應收瑞花電路(香港)有限公司(「瑞花電路」)(王 忠椏先生曾為該公司董事)之款項為無抵押、免息 及無固定還款期。由於王忠椏先生於二零零三年 五月三日辭去瑞花電路董事之職,故此瑞花電路 已非本集團之有關連公司。該筆在二零零三年倘 未償還款項已在結算日計入貿易及其他應收賬款 內。

The Group

The amount was due from Eastern Pacific Circuits (HK) Limited ("EPCL") in which Mr. Wong Chung Ah, Johnny was a director. It was unsecured, interest-free and had no fixed terms of repayment. As Mr. Wong Chung Ah, Johnny resigned as the director of EPCL on 3rd May, 2003, EPCL is no longer a related company of the Group. The outstanding amount in 2003 is included in trade and other receivables at the balance sheet date.



截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

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貿易及其他應收 賬款

TRADE AND OTHER RECEIVABLES

本集團平均給予其貿易顧客60日之賒賬期。

The Group allows an average credit period of 60 days to its trade customers.

以下為本集團應收貿易賬款於申報日期之賬齡分 析: The following is an aged analysis of the Group's trade receivables at the reporting date:

本集團

		The	Group
		2003	2002
		港幣千元	港幣千元
		HK\$'000	HK\$'000
應收貿易賬款	Trade receivables		
0至60日	0 – 60 days	278,259	295,324
61至90日	61 – 90 days	1,321	3,313
超過90日	Over 90 days	1,303	2,756
		280,883	301,393
其他應收賬款	Other receivables	35,062	32,539
		315,945	333,932

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

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貿易及其他應付 賬款

TRADE AND OTHER PAYABLES

以下為本集團應付貿易賬款於申報日期之賬齡分析:

The following is an aged analysis of the Group's trade payables at the reporting date:

本集團
The Group

		2003	2002
		港幣千元	港幣千元
		HK\$'000	HK\$'000
應付貿易賬款	Trade payables		
0至60日	0 – 60 days	414,423	348,284
61至90日	61 – 90 days	6,144	1,490
超過90日	Over 90 days	10,964	74,613
		431,531	424,387
其他應付賬款	Other payables	55,107	84,834
		486,638	509,221

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應付一間聯營公司 款項

AMOUNT DUE TO AN ASSOCIATE

本集團

該筆款項為無抵押、免息及無固定還款期。

The Group

The amount is unsecured, interest-free and has no fixed terms of repayment.

財務報表附註 Notes to the Financial Statements 截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

25	有抵押銀行貸款	SECURED BANK LOANS
23		SECURED DAIN LUAINS

		4	集團
		The	Group
		2003	2002
		港幣千元	港幣千元
		HK\$'000	HK\$'000
有抵押銀行貸款償還期:	Secured bank loans repayable within		
	a period of:		
年	– one year	43,050	14,147
- 介乎一年至兩年	– between one to two years	36,397	9,272
一介乎兩年至五年	– between two to five years	22,445	2,620
		101,892	26,039
減:列於流動負債下須於一年內	Less: Amounts due within one year		
償還之金額	shown under current liabilities	(43,050)	(14,147)
須於一年後償還之金額	Amounts due after one year	58,842	11,892

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

26 遞延税項

DEFERRED TAXATION

以下為年內本集團確認之主要遞延税項(負債)資 產及其變動: The following is the major deferred tax (liability) asset recognised by the Group and movements thereon during the year:

		加速税項	估計	
		撥備	税務虧損	
		Accelerated	Estimated	總額
		tax allowances	tax losses	Total
		港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000
於二零零二年一月一日	At 1st January, 2002			
一先前申報	 as previously reported 	(6,173)	2,932	(3,241)
一採納會計實務準則				
第12號(經修訂)後	 adjustment on adoption of 			
作出調整(附註2)	SSAP 12 (Revised) (note 2)	(5,281)	_	(5,281)
一重新呈列	– as restated	(11,454)	2,932	(8,522)
於本年度收益表扣除	Charge to the income			
	statement for the year	(2,340)	(145)	(2,485)
於二零零二年十二月三十一日	At 31st December, 2002 and			
及二零零三年一月一日	1st January, 2003	(13,794)	2,787	(11,007)
於本年度收益表計入(扣除)	Credit (charge) to the income			
	statement for the year	7,240	(841)	6,399
税率改變之影響	Effect of change in tax rate			
一於本年度收益表(扣除)計入	– (charge) credit to the income			
	statement for the year	(1,173)	141	(1,032)
於二零零三年十二月三十一日	At 31st December, 2003	(7,727)	2,087	(5,640)

於二零零三年十二月三十一日,本集團可用以抵銷未來溢利之未動用税務虧損為港幣221,000,000元(二零零二年:港幣149,000,000元)。由於無法預測未來溢利來源,故並未就有關税務虧損確認遞延稅項資產。未動用稅務虧損包括將於二零零八年屆滿之虧損為港幣17,000,000元(二零零二年:港幣1,000,000元)。其他稅務虧損或會無限期結轉。

At 31st December, 2003, the Group has unused tax losses of HK\$221 million (2002: HK\$149 million) available for offsetting against future profits. No deferred tax asset has been recognised of such losses due to the unpredictability of future profit streams. Included in unused tax losses are losses of HK\$17 million (2002: HK\$1 million) that will expire in 2008. Other tax losses may be carried forward indefinitely.

Notes to the Financial Statements 截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

27	股本	SHARE CAPITAL		
			股份數目 Number of shares	股本 Share capital 港幣千元 HK\$'000
每股面值港	b幣0.10元之普通股	Ordinary shares of HK\$0.10 each		
	: 雾二年一月一日及 雾二年及二零零三年	Authorised: At 1st January, 2002 and 31st December, 2002		
•	マーナルーママーナ 月三十一日	and 2003	700,000,000	70,000
_ 零零	敞足股本: 零二年一月一日及 零二年及二零零三年 月三十一日	Issued and fully paid: At 1st January, 2002 and 31st December, 2002 and 2003	466,921,794	46,692
年內,本公	司及其任何附屬公司概無購入、出售	Neither the Company nor any of its	subsidiaries purchase	d, sold or redeemed

或贖回本公司任何上市證券。

any of the Company's listed securities during the year.

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

28	儲備			RESERVES				
本公司		The Company						
				資本				
			四十八年	贖回儲備	⇒ /AL 72. AA	80 A 84 H+	# 71 W 21	
			股本溢價 Share	Capital redemption	實繳盈餘 Contributed	股息儲備 Dividend	累計溢利 Accumulated	總額
			premium	reserve	surplus	reserve	profits	総領 Total
			港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
			HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
於二零零二年一月	一日	At 1st January, 2002	148,864	345	522,566	233,460	25,715	930,950
年內純利		Net profit for the year	_	-	-	-	1,408,194	1,408,194
撥出之股息		Dividends set aside	-	-	-	420,231	(420,231)	-
已付股息		Dividends paid						
-二零零-年末	期股息	– for 2001 final dividend	-	-	-	(233,460)	-	(233,460)
- 二零零二年中	期股息	- for 2002 interim dividend		-	-	-	(938,513)	(938,513)
於二零零二年								
十二月三十一日		At 31st December, 2002						
及二零零三年一	月一日	and 1st January, 2003	148,864	345	522,566	420,231	75,165	1,167,171
年內純利		Net profit for the year	-	-	-	-	3,374	3,374
撥出之股息		Dividends set aside	-	-	-	9,339	(9,339)	-
已付股息		Dividends paid						
-二零零二年末	期股息	– for 2002 final dividend	-	-	-	(420,231)	-	(420,231)
- 二零零三年中	期股息	– for 2003 interim dividend	-	-	-	_	(4,669)	(4,669)
於二零零三年								
十二月三十一日		At 31st December, 2003	148,864	345	522,566	9,339	64,531	745,645

本公司於結算日可供分派予股東之儲備(按百慕達公司法及本公司之公司細則所規定計算)為港幣596,436,000元(二零零二年:港幣1,017,962,000元)。此外本公司之股本溢價可以繳足紅股方式派發。

本公司之實繳盈餘指本公司所收購附屬公司之有 關淨資產之賬面值與本集團於一九九零年進行集 團重組之時因收購事項而發行之本公司股份之面 值兩者間之差額。 The reserves of the Company available for distribution to the shareholders, as calculated under the Companies Act of Bermuda and the Bye-laws of the Company, as at the balance sheet date amounted to HK\$596,436,000 (2002: HK\$1,017,962,000). In addition, the Company's share premium may be distributed in the form of fully-paid bonus shares.

The contributed surplus of the Company represents the difference between the book values of the underlying net assets of the subsidiaries acquired by the Company, and the nominal value of the Company's shares issued for the acquisition at the time of the Group reorganisation in 1990.

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

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資產抵押

PLEDGE OF ASSETS

本集團

於結算日,本集團將其賬面淨值總額約港幣147,000,000元(二零零二年:港幣152,000,000元) 位於香港之若干土地及樓宇及約港幣8,000,000元 (二零零二年:港幣15,000,000元)之廠房、機器 及設備作抵押,為本集團取得約港幣756,000,000元(二零零二年:港幣801,000,000元)之銀行融資。

The Group

At the balance sheet date, certain of the Group's land and buildings, plant, machinery and equipment in Hong Kong, with aggregate net book values of approximately HK\$147 million and HK\$8 million (2002: HK\$152 million and HK\$15 million) respectively were pledged to secure banking facilities granted to the Group to the extent of approximately HK\$756 million (2002: HK\$801 million).

於二零零二年,本集團亦將其於一間聯營公司賬面淨值總額約港幣250,000,000元之權益作抵押, 為該聯營公司取得約港幣52,000,000元之銀行融資。 In 2002, interest in an associate with an aggregate net book value of approximately HK\$250 million was also pledged to secure banking facilities granted to the associate to the extent of approximately HK\$52 million.

30 承擔及或然負債

COMMITMENTS AND CONTINGENT LIABILITIES

於結算日,本集團及本公司沒有在財務報表內撥 備之承擔如下: At the balance sheet date, the Group and the Company had the following commitments, so far as not provided for in the financial statements, in respect of:

	;	本集團	本公司	
	T	he Group	The Company	
	2003	2002	2003	2002
	港幣千元	港幣千元	港幣千元	港幣千元
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
(a) 購買物業、 (a) Capital commitments contracted for				
廠房及設備 in respect of acquisition of				
之資本承擔: property, plant and equipment:				
- 已訂約但未於 - contracted for but not provided				
財務報表撥備 in the financial statements	14	19,205	-	_
一已授權但未訂約 — authorised but not contracted for	276	2,539	-	-
	290	21,744	-	
(b) 就收購以下公司 (b) Capital commitments contracted for				
已訂約但未於 but not provided for in the financial				
財務報表撥備 statements in respect of acquisition of:				
之資本承擔:				
-—間聯營公司 — an associate	1,092	-	1,092	_

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

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承擔及或然負債 (續)

COMMITMENTS AND CONTINGENT LIABILITIES (Continued)

		本集團 The Group		本公司 The Company	
		2003 港幣千元 HK\$'000	2002 港幣千元 HK\$'000	2003 港幣千元 HK\$'000	2002 港幣千元 HK\$'000
(c) 根據不可撤銷之 土地及樓字經營 租賃所須履行之 日後最低下列年 明屆滿: 一年內 第二至第五年 (包括首尾 兩年)	(c) Operating lease commitments for future minimum lease payments under non-cancellable operating leases in respect of land and buildings which fall due as follows: Within one year In the second to fifth year inclusive	3,463 2,921	5,069 175	-	-
		6,384	5,244	-	-

經營租賃款項指本集團就其若干寫字樓物業須付 之租金。租約及租金平均議定為兩年。 Operating lease payments represent rentals payable by the Group for certain of its office premises. Leases are negotiated and rentals are fixed for an average of two years.

		本集團		本公司	
		The Group		The Company	
		2003	2002	2003	2002
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
(d)與租客訂約之日後 最低租金款項: 一年內 第二至第五年 (包括首尾	(d) Future minimum lease payments contracted with tenants: Within one year In the second to fifth year	518	575	-	-
兩年)	inclusive	-	408	_	-
		518	983	-	_

經營租賃款項指本集團就租賃其投資物業所收取 之租金。租約及租金平均議定為兩年。 Operating lease payments represent rental receivable by the Group for leasing its investment properties. Leases are negotiated and rentals are fixed for an average of two years.

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

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承擔及或然負債 (續)

COMMITMENTS AND CONTINGENT LIABILITIES (Continued)

		本集團 The Group		·	公司 Company
		2003	·		2002
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
(e) 或然負債:	(e) Contingent liabilities:				
就向以下公司授出	Guarantees given to banks in				
之貸款及銀行融	respect of loans and banking				
資向銀行作出之	facilities granted to the				
擔保:	extent of:				
一附屬公司	– subsidiaries	-	_	1,324,000	1,119,000
間聯營公司	– an associate	-	51,500	-	51,500
		-	51,500	1,324,000	1,170,500

31 關連人士交易

RELATED PARTY TRANSACTIONS

- (a) 於本年內,本集團與其聯營公司進行以下 交易:
- (a) During the year, the Group entered into the following transactions with its associates:

		2003 港幣千元 HK\$'000	2002 港幣千元 HK\$'000
已收租金收入	Rental income received	147	-
已收利息收入(<i>附註(i)及(ii))</i>	Interest income received		
	(Notes (i) & (ii))	-	6,513
按賬面淨值出售廠房、	Sales of plant, machinery and		
機器及設備	equipment at net book value		12,877

Notes:

附註:

- (i) 於二零零三年,並無就聯營公司之欠款餘額收取利息。於二零零二年,一間聯營公司之欠款餘額港幣108,320,000元乃按商業息率計算利息,惟並無就其他聯營公司之欠款餘額收取利息。
- (i) In 2003, no interest was charged on the outstanding balances due from associates. In 2002, interest was charged at the commercial rate on the outstanding balance due from an associate amounting to HK\$108,320,000 and no interest was charged on the remaining outstanding balances due from other associates.

Notes to the Financial Statements

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

31 關連人士交易(續) RELATED PARTY TRANSACTIONS (Continued)

(a) 於本年內,本集團與其聯營公司進行以下 交易(續):

附註(續):

(ii) 聯營公司欠款是無抵押及毋須於一年內償 還。

(a) During the year, the Group entered into the following transactions with its associates (*Continued*):

Notes (Continued):

(ii) The amounts owed by associates were unsecured and no part will be repayable within one year.

	2003	2002
	港幣千元	港幣千元
	HK\$'000	HK\$'000
Amounts owed by associates,		
less allowance at end of the year	184,388	261,158

(b) 於二零零二年,本公司向銀行提供公司擔 保及本集團以聯營公司之投資作抵押,為

減撥備

其取得若干銀行融資。

於年終聯營公司欠款,

資產抵押及本公司發出之公司擔保之詳情 分別載於附註29及30。

(c) 本集團與其有關連公司(該等公司之一位股 東與本公司相同)訂立下列交易。交易以本 公司董事釐定之估計市價進行。 (b) In 2002, the Company provided a corporate guarantee and the Group pledged its investment in an associate in favour of a bank to secure certain banking facilities granted thereto.

Details of the pledge of assets and corporate guarantee issued by the Company are disclosed in notes 29 and 30 respectively.

(c) The Group has entered into the following transactions with its related companies which have a common shareholder as the Company. The transactions were carried out at estimated market prices determined by the Company's directors.

		2003	2002
		港幣千元	港幣千元
		HK\$'000	HK\$'000
交易性質	Nature of transactions		
購入貨品	Purchase of goods	4,487	16,785
已收佣金收入	Received commission income	_	787
已收租金收入	Received rental income	291	590

- (d) 二零零三年十二月一日,本公司全資附屬公司時順工業有限公司(「時順」)與StephenWu先生,彼為於交易時任職本公司董事王忠梴先生之妻舅,訂立一項買賣協議,據此在本公司於二零零三年十二月二日之公佈所披露之若干條件達成後,以現金代價港幣3,000,000元出售時順塑膠製品(深圳)有限公司(時順全資附屬公司)之100%股本權益。出售所得款項將用作本集團之一般營運資金。直至本報告刊發日期為止,該項交易尚未完成。
- (d) On 1st December, 2003, Season Industries Limited ("SIL"), a wholly-owned subsidiary of the Company, entered into a sale and purchase agreement with Mr. Stephen Wu, brother-in-law of Mr. Wong Chung Yin, Michael who was a director of the Company at the time of the transaction in relation to the sale of 100% equity interest in Season Plastic Products (Shenzhen) Co., Ltd (a wholly-owned subsidiary of SIL) for a cash consideration of HK\$3 million subject to the satisfaction of certain conditions as disclosed in the Company's announcement dated 2nd December, 2003. The proceeds from the disposal will be utilised as the general working capital of the Group. Up to the date of this report, the transaction has not yet been completed.

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

32 僱員購股權計劃

EMPLOYEE SHARE OPTION SCHEME

本公司之僱員購股權計劃(「該計劃」)乃於二零零零年七月三十日生效,主要作為給予合資格僱員(包括本公司或任何附屬公司之任何執行董事,以及為向本公司或附屬公司提供全職或大部分全職服務而僱用之本公司或任何附屬公司之任何高級行政人員、主任或僱員)之獎勵,該計劃將於二零一零年七月三十日營業時間結束時到期。

The Company's Employee Share Option Scheme (the "Scheme") came into effect on 30th July, 2000 for the primary purpose of providing incentives to eligible employees, including any executive director of the Company or any subsidiary, and any senior executive, officer or employee of the Company or any subsidiary employed to render full-time or substantially full-time service to the Company or any subsidiary. The Scheme will expire at the close of business on 30th July, 2010.

購股權可於董事就該購股權授出條款所指定之期間行使,惟不得早於授出日期起計一年或遲於授出日期起計十年。購股權不可於授出日期後一年內行使。

An option may be exercised as specified by the directors in relation to such option in its terms of grant which shall not be earlier than one year after its date of grant, nor be more than ten years from its date of grant. No option shall be exercisable earlier than one year after its date of grant.

於年內或於二零零三年十二月三十一日並無購股 權授出或尚未行使。 No share options were granted during the year or outstanding at 31st December, 2003.

33 退休福利計劃

RETIREMENT BENEFITS PLANS

本集團為香港所有合資格僱員設立強制性公積金計劃(「該計劃」)。該計劃之資產與本集團之資產 分開持有,以基金方式由受託人管理。本集團按 每月港幣1,000元或有關薪酬成本5%之較低者向 該計劃供款。 The Group operates a Mandatory Provident Fund Scheme (the "Scheme") for all qualifying employees in Hong Kong. The assets of the Schemes are held separately from those of the Group, in funds under the control of trustees. The Group contributes the lower of HK\$1,000 per month or 5% of relevant payroll costs to the Scheme.

中國附屬公司之僱員為中國政府設立之退休福利計劃之成員。

The employees of the subsidiaries in the PRC are members of retirement benefits schemes operated by the PRC government.

截至二零零三年十二月三十一日止年度 For the year ended 31st December, 2003

33 退休福利計劃(續)

RETIREMENT BENEFITS PLANS (Continued)

有關中國附屬公司須按現有僱員月薪之7%至12% 向中國之國家退休計劃供款,以為該項福利提供 資金。根據有關政府法規,僱員可享有按退休時 之基本薪金及服務年期計算之退休金。中國政府 負責退休員工之退休金。 The relevant PRC subsidiaries are required to make contributions to the state retirement schemes in the PRC based on 7% to 12% of the monthly salaries of their current employees to fund the benefits. The employees are entitled to retirement pension calculated with reference to their basic salaries on retirement and their length of service in accordance with the relevant government regulations. The PRC government is responsible for the pension liability to the retired staff.

列入收益表處理之總成本約港幣2,786,000元(二零零二年:港幣2,662,000元),為本集團就本會計年度向該等計劃應付之供款。

The total cost charged to the income statement of approximately HK\$2,786,000 (2002: HK\$2,662,000) represents contributions payable to the schemes by the Group in respect of the current financial year.