I. SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of compliance

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (which includes all applicable Statements of Standard Accounting Practice and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants, accounting principles generally accepted in Hong Kong and the 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. A summary of the significant accounting policies adopted by the Group is set out below.

(b) Basis of preparation of the financial statements

The measurement basis used in the preparation of the financial statements is historical cost modified by the revaluation of investment properties and land and buildings, and the marking to market of certain investments in securities as explained in the accounting policies set out below.

(c) Subsidiaries and controlled enterprises

A subsidiary, in accordance with the Hong Kong Companies Ordinance, is a company in which the Group, directly or indirectly, holds more than half of the issued share capital, or controls more than half the voting power, or controls the composition of the board of directors. Subsidiaries are considered to be controlled if the Company has the power, directly or indirectly, to govern the financial and operating policies, so as to obtain benefits from their activities.

An investment in a controlled subsidiary is consolidated into the consolidated financial statements, unless it is acquired and held exclusively with a view to subsequent disposal in the near future or operates under severe long-term restrictions which significantly impair its ability to transfer funds to the Group, in which case, it is stated in the consolidated balance sheet at fair value with changes in fair value recognised in the same manner as for non-trading securities.

1. 主要會計政策

(a) 遵例聲明

本財務報表已按照香港會計師公會頒 佈所有適用的《香港財務報告準則》 (包括所有適用的《會計實務準則》及 解釋) 香港公認會計原則及香港《公司 條例》的規定編製。本財務報表同時 符合適用的《香港聯合交易所有限公 司證券上市規則》披露規定。本集團 採用之主要會計政策概述如下。

(b) 財務報表編製基準

除投資物業、土地及樓宇按重估值和 部份證券投資按市值入賬(見下文所 載的會計政策)外,本財務報表是以 歷史成本作為編製基準。

(c) 附屬公司及受控制企業

按照香港《公司條例》規定,附屬公司 是指本集團直接或間接持有其過半數 已發行股份,或控制其過半數投票 權,或控制其董事會組成的公司。當 本公司有權直接或間接支配附屬公司 的財務及經營政策,並藉此從其活動 中取得利益,均視為受本公司控制。

集團於受控制附屬公司的投資均在綜 合財務報表中綜合計算。然而,如購 入並持有這些投資的唯一目的是在短 期內將之出售,或受控制附屬公司是 長期在嚴格限制條件下經營,以致其 向本集團轉移資金的能力嚴重受損, 則這些投資會按公平價值記入綜合資 產負債表。公平價值的變動在綜合損 益表確認的方法,與非交易證券相 同。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) Subsidiaries and controlled enterprises (continued)

Intra-group balances and transactions, and any unrealised profits arising from intra-group transactions, are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Minority interests at the balance sheet date, being the portion of the net assets of subsidiaries attributable to equity interests that are not owned by the Company, whether directly or indirectly through subsidiaries, are presented in the consolidated balance sheet separately from liabilities and the shareholders' equity. Minority interests in the results of the Group for the year are also separately presented in the consolidated income statement.

Where losses attributable to the minority exceed the minority interest in the net assets of a subsidiary, the excess and any further losses attributable to the minority, are charged against the Group's interest except to the extent that the minority has a binding obligation to, and is able to, make good the losses. All subsequent profits of the subsidiary are allocated to the Group until the minority's share of losses previously absorbed by the Group has been recovered.

In the Company's balance sheet, an investment in a subsidiary is stated at cost less any impairment losses (see note I (m)), unless it is acquired and held exclusively with a view to subsequent disposal in the near future or operates under severe long-term restrictions which significantly impair its ability to transfer funds to the Company, in which case, it is stated at fair value with changes in fair value recognised in the same manner as for non-trading securities.

1. 主要會計政策(續)

(c) 附屬公司及受控制企業 (續)

集團內部往來的餘額和集團內部交易及其產生的未變現溢利,均在編製綜合財務報表時全數抵銷。集團內部交易所產生的未變現虧損的抵銷方法與未變現溢利相同,但抵銷額只限於沒有證據顯示已轉讓資產已出現減值。

於結算日的少數股東權益是指並非由 本公司直接或透過附屬公司間接擁有 的股權所佔附屬公司資產淨值的部 分;這些權益在綜合資產負債表內是 與負債及股東權益分開列示。少數股 東所佔本集團本年度業績的權益在損 益表內亦會分開列示。

如果少數股東應佔的虧損超過其所佔 附屬公司資產淨值的權益,超額部分 和任何歸屬於少數股東的進一步虧損 便會沖減本集團所佔權益;但如少虧 股東須承擔具有約束力的義務並有能 力彌補虧損則除外。附屬公司的所有 其後溢利均會分配予本集團,直至本 集團收回以往承擔的少數股東應佔虧 損為止。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(d) Associates

An associate is an entity in which the Group or Company has significant influence, but not control or joint control, over its management, including participation in the financial and operating policy decisions.

An investment in an associate is accounted for in the consolidated financial statements under the equity method and is initially recorded at cost and adjusted thereafter for the post acquisition change in the Group's share of the associate's net assets, unless it is acquired and held exclusively with a view to subsequent disposal in the near future or operates under severe long-term restrictions that significantly impair its ability to transfer funds to the investor, in which case it is stated at fair value with changes in fair value recognised in the same manner as for non-trading securities. The consolidated income statement reflects the Group's share of the post-acquisition results of the associates for the year, including any amortisation of positive or negative goodwill charged or credited during the year in accordance with note I(e). Where the Group's share of losses exceeds the carrying amount of the associate, the carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred obligations in respect of the associate. Where the associate has a financial year end other than 31st March, its latest audited financial statements made up to 31st December are used for equity accounting purposes.

Unrealised profits and losses resulting from transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associate, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in the income statement.

1. 主要會計政策(續)

(d) 聯營公司

聯營公司是指本集團或本公司可以對 其管理層發揮重大影響的實體,包括 參與其財務及經營決策,但不是控制 或聯合控制管理層。

於聯營公司的投資是按權益法記入綜 合財務報表,並且先以成本入賬,然 後就本集團佔該聯營公司淨資產在收 購後的變動作出調整。然而,如購入 並持有這些投資的唯一目的是在短期 內將之出售,或聯營公司是長期在嚴 格限制條件下經營,以致其向本集團 轉移資金的能力嚴重受損,則這些投 資會按公平價值入賬。公平價值的變 動在綜合損益表確認的方法,與非交 易證券相同。綜合損益表反映出年內 本集團所佔聯營公司於收購後的業 績,包括按照附註I(e))在本年度列支 或計入的正商譽或負商譽的任何攤 銷。當本集團對聯營公司虧損的承擔 額超出本集團於該聯營公司的賬面金 額時,賬面金額將會減至零,並且不 再確認其他虧損; 但如本集團須向該 聯營公司承擔義務則除外。如聯營公 司之會計年度不是截至三月三十一 日,則聯營公司截至十二月三十一日 之審計財務報表會用作權益會計法之 用途。

本集團與各聯營公司之間交易所產生 的未變現損益,均按本集團在聯營公 司所佔之權益比率抵銷;但假如未變 現虧損顯示已轉讓資產出現減值,則 這些未變現虧損會即時在損益表內確 認。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(d) Associates (continued)

In the Company's balance sheet, an investment in an associate is stated at cost less impairment losses (see note I(m)), unless it is acquired and held exclusively with a view to subsequent disposal in the near future or operates under severe long-term restrictions that significantly impair its ability to transfer funds to the investor, in which case, it is stated at fair value with changes in fair value recognised in the same manner as for non-trading securities.

(e) Goodwill

Positive goodwill arising on consolidation represents the excess of the cost of the acquisition over the Group's share of the fair value of the identifiable assets and liabilities acquired. In respect of controlled subsidiaries:

- for acquisitions before 1st April, 2001, positive goodwill is eliminated against reserves and is reduced by impairment losses (see note 1(m)); and
- for acquisitions on or after 1st April, 2001, positive goodwill
 is amortised to the consolidated income statement on a
 straight-line basis over its estimated useful life. Positive
 goodwill is stated in the consolidated balance sheet at cost
 less accumulated amortisation and impairment losses (see
 note 1(m)).

In respect of acquisitions of associates, positive goodwill is amortised to the consolidated income statement on a straight-line basis over its estimated useful life. The cost of positive goodwill less accumulated amortisation and impairment losses (see note I(m)) is included in the carrying amount of the interest in associates.

Negative goodwill arising on acquisitions of controlled subsidiaries and associates represents the excess of the Group's share of the fair value of the identifiable assets and liabilities acquired over the cost of the acquisition.

1. 主要會計政策(續)

(d) 聯營公司(續)

本公司資產負債表所示於聯營公司資產負債表所示於聯營公司資產負債表所示於聯營公司,是按成本減去減值虧損(參入 持有這些投資的唯一目的是在短期內 將之出售,或聯營公司是長期在嚴關 限制條件下經營,以致其向本集團 會按公平價值入賬。公平價值的變動 在綜合損益表確認的方法,與非交易 證券相同。

(e) 商譽

編製綜合財務報表時產生的正商譽是 指投資成本超過本集團佔所收購可分 資產與負債公平價值的數額。就受控 制附屬公司而言:

- 對於在二零零一年四月一日之前 作出的收購,正商譽與儲備抵 銷,並且減去減值虧損(參閱附 註I(m))之數;及
- 一 對於在二零零一年四月一日或之 後作出的收購,正商譽是按其預 計可用年限,以直線法在綜合損 益表內攤銷。正商譽是以成本減 去累計攤銷及減值虧損(參閱附 註 I(m))後,記入綜合資產負債 表。

至於收購聯營公司方面,正商譽是按 其預計可用年限,以直線法在綜合損 益表內攤銷。正商譽是以成本減去累 計攤銷及減值虧損(參閱附註 I(m)) 後,計入聯營公司權益之賬面金額 中。

收購受控制附屬公司、聯營公司所產 生的負商譽是指本集團佔所收購可分 資產與負債公平價值超過投資成本的 數額。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(e) Goodwill (continued)

To the extent that negative goodwill relates to an expectation of future losses and expenses that are identified in the plan of acquisition and can be measured reliably, but which have not yet been recognised, it is recognised in the consolidated income statement when the future losses and expenses are recognised. Any remaining negative goodwill, but not exceeding the fair values of the non-monetary assets acquired, is recognised in the consolidated income statement over the weighted average useful life of those non-monetary assets that are depreciable/amortisable. Negative goodwill in excess of the fair values of the non-monetary assets acquired is recognised immediately in the consolidated income statement.

In respect of any negative goodwill not yet recognised in the consolidated income statement:

- for controlled subsidiaries, such negative goodwill is shown in the consolidated balance sheet as a deduction from assets in the same balance sheet classification as positive goodwill; and
- for associates, such negative goodwill is included in the carrying amount of the interest in associates.

On disposal of a controlled subsidiary or an associate during the year, any attributable amount of purchased goodwill which has previously been dealt with as a movement on Group reserves is included in the calculation of the profit or loss on disposal.

(f) Non-trading securities

The Group's and the Company's policies for investments in nontrading securities other than investments in subsidiaries and associates are as follows:

Non-trading securities are stated in the balance sheet at fair value. Changes in fair value are recognised in the investment revaluation reserve until the security is sold, collected, or otherwise disposed of, or until there is objective evidence that the security is impaired, at which time the relevant cumulative gain or loss is transferred from the investment revaluation reserve to the income statement.

1. 主要會計政策(續)

(e) 商譽(續)

假如負商譽關平已在收購計劃中確定 及可以可靠地計算,但尚未確認的預 計未來虧損及支出,便會在未來虧損 和支出確認時,在綜合損益表內確 認。任何尚餘的負商譽(但以所收購 非貨幣資產公平價值為限)則按應計 折舊/攤銷的非貨幣資產的加權平均 可用年限,在綜合損益表內確認。然 而,如尚餘的負商譽數額高於所收購 非貨幣資產公平價值,這部份負商譽 便會立即在綜合損益表內確認。

至於尚未在綜合損益表內確認的任何 商譽:

- 如為受制控附屬公司,有關的負 商譽會在綜合資產負債表內列示 為資產的減項,與正商譽屬於同 一個資產負債表類別;及
- 如為聯營公司,有關的負商譽會 計入聯營公司權益中。

如於年內出售受制控附屬公司或聯營 公司,以往作為集團儲備變動處理的 應佔購入商譽的數額,均在計算出售 的溢利或虧損時包括在內。

(f) 非交易證券

本集團及本公司就非交易證券(於附 屬公司及聯營公司之投資除外)之政 策如下:

(i) 非交易證券是以公平值記入資產 負債表內。公平價值之變動在投 資重估儲備內確認,直至出售、 收回或以其他方式處理證券,或 是有客觀憑證顯示證券出現減值 為止。當出現這些情況時,相關 之累計盈虧會由投資重估儲備轉 入損益表內。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Non-trading securities (continued)

- (ii) Transfers from the investment revaluation reserve to the income statement as a result of impairments are reversed when the circumstances and events that led to the impairment cease to exist and there is persuasive evidence that the new circumstances and events will persist for the foreseeable future.
- (iii) Profits or losses on disposal of non-trading securities are determined as the difference between the estimated net disposal proceeds and the carrying amount of the security and are accounted for in the income statement as they arise. The profit or loss includes any amount previously held in the investment revaluation reserve in respect of that security.

(g) Other investments

Other investments represent club debentures and are stated in the balance sheet at cost less provisions for diminution in value as determined by the directors.

(h) Fixed assets

- (i) Fixed assets are carried in the balance sheet on the following bases:
 - investment properties with an unexpired lease term of more than 20 years are stated in the balance sheet at their open market value which is assessed annually by external qualified valuers;
 - land and buildings held for own use are stated in the balance sheet at cost or valuation less accumulated depreciation (see note I(k)) and impairment losses (see note I(m)).

1. 主要會計政策(續)

(f) 非交易證券(續)

(ii) 在引致減值之情況及事項不再存在,並有具有説服力之憑證顯示新之情況及事項將會在可預見之將來持續下去時,因減值而從投資重估儲備轉入損益表之數額便會撥回。

(iii) 出售非交易證券投資之損益乃按 估計出售所得淨額與證券賬面值 之差額釐定,並在產生時記入損 益表。損益包括之前就有關證券 撥入投資重估儲備之任何數額。

(g) 其他投資

其他投資指會籍,乃按成本減去董事 會決定之減值準備入賬。

(h) 固定資產

- (i) 固定資產按下列基準列入資產負 債表內:
 - 利餘租約年期超過二十年之 投資物業按其公開市值列入 資產負債表,公開市值乃由 外聘的合資格估值師按年評 估;
 - 持作自用之土地及樓宇按成 本或重估值減累計折舊(參 閱附註I(k))及減值虧損(參 閱附註I(m))列入資產負債 表內。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) Fixed assets (continued)

(continued)

In preparing these financial statements, advantage has been taken of the transitional provisions set out in paragraph 80 of the Statement of Standard Accounting Practice 17 "Property, plant and equipment" issued by the Hong Kong Institute of Certified Public Accountants, with the effect that land and buildings have not been revalued to fair value at the balance sheet date. Such properties are stated at their carrying value and will not be revalued in future years; and

- plant, machinery and other fixed assets are stated in the balance sheet at cost less accumulated depreciation (see note I(k)) and impairment losses (see note I(m)).
- (ii) Changes arising on the revaluation of investment properties and land and buildings held for own use are generally dealt with in reserves. The only exceptions are as follows:
 - when a deficit arises on revaluation, it will be charged to the income statement, if and to the extent that it exceeds the amount held in the reserve in respect of that same asset, or solely in the case of investment properties, the portfolio of investment properties, immediately prior to the revaluation; and
 - when a surplus arises on revaluation, it will be credited to the income statement, if and to the extent that a deficit on revaluation in respect of that same asset, or, solely in the case of investment properties, the portfolio of investment properties, had previously been charged to the income statement.
- (iii) Subsequent expenditure relating to a fixed asset that has already been recognised is added to the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the enterprise. All other subsequent expenditure is recognised as an expense in the period in which it is incurred.

1. 主要會計政策(續)

(h) 固定資產(續)

(續) (i)

於編製這份財務報表時,土 地及樓宇利用香港會計師公 會頒佈之會計實務準則第十 七條「物業、廠房及機器 | 之 八十段之過渡附例而並未於 結算日重估至公平價值。那 些物業是按賬面值記賬,而 且並不會在未來年度作出評 估;及

- 廠房、機器及其他固定資產 按成本減累計折舊(參閱附 註I(k))及減值虧損(參閱附 註 I(m)) 列入資產負債表 內。
- (ii) 因重估投資物業及持作自用之土 地及樓宇而出現之變動一般會在 儲備中處理。唯一例外情況如 下:
 - 如果出現重估虧拙,而且有 關的虧損額超過就該項資產 或只限於投資物業的投資物 業組合在截至重估前計入儲 備的數額,便會在損益表列 支;及
 - 如果以往曾將同一項資產或 只限於投資物業組合的重估 虧拙在收益表列支,則在出 現重估盈餘時,便會撥入損 益表計算。
- (iii) 在超過現有資產原先評估的表現 水平的未來經濟效益很可能流入 企業時,與固定資產有關而且已 獲確認的其後支出便會加入資產 的賬面金額。其後之一切其他支 出在產生之期間確認為支出。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) Fixed assets (continued)

(iv) Gains or losses arising from the retirement or disposal of a fixed assets are determined as the difference between the estimated net disposal proceeds and the carrying amount of the asset and are recognised in the income statement on the date of retirement or disposal. On disposal of an investment property, the related portion of surpluses or deficits previously taken to the investment properties revaluation reserve is also transferred to the income statement for the year. For all other fixed assets, any related revaluation surplus is transferred from the revaluation reserve to retained profits.

(i) Construction in progress

Construction in progress is stated at cost, including interest capitalised if appropriate, less provision as is considered necessary by the directors.

(j) Intangible assets (other than goodwill)

- (i) Intangible assets that are acquired by the Group are stated in the balance sheet at cost less accumulated amortisation (see note I(k)) and impairment losses (see note I(m)).
- (ii) Subsequent expenditure on an intangible asset after its purchase or its completion is recognised as an expense when it is incurred unless it is probable that this expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standard of performance and this expenditure can be measured and attributed to the asset reliably. If these conditions are met, the subsequent expenditure is added to the cost of the intangible asset.

(k) Amortisation and depreciation

- (i) No depreciation is provided on investment properties with an unexpired lease term of over 20 years or on freehold land.
- (ii) Depreciation is calculated to write off the cost or valuation of other fixed assets over their estimated useful lives as follows:
 - leasehold land is depreciated on a straight-line basis over the remaining term of the lease;

1. 主要會計政策(續)

(h) 固定資產(續)

(iv) 報廢或出售固定資產所產生的損益以估計出售所得淨額與資產所產生的損益,在額之間的差額釐定,並該與實際或出售當日在損益表確認的。 報廢或出售當日在損益表確認的。 出售投資物業時,早前記入虧益。 物業重估儲備的有關盈餘或虧益 的。就所有其他固定資產而重估儲 情轉入保留溢利。

(i) 在建工程

在建工程均按成本,包括資本化之利息(如適用),減董事會認為必需之準備列賬。

(j) 無形資產(商譽除外)

- (i) 由本集團購入的無形資產按成本 減去累計攤銷(參閱附註 I(k))及 減值虧損(參閱附註 I(m))後列入 資產負債表。
- (ii) 在購入或完成無形資產後出現的 其後開支均在產生時確認為支 出;但如這些開支很可能令資產 所產生的未來經濟效益超過原先 評估的表現水平,而且開支的數 額可以可靠地計算並歸屬於某項 資產則除外。假如符合上述條 件,其後開支會計入無形資產的 成本。

(k) 攤銷與折舊

- (i) 剩餘租約年期超過二十年之投資物業或永久業權之土地不計提任何折舊。
- (ii) 其他固定資產之折舊乃按其估計 可使用年期沖銷其成本或估值, 計算方法如下:
 - 租賃土地按租賃尚餘年期以 直線法計算折舊;

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(k) Amortisation and depreciation (continued)

- land use rights are included under land and buildings and are amortised on a straight-line basis over a period of 50 years;
- buildings are depreciated on a straight-line basis over their estimated useful lives of 10 to 40 years; and
- other fixed assets are depreciated on a straight-line basis over the estimated useful lives as follows:

Plant and machinery 2.5% to 25% per annum

Other fixed assets 20% to 30% per annum

(iii) Intangible assets are amortised on a straight-line basis over their estimated useful lives.

(I) Leased assets

Leases of assets under which the lessor has not transferred all the risks and benefits of ownership are classified as operating leases.

Assets held for use in operating leases

Where the Group leases out assets under operating leases, the assets are included in the balance sheet according to their nature and, where applicable, are depreciated in accordance with the Group's depreciation policies, as set out in note I(k) above. Impairment losses are accounted for in accordance with the accounting policy as set out in note I(m). Revenue arising from operating leases is recognised in accordance with the Group's revenue recognition policies, as set out in note I(n)(ii) below.

1. 主要會計政策(續)

(k) 攤銷與折舊(續)

包括於土地及樓宇內之土地 使用權乃按五十年期限以直 線法攤鎖;

- 樓宇乃按照其估計可用年期 (即十年至四十年不等)以直 線法計算折舊; 及
- 其他固定資產之折舊,均按 其估計可使用年期以直線法 之基準計算折舊,折舊率如 下:

廠房及機器 每年2.5%至25%

其他固定資產 每年20%至30%

(iii) 無形資產是按其預計可用年限以 直線法攤銷。

租賃資產 (1)

租賃人並無將資產擁有權之全部風險 及利益轉讓之租賃乃列為經營租賃。

可作經營租賃之資產

倘本集團根據經營租約租出資 產,則資產會按其性質列入資產 負債表,並在適用情況下,根據 本集團之折舊政策(如上文附註 I(k)所列)計算折舊。減值虧損按 照附註I(m)所述的會計政策入 賬。經營租賃所產生之收入則根 據本集團之確認收入政策(如下 文附註I(n)(ii)所列) 予以確認。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(I) Leased assets (continued)

(ii) Operating lease charges

Where the Group has the use of assets under operating leases, payments made under the leases are charged to the income statement in equal instalments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received are recognised in the income statement as an integral part of the aggregate net lease payments made. Contingent rentals are charged to the income statement in the accounting period in which they are incurred.

(m) Impairment of assets

Internal and external sources of information are reviewed at each balance sheet date to identify indications that the following assets may be impaired or an impairment loss previously recognised no longer exists or may have decreased:

- fixed assets (other than properties carried at revalued amounts);
- investments in subsidiaries and associates (except for those accounted for at fair value under notes I(c) and (d));
- positive goodwill (whether taken initially to reserves or recognised as an asset); and
- intangible assets.

If any such indication exists, the asset's recoverable amount is estimated. For goodwill that is amortised over 20 years from initial recognition, the recoverable amount is estimated at each balance sheet date. An impairment loss is recognised in the income statement whenever the carrying amount of an asset (including positive goodwill taken directly to reserves) exceeds its recoverable amount.

1. 主要會計政策(續)

(I) 租賃資產(續)

(ii) 經營租賃支出

(m) 資產減值

董事在每個結算日審閱內部和外來的 信息,以確定下列資產有否出現減值 跡象,或是以往確認的減值虧損不復 存在或已經減少。

- 固定資產(按重估數額列賬的物業除外);
- 於附屬公司及聯營公司的投資 (根據附註 I (c)及(d)所述,按公 平價值列賬者除外);
- 正商譽(不論是在產生時與儲備 抵銷或確認為資產);及
- 無形資產。

如果出現減值跡象,資產的可收回數額便會作估計。對於由最初獲確認時起計按二十年以上攤銷的商譽,均會在每個結算日評估其可收回數額。當資產(包括已直接撥入儲值的正商譽)的賬面金額高於可收回數額時,便會在損益表確認減值虧損。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Impairment of assets (continued)

(i) Calculation of recoverable amount

The recoverable amount of an asset is the greater of its net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cashgenerating unit).

(ii) Reversals of impairment losses

In respect of assets other than goodwill, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is reversed only if the loss was caused by a specific external event of an exceptional nature that is not expected to recur, and the increase in recoverable amount relates clearly to the reversal of the effect of that specific event.

A reversal of impairment losses is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years. Reversals of impairment losses are credited to the income statement in the year in which the reversals are recognised.

1. 主要會計政策(續)

(m) 資產減值(續)

計算可收回數額

資產的可收回數額以其銷售淨價 和使用價值兩者中的較高數額為 準。在評估使用價值時,會使用 除税前折舊率將估計未來現金流 量折讓至現值。該折讓率應是反 映市場當時所評估的貨幣時間價 值和該資產的獨有風險。如果資 產所產生的現金流入基本上不獨 立於其他資產所產生的現金流 入,則以能獨立產生現金流入的 最小資產類別(即現金產生單位) 來釐定可收回數額。

(ii) 減值虧損轉回

倘若用以釐定可收回數額的估計 發生有利的變化,便會將資產減 值虧損轉回; 但商譽除外。至於 商譽的減值虧損,倘若虧損是由 性質獨特及預計不會再出現的特 殊外界因素所造成,而且可收回 數額的增加明顯是與該特殊因素 轉回有關,才會將減值虧損轉 口。

所轉回的減值虧損以假設沒有在 往年確認減值虧損而應已釐定的 資產賬面金額為限。所轉回的減 值虧損在確認轉回的年度內計入 損益表。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(n) Revenue recognition

Provided it is probable that the economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably, revenue is recognised in the income statement as follows:

(i) Sales of goods

Revenue is recognised when goods are delivered at the customers' premises which is taken to be the point in time when the customer has accepted the goods and the related risks and rewards of ownership. Revenue excludes value added or other sales taxes and is after deduction of any trade discounts.

(ii) Rental income from operating leases

Rental income receivable under operating leases is recognised in the income statement in equal instalments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives granted are recognised in the income statement as an integral part of the aggregate net lease payments receivable. Contingent rentals are recognised as income in the accounting period in which they are earned.

(iii) Dividends

Dividend income from unlisted investments is recognised when the shareholder's right to receive payment is established. This is taken to be, for interim dividends, when the directors of the investee companies declare such dividends and for final dividends, when the shareholders of the investee companies at the general meeting approve the dividends proposed by the directors.

Dividend income from listed investments is recognised when the share price of the investment goes ex-dividend.

(iv) Interest income

Interest income from bank deposits is accrued on a timeapportioned basis by reference to the principal outstanding and the rate applicable.

1. 主要會計政策(續)

(n) 收入確認

收入是在經濟效益可能會流入本集團,以及能夠可靠地計算收入和成本 (如適用)時,根據下列方法在損益表 內確認:

(i) 貨品銷售

收入在貨品送達客戶場地,而且 客戶接收貨品及其他相關的風險 及回報時確認。收入不包括增值 税及其他銷售税,並已扣除任何 營業折扣。

(ii) 經營租賃之租金收入

經營租賃之應收租金收入在租賃期所涵蓋的會計期間內,以各種的會計期間內,以基準能更清楚地反映租賃資產所產工則除外。經營租益之,與於於及的激勵措施均在損益為大時。或有租金在其產生的成部份。或有租金在其產生的成計期間內確認為收入。

(iii) 股息

非上市投資之股息收入在股東收取股息之權利被確認時入賬確認。就中期股息而言,當該項投資之董事會宣派股息之時入賬確認;而就末期股息而言,則在該項投資之股東在股東週年大會上批准由董事會建議派發股息時入賬確認。

上市投資之股息收入在有關投資股份之價格除息時入賬確認。

(iv) 利息收入

銀行存款之利息收入根據時間比 例基準,按銀行存款金額及適用 利率計算並入賬確認。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(n) Revenue recognition (continued)

(v) Government grants

Government grants are recognised in the balance sheet initially as deferred income when there is reasonable assurance that they will be received and that the Group will comply with the conditions attaching to them. Grants that compensate the Group for expenses incurred are recognised as revenue in the income statement on a systematic basis in the same periods in which the expenses are incurred. Grants that compensate the Group for the cost of an asset are recognised in the income statement as revenue on a systematic basis over the estimated useful life of the asset.

(o) Inventories

Inventories are carried at the lower of cost and net realisable value

Cost is calculated using the weighted average cost formula and comprises all costs of purchase, costs of conversion and other costs incurred directly in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

(p) Quota

Cost of acquisition of permanent quota is amortised on a straightline basis over a period of three to five years.

Income and expenses on temporary transfers of quota are dealt with in the income statement as they arise.

1. 主要會計政策(續)

(n) 收入確認 (續)

(v) 政府補貼

當可以合理確定本集團將會收到 政府補助並會履行該補助的附帶 條件時,便會初次在資產負債表 將政府補助確認為遞延收入。用 於彌補本集團已產生開支的補 助,會在開支產生的期間有系統 地在損益表確認為收入。用於彌 補本集團資產成本的補助,則按 該資產的預計可用年限有系統地 在損益表確認為收入。

(o) 存貨

存貨乃以成本或可變現淨值兩者中之 較低數額入賬。

成本以加權平均成本法計算,其中包 括所有採購成本、加工成本以及令存 貨變成現狀和運輸之成本。

可變現淨值為正常業務之預期售價減 去完成生產及銷售所需之估計成本後 所得之數。

所出售存貨的賬面值在相關收入確認 期間內確認為支出。存貨撇減至可變 現淨值及所有存貨虧損會確認為減值 或虧損期間之支出。因可變現淨值增 加而需逆轉之任何存貨減值會扣減逆 轉發生期間所確認之存貨成本。

(p) 配額

購入永久配額之成本以直線法於三至 五年內攤銷。

暫時轉讓配額之收入及開支於產生時 計入損益表。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(q) Income tax

- (i) Income tax for the year comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in the income statement except to the extent that they relate to items recognised directly in equity, in which case they are recognised in equity.
- (ii) Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.
- (iii) Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credits.

Apart from certain limited exceptions, all deferred tax liabilities and all deferred tax assets, to the extent that it is probable that future taxable profits will be available against which the asset can be utilised, are recognised. Future taxable profits that may support the recognition of deferred tax assets arising from deductible temporary differences include those that will arise from the reversal of existing taxable temporary differences, provided those differences relate to the same taxation authority and the same taxable entity, and are expected to reverse either in the same period as the expected reversal of the deductible temporary difference or in periods into which a tax loss arising from the deferred tax asset can be carried back or forward. The same criteria are adopted when determining whether existing taxable temporary differences support the recognition of deferred tax assets arising from unused tax losses and credits, that is, those differences are taken into account if they relate to the same taxation authority and the same taxable entity, and are expected to reverse in a period, or periods, in which the tax loss or credit can be utilised.

1. 主要會計政策(續)

(q) 所得税

(i) 本年度所得税包括本期所得税及 遞延所得税資產和負債的變動。 本期所得税及遞延所得税資產和 負債的變動均在損益表內確認, 但與直接確認為股東權益項目相 關的,則確認為股東權益。

- (ii) 本期所得税是按本年度應税收入 根據已執行或在結算日實質上已 執行的税率計算的預期應付税 項,加上以往年度應付税項的任 何調整。
- (iii) 遞延所得稅資產和負債分別由可抵扣和應稅暫時差異產生。暫時差異是指資產和負債在財務報表上的賬面金額與這些資產和負債的計稅基礎的差異。遞延所得稅資產也可以由未利用可抵扣虧損和未利用稅款抵減產生。

除了某些有限的例外情况外,所 有遞延所得税負債和遞延所得税 資產(只限於很可能獲得能利用 該遞延所得税資產來抵扣的未來 應税溢利)都會確認。支持確認 由可抵扣暫時差異所產生遞延所 得税資產的未來應税溢利包括因 轉回目前存在的應税暫時差異而 產生的數額;但這些轉回的差異 必須與同一税務機關及同一應税 實體有關,並預期在可抵扣暫時 差異預計轉回的同一期間或遞延 所得税資產所產生可抵扣虧損可 向後期或向前期結轉的期間內轉 回。在決定目前存在的應税暫時 差異是否足以支持確認由未利用 可抵扣虧損和税款抵減所產生的 遞延所得税資產時,亦會採用同 一準則,即差異是否與同一税務 機關及同一應税實體有關,並是 否預期在能使用未利用可抵扣虧 損和税款抵減撥回的同一期間內 轉回。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(q) Income tax (continued)

(iii) (continued)

The limited exceptions to recognition of deferred tax assets and liabilities are those temporary differences arising from goodwill not deductible for tax purposes, negative goodwill treated as deferred income, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit (provided they are not part of a business combination) and temporary differences relating to investments in subsidiaries to the extent that, in the case of taxable differences, the Group controls the timing of the reversal and it is probable that the differences will not reverse in the foreseeable future or, in the case of deductible differences, unless it is probable that they will reverse in the future.

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax assets and liabilities are not discounted.

The carrying amount of a deferred tax asset is reviewed at each balance sheet date and is reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the related tax benefit to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profits will be available.

Additional income taxes that arise from the distribution of dividends are recognised when the liability to pay the related dividends is recognised.

1. 主要會計政策(續)

(q) 所得税 (續)

(iii) (續)

不確認為遞延所得税資產和負債 的暫時差異是產生自以下有限的 例外情况:不可在税務方面獲得 扣減的商譽; 作為遞延收入處理 的負商譽;不影響會計或應稅溢 利的資產或負債的初始確認(如 屬業務合併的一部分則除外); 以及投資附屬公司(如屬應税差 異,只限於本集團可以控制轉回 的時間,而且在可預見的將來不 大可能轉回的暫時差異; 或如屬 可抵扣差異,則只限於很可能在 將來轉回的差異)。

遞延所得税額是按照資產和負債 賬面金額的預期實現或清償方 式,根據已執行或在結算日實質 上已執行的税率計量。遞延所得 税資產和負債均不貼現計算。

本集團會在每個結算日評估遞延 所得税資產的賬面金額。如果本 集團預期不再可能獲得足夠的應 税溢利以抵扣相關的税務利益, 該遞延所得税資產的賬面金額便 會調低;但是如果日後又可能獲 得足夠的應税溢利,有關減額便 會轉回。

因分派股息而額外產生的所得稅 是在支付相關股息的責任確立時 確認。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(q) Income tax (continued)

- (iv) Current tax balances and deferred tax balances, and movements therein, are presented separately from each other and are not offset. Current tax assets are offset against current tax liabilities, and deferred tax assets against deferred tax liabilities if, and only if, the Company or the Group has the legally enforceable right to set off current tax assets against current tax liabilities and the following additional conditions
 - in the case of current tax assets and liabilities, the Company or the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously; or
 - in the case of deferred tax assets and liabilities, if they relate to income taxes levied by the same taxation authority on either:
 - the same taxable entity; or
 - different taxable entities, which, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered, intend to realise the current tax assets and settle the current tax liabilities on a net basis or realise and settle simultaneously.

(r) Translation of foreign currencies

Foreign currency transactions during the year are translated into Hong Kong dollars at the exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into Hong Kong dollars at the exchange rates ruling at the balance sheet date. Foreign currency assets, being equity investments or other long-term non-monetary assets, the holding or the use or the subsequent disposal of which will generate receipts in a foreign currency, hedged by foreign currency borrowings, are translated into Hong Kong dollars at the exchange rates ruling at the balance sheet date.

1. 主要會計政策(續)

(q) 所得税(續)

(iv) 本期和遞延所得税結餘及其變動額會分開列示,並且不予抵銷。本期和遞延所得税資產只會在本公司或本集團有法定行使權以本期所得稅資產抵銷本期所得稅負債,並且符合以下附帶條件的情況下,才可以分別抵銷本期和遞延所得稅負債:

- 本期所得稅資產和負債:本 公司或本集團計劃按淨額基 準結算,或同時變現該資產 和清償該負債;或
- 遞延所得税資產和負債:這 些資產和負債必須與同一税 務機關就以下其中一項徵收 的所得稅有關:
 - 同一應税實體;或
 - 一一一一一一應計有債延回實預税額以額以額表づ所ののの<

(r) 外幣換算

年度內的外幣交易按交易日的匯率換算為港幣。以外幣為單位的貨幣資產及負債則按結算日的匯率換算為港幣。以外幣借款作出對沖的外幣資產(即會在持有或使用或日後出售時產生外幣收益的股本投資或其他長期非貨幣資產)均按結算日的匯率換算為港幣。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(r) Translation of foreign currencies (continued)

Exchange gains and losses are dealt with in the income statement, except those arising from the translation at closing rates of foreign currency assets hedged by foreign currency borrowings and the gains and losses on those foreign currency borrowings (to the extent of exchange differences arising on the foreign currency assets), which are taken directly to reserves.

The results of foreign enterprises are translated into Hong Kong dollars at the average exchange rates for the year; balance sheet items are translated into Hong Kong dollars at the rates of exchange ruling at the balance sheet date. The resulting exchange differences are dealt with as a movement in reserves.

On disposal of a foreign enterprise, the cumulative amount of the exchange differences which relate to that foreign enterprise is included in the calculation of the profit or loss on disposal.

(s) Pre-operating costs

Pre-operating costs are written off in the income statement when incurred.

(t) Borrowing costs

Borrowing costs are expensed in the income statement in the period in which they are incurred, except to the extent that they are capitalised as being directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to get ready for its intended use or sale.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or complete.

1. 主要會計政策(續)

(r) 外幣換算 (續)

匯兑盈虧撥入損益表處理,但以外幣 借款作出對沖的外幣資產按收市匯率 換算及有關外幣借款所產生的匯兑盈 虧(以外幣資產所產生的匯兑差額為 限),則直接撥入儲備。

海外企業的業績按年內的平均匯率換 算為港幣;資產負債表項目則按結算 日的匯率換算為港幣。所產生的匯兑 差額作為儲備變動處理。

在出售海外企業時,與該海外企業有 關的累計匯兑差額會在計算出售的溢 利或虧損時包括在內。

(s) 經營前開支

經營前開支於發生時沖銷至損益表。

(t) 借貸成本

除直接用作收購、建設或生產而需要 相當長時間才可以投入原定用途或銷 售的資產的借貸成本予以資本化外, 借貸成本均在產生的期間內在損益表 列支。

屬於合資格資產成本一部分的借貸成 本在資產產生開支、借貸成本產生及 使資產投入原定用途或銷售所必須的 準備工作進行期間開始資本化。在使 合資格資產投入原定用途或銷售所必 須 的 絕 大 部 分 準 備 工 作 中 止 或 完 成 時,借貸成本便會暫停或停止資本 化。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(u) Cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents for the purpose of the consolidated cash flow statement.

(v) Employees benefits

- (i) Salaries, annual bonuses, paid annual leave, leave passage and the cost to the Group of non-monetary benefits are accrued in the year in which the associated services are rendered by employees of the Group. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.
- (ii) Contributions to Mandatory Provident Funds as required under the Hong Kong Mandatory Provident Fund Schemes Ordinance and other defined contribution schemes in which the Group participates, are recognised as an expense in the income statement as incurred. Particulars of the retirement schemes in which the Group participates are set out in note 12 on the financial statements.
- (iii) Subsidiaries incorporated in the People's Republic of China (the "PRC") participate in retirement schemes operated by the local authorities for employees in the PRC. Contributions to these schemes are charged to the income statement when incurred.
- (iv) When the Group grants employees options to acquire shares of the Company at nominal consideration, no employee benefit cost or obligation is recognised at the date of grant. When the options are exercised, equity is increased by the amount of the proceeds received.

1. 主要會計政策(續)

(u) 現金等價物

現金及現金等價物包含銀行存款及現金、存放於銀行和其他財務機構的的活期存款,以及短期和流動性極高的對資項目。這些項目可以容易地換質值知的現金數額、所須承受的價值變動風險甚小,並在購入後三個月內金數頭。就編製現金流量表而言,現金等價物也包括須於接獲通知時的銀行透支。

(v) 僱員福利

- (i) 薪金、年度獎金、有薪年假、假期旅遊津貼及各項非貨幣福利令本集團產生的成本,均在本集團僱員提供相關服務的年度內累計。如延遲付款或結算會構成重大的貨幣時間價值,則上述數額須按現值列賬。
- (ii) 根據香港《強制性公積金計劃條例》及既定供款計劃的規定作出的強制性公積金供款,均於產生時在損益表列支;退休金計劃詳情載於財務報表附註12。
- (iii) 設於中國的附屬公司給予僱員參 與當地機構管理的退休計劃,該 等計劃的供款於發生時記入損益 表。
- (iv) 本集團以名義代價向僱員授出可 購買本公司股份之購股權時,毋 須於授出日期確認僱員利益成本 或責任。當行使購股權時,股本 按收到之款項增加。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(w) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Company or Group has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(x) Related parties

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

(y) Segment reporting

A segment is a distinguishable component of the Group that is engaged either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.

1. 主要會計政策(續)

(w) 準備及或有負債

倘若本公司或本集團須就已發生的事 件承擔法律或推定義務,而履行該義 務預期會導致含有經濟效益的資源外 流, 並可作出可靠的估計, 便會就該 時間或數額不定的負債計提準備。如 果貨幣時間價值重大,則按預計履行 義務所需資源的現值計列準備。

倘若含有經濟效益的資源外流的可能 性較低,或是無法對有關數額作出可 靠的估計,便會將該義務披露為或有 負債;但假如這類資源外流的可能性 極低則除外。須視乎某宗或多宗未來 事件是否發生才能確定存在與否的潛 在義務,亦會披露為或有負債;但假 如這類資源外流的可能性極低則除 外。

(x) 關連人士

就本財務報表而言,如果本集團能夠 直接或間接監控另一方人士或對另一 方人士之財務及經營決策發揮重大之 影響力,或另一方人士能夠直接或間 接監控本集團或對本集團之財務及經 營決策發揮重大之影響力,或本集團 與另一方人士均受制於共同之監控或 共同之重大影響下,有關人士即被視 為本集團的關連人士。關連人士可以 是個別人士或其他實體。

(y) 分部報告

分部是指本集團內可明顯區分的組成 部分,並且負責提供單項或一組相關 的產品或服務(業務分部),或在一個 特定的經濟環境中提供產品或服務 (地區分部),並且承擔着不同於其他 分部的風險和回報。

I. SIGNIFICANT ACCOUNTING POLICIES (continued)

(y) Segment reporting (continued)

In accordance with the Group's internal financial reporting system, the Group has chosen business segment information as the primary reporting format and geographical segment information as the secondary reporting format for the purposes of these financial statements.

Segment revenue, expenses, results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis to that segment. For example, segment assets may include inventories, trade receivables and fixed assets. Segment revenue, expenses, assets, and liabilities are determined before intra-group balances and intra-group transactions are eliminated as part of the consolidation process, except to the extent that such intra-group balances and transactions are between group enterprises within a single segment. Inter-segment pricing is based on similar terms as those available to other external parties.

Segment capital expenditure is the total cost incurred during the period to acquire segment assets (both tangible and intangible) that are expected to be used for more than one period.

Unallocated items mainly comprise financial and corporate assets and minority interests.

1. 主要會計政策(續)

(y) 分部報告(續)

按照本集團的內部財務報告模式,本集團已就本財務報表選擇以業務分部為報告分部信息的主要形式,而地區分部則是次要的分部報告形式。

分部資本開支是指在期內購入預計可 於超過一個會計期間使用的分部資產 (包括有形和無形資產)所產生的成本 總額。

未能分配至分部的項目主要包括財務及企業資產及少數股東權益。

2. TURNOVER

The principal activities of the Company are the manufacture and sale of garments and textiles, the provision of processing services and the rental of properties. The principal activities and other particulars of the subsidiaries are set out on pages 106 to 108.

Turnover represents the sales value of goods supplied to customers, fee income from processing services and rental income from external customers, including associates, and is analysed as follows:

本公司之主要業務是製造及銷售成衣 及紡織品、提供加工服務和物業租 賃。附屬公司之主要業務及其他資料 詳載於第106頁至108頁。

營業額為供應給客戶(包括聯營公司) 貨品的銷售價值、加工服務收入及租 金收入,並分析如下:

		2005	2004
		二零零五年	二零零四年
		\$'000	\$'000
		チ元	千元
Manufacture and sale of garments	製造及銷售成衣	1,388,348	1,311,181
Manufacture and sale of textiles	製造及銷售紡織品	196,250	129,574
Processing services	加工服務收入	75,701	48,566
Property rental	物業租賃	5,536	4,167
		1,665,835	1,493,488

3. OTHER REVENUE AND NET INCOME 3. 其他收入及收益淨額

		2005	2004
		二零零五年	二零零四年
		\$'000	\$'000
	I	 千元	千元
Other revenue	其他收入		
Commission income	佣金收入	1,716	_
Tax refund upon reinvestment of	聯營公司及附屬公司		
dividend income from an	股息收入再投資		
associate and a subsidiary	之退税	2,034	2,595
Dividend income from unlisted	非上市股本證券		
equity securities	之股息收入	364	388
Interest income	利息收入	670	264
Management fee income	管理費用收入	804	804
Sundry income	其他收入	2,698	6,547
		8,286	10,598
Other net income	其他收入淨額		
Gain on disposal of quota	出售配額收益	9,689	15,535
Gain on disposal of subsidiaries	出售附屬公司收益	_	672
Loss on deconsolidation of	不再綜合計算在清盤中		
subsidiaries in liquidation	之附屬公司虧損	(5,654)	-
Net exchange gain	匯兑淨收益	1,909	7,138
Profit on sale of raw materials	銷售原材料溢利	2,696	1,185
(Loss)/gain on disposal of	出售其他固定資產		
other fixed assets	(虧損)/收益	(6,228)	792
Net claims paid	賠償淨支出	(120)	(1,120)
Others	其他	1,290	2,407
		3,582	26,609

	it from ordinary activities before tax: ging/(crediting):	ation	is arrived at after		税 前 日 常 業 務 溢) :	利已扣除/(
					2005 二零零五年 \$'000 千元	200 二零零四 \$'00 <i>千</i>
(a)	Finance costs: Interest on bank loans repayable within five years	(a)	融資成本: 須於五年內償還之銀行 貸款利息			
	(including bank charges) Less: Borrowing costs capitalised*		(包括銀行費用) 減:借貸成本資本化*		31,800	28,28
					31,800	26,2
*	The borrowing costs for the year ende capitalised at a rate of 4.93% per annum for			*		三月三十一日止年 成本已按每年 4.9 5
(b)	Staff costs:	(b)				
	Salaries, wages and other benefits Contributions to defined		薪金、工資及其他福利 既定供款退休計劃		214,263	221,9
	contributions to defined		供款		2,817	3,6
	Reversal of provision for		長期服務金準備		,	ŕ
	long service payments		撥回		(2,712)	
					214,368	225,5
(c)	Other items:	(c)	其他項目:			
(-)	Amortisation of positive goodwill		正商譽攤銷		6,522	3,8
	Amortisation of negative goodwill		負商譽攤銷		(2,051)	(1,7
	Amortisation of negative goodwill		負商譽攤銷已包括在			
	included in share of profits less		應佔聯營公司		(0.471)	(0.4
	losses of associates Amortisation of intangible assets		溢利減虧損 無形資產攤銷		(8,471) 1,851	(8,4 1,7
	Auditors' remuneration		核數師酬金		1,787	1,5
	Cost of inventories*		存貨成本*		1,329,117	1,177,7
	Depreciation		折舊		52,113	56,4
	Operating lease charges:		經營租賃費用:			
	minimum lease payments		最低租賃付款額			
	- property rentals		- 物業之租金 投資物業租金收入、已		4,766	4,2
	Rental receivable from investment properties less direct outgoings		扣除1,685,000元(二零			
	properties less direct outgoings		JH Pか 1,000,000/6 (— 令			

Cost of inventories includes \$118,028,000 (2004: \$113,529,000) relating to staff costs, depreciation expenses and operating lease charges, which amount is also included in the respective total amounts disclosed separately above for each of these type of expenses.

存貨成本包括員工成本、折舊費用及 經營租賃費用,有關款項共118,028,000 元(二零零四年:113,529,000元)。有關 數額亦已記入在上文分開列示之各項 有關費用總額中。

5. INCOME TAX IN THE CONSOLIDATED INCOME STATEMENT

5. 綜合損益表所示的所得税

(a) Income tax in the consolidated income statement represents:

(a) 綜合損益表中所示的所得税為:

		2005	2004
		二零零五年	二零零四年
		\$'000	\$'000
		千元	千元
Current tax - Provision	本年稅項一		
for Hong Kong Profits Tax	香港利得稅準備		
Tax for the year	本年税項	8,449	9,152
Over-provision in respect of	以往年度過剩		
prior years	撥備	(1,290)	(1,394)
		7,159	7,758
Current tax - Overseas	本年稅項-海外		
Tax for the year	本年税項	_	2,397
Over-provision in respect of	以往年度過剩		
prior years	撥備	(24)	(782)
		(24)	1,615
Deferred tax	遞延所得稅		
Origination and reversal	暫時差異的產生和撥回		
of temporary differences		(5,555)	(405)
Effect of increase in tax rate on	税率調高對遞延所得税		
deferred tax balances at 1st April	於四月一日結餘之影響		209
		(5,555)	(196)
Share of associates' taxation	聯營公司税項	1,900	11,146
		3,480	20,323

The provision for Hong Kong Profits Tax for 2005 is calculated at 17.5% (2004: 17.5%) of the estimated assessable profits for the year. Taxation for overseas subsidiaries is charged at the appropriate current rates of taxation ruling in the relevant countries.

二零零五年度香港利得税準備是按本年度之估計應評税溢利以I7.5%(二零零四年:I7.5%)的税率計算。海外附屬公司税項以相關國家適用的現行税率計算。

5. INCOME TAX IN THE CONSOLIDATED INCOME STATEMENT (continued)

- 5. 綜合損益表所示的所得稅(續)
- (b) Reconciliation between tax expense and accounting profit at applicable tax rates:
- (b) 所得税支出和會計溢利按適用税 率計算的對賬:

		2005	2004
		二零零五年	二零零四年
		\$'000 — —	\$'000
		千元	千元
Profit from ordinary activities	除税前日常業務		
before taxation	溢利	42,472	93,793
before taxacion	7.III. 71°3	42,472	73,773
Notional tax on profit before tax,	按照在相關國家獲得		
calculated at the rates	溢利的適用税率		
applicable to profits in the	計算除税前溢利		
countries concerned	的名義税項	2,334	17,505
Tax effect of non-deductible	不可扣減支出的税項	_,	,
expenses	影響	11,369	925
Tax effect of non-taxable revenue	毋須計税收入的税項影響	(1,440)	(2,544)
Tax effect of unused tax losses	未使用而且未確認的	() ()	(/-)
not recognised	可抵扣虧損的税項影響	2,792	10,360
Tax effect of tax losses not	本年度確認先前	,	ŕ
previously recognised but	未確認可抵扣虧損之		
recognised in the current year	税項影響	(2,700)	_
Tax effect of tax exempted	企業獲免税優惠		
entities	的税務影響	(7,561)	(4,718)
Tax effect on waived debts	列入資本儲備的債務		
included in capital reserve	撒銷的税項影響	_	762
Effect on opening deferred tax	本年度税率調高		
balances resulting from	對遞延所得稅		
an increase in tax rate	期初結餘造成		
during the year	的影響	_	209
Over-provision in respect of	以往年度準備		
prior years	過剩	(1,314)	(2,176)
Actual tax expense	實際税項支出	3,480	20,323

6. DIRECTORS' REMUNERATION

Directors' remuneration disclosed pursuant to section 161 of the Hong Kong Companies Ordinance is as follows:

根據香港《公司條例》第161條披露之 董事酬金如下:

		2005	2004
		二零零五年	二零零四年
		\$'000	\$'000
		千元	千元
Fee	袍金	490	370
Salaries and other emoluments	薪金及其他酬金	7,753	6,757
Discretionary bonuses	酌定花紅	3,530	7,030
Retirement scheme contributions	退休計劃供款	180	180
		11,953	14,337

The remuneration of the directors is within the following bands:

酬金在以下範圍內的董事人數如下:

Number of directors

董事人數

		2005	2004
		二零零五年	二零零四年
\$Nil - \$1,000,000	0-1,000,000元	8	6
\$1,000,001 - \$1,500,000	1,000,001元-1,500,000元	-	1
\$1,500,001 - \$2,000,000	1,500,001元-2,000,000元	-	_
\$2,000,001 - \$2,500,000	2,000,001元-2,500,000元	2	1
\$2,500,001 - \$3,000,000	2,500,001元-3,000,000元	1	2
\$3,000,001 - \$3,500,000	3,000,001元-3,500,000元	-	_
\$3,500,001 - \$4,000,000	3,500,001元-4,000,000元	1	_
\$4,000,001 - \$4,500,000	4,000,001元-4,500,000元	_	_
\$4,500,001 - \$5,000,000	4,500,001元-5,000,000元	_	1
		12	

Included in the directors' fees were fees of \$220,000 (2004: \$100,000) paid to independent non-executive directors during the year.

董事袍金中包括本年度支付予獨立非 執行董事之220,000元(二零零四年: 100,000元)之袍金。

7. INDIVIDUALS WITH HIGHEST EMOLUMENTS

Of the five individuals with the highest emoluments, four (2004: four) are directors whose emoluments are disclosed in note 6. The emoluments in respect of the remaining individual are as follows:

7. 最高酬金人士

五位最高酬金人士中,四位(二零零四年:四位)為本公司董事,彼等之酬金見上文附註第6項。其餘最高酬金人士之酬金如下:

		2005	2004
		二零零五年	二零零四年
		\$'000	\$'000
		 千元	千元
Salaries and other emoluments	薪金及其他酬金	1,130	1,078
Discretionary bonuses	酌定花紅	600	435
Retirement scheme contributions	退休計劃供款	51	49
		1,781	1,562

8. PROFIT ATTRIBUTABLE TO SHAREHOLDERS

The consolidated profit attributable to shareholders includes a profit of 61,548,000 (2004: 89,700,000) which has been dealt with in the financial statements of the Company (note 35(b)).

8. 股東應佔溢利

股東應佔綜合溢利包括一筆已列入本公司財務報表的61,548,000元(二零零四年: 89,700,000元)溢利(附註 35(b))。

11,220

(2004: \$0.08) per share

NOTES ON THE FINANCIAL STATEMENTS 財務報表附註 For the year ended 31st March, 2005 (Expressed in Hong Kong dollars) 截至二零零五年三月三十一日止年度(以港元計)

(a)	Dividends attributable to t	he year	(a)	本年度股息	
				2005 二零零五年 \$'000	20 二零零四 \$'0
				千元	Ŧ
	Interim dividend declared and paid of \$0.02 (2004: \$0.01) per share	支付已宣派中期股息 每股0.02元(二零零四年: 每股0.01元)		4,207	1,4
	Final dividend proposed after the balance sheet date of \$0.08 (2004: \$0.09)	於結算日後建議派發 末期股息每股 0.08元(二零零四年:			
	per share	每股0.09元)		16,829	12,6
				21,036	14,0
	The final dividend proposed afte	r the balance sheet date has		於結算日後建議	分派的末期股
	not been recognised as a liability	at the balance sheet date.		尚未在結算日確	望認為負債。
(b)	Dividends attributable to year, approved and paid du	· · · · · ·	(b)	屬於上一財政年 核准及支付的別	
				2005	20
				二零零五年 \$'000	二零零四
				千元	Ŧ
	Final dividend in respect of the previous financial year,	屬於上一財政年度, 並於本年度核准及			
	approved and paid during	支付末期股息			
	the year, of \$0.09	每股0.09元(二零零四年:			
	(2004 60 00)	□ □ □ □ □ □ □ □ □		10 /00	

每股0.08元)

10. EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to shareholders of \$35,016,000 (2004: \$69,085,000) and the weighted average of 175,326,452 shares (2004: 143,050,708 shares after adjusting for the rights issue in 2005) in issue during the year.

(b) Diluted earnings per share

The diluted earnings per share is not presented as there were no dilutive potential ordinary shares in existence during the years ended 31st March, 2004 and 2005.

10. 每股盈利

(a) 每股基本盈利

每股基本盈利乃根據股東應佔溢 利35,016,000元(二零零四年: 69,085,000元) 及年內已發行股份 之加權平均數175,326,452股(二 零零四年: 143,050,708股(已就 二零零五年之供股作出調整))計 算。

(b) 每股攤薄盈利

截至二零零四年及二零零五年三 月三十一日止年度,本公司並無 具有潛在攤薄能力之普通股;因 此,攤薄後每股盈利並無予以呈 報。

II. SEGMENT REPORTING

Segment information is presented in respect of the Group's business and geographical segments. Business segment information is chosen as the primary reporting format because it is more relevant to the Group's internal financial reporting. Geographical segment information has been chosen as the secondary reporting format for the purpose of these financial statements.

(a) The Group comprises the following main business segments:

11. 分部報告

分部資料乃按本集團之業務及地區分部呈列。業務分部資料獲選用作為主要呈報方式,蓋因業務分部資料較切合本集團之內部財務報告。地區分部資料則獲選用作為次要呈報方式。

(a) 本集團由下列主要業務分部組成:

Business segments

業務分部

			Manufa	acture and	Manuf	Manufacture and							
			sale of	garments	sale o	of textiles	0	thers	Una	llocated	Cons	olidated	
			製造及	b 銷售成衣	製造及	銷售紡織品	結品 其他		未分類		未分類 綜合:		合總額
			2005	2004	2005	2004	2005	2004	2005	2004	2005	2004	
			二零零五年	二零零四年	二零零五年	二零零四年	二零零五年	二零零四年	二零零五年	二零零四年	二零零五年	二零零四年	
			\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	
			千元	千元	千元	千元	千元	千元	千元	千元	千元	千元	
Revenue from external	來自外界客戶												
customers	的收入		1,397,110	1,321,610	263,189	167,711	5,536	4,167	-	-	1,665,835	1,493,488	
Other revenue	其他收入		4,396	5,865	19	-	804	1,486	3,067	3,247	8,286	10,598	
Total revenue	收入總額		1,401,506	1,327,475	263,208	167,711	6,340	5,653	3,067	3,247	1,674,121	1,504,086	
Segment result	分部經營結果		30,683	42,006	36,461	22,795	2,033	2,485	3,067	3,247	72,244	70,533	
Finance costs	融資成本		(12,063)	(13,694)	(19,737)	(12,512)	2,033	2,703	3,007	3,247	(31,800)	(26,206)	
Share of profits less (losses)	應佔聯營公司		(12,003)	(13,071)	(17,737)	(12,312)	-	_	-	_	(31,000)	(20,200)	
of associates	溢利減(虧損)		1,096	(4,538)	3,039	30.630	(2,107)	23,374		_	2,028	49,466	
Income tax	無利減(虧損) 所得税		1,070	(4,330)	3,037	30,030	(2,107)	23,3/4	-	_	(3,480)	(20,323)	
Minority interests	少數股東權益										. ,	, ,	
rinority interests	ン数収米権国										(3,976)	(4,385)	
Profit attributable	股東應佔												
to shareholders	溢利										35,016	69,085	
Depreciation and amortisation	年度內折舊												
for the year	及攤銷		33,325	35,203	24,327	23,406	783	1,710			58,435	60,319	
,													
	I	1											

II. SEGMENT REPORTING (continued)

11. 分部報告(續)

		Manufac	Manufacture and Manufacture and						
		sale of	garments	sale of textiles		Others		Conso	lidated
		製造及	銷售成衣	製造及鉛	售紡織品	其他		綜合總額	
		2005	2004	2005	2004	2005 2004		2005	2004
		二零零五年	二零零四年	二零零五年	二零零四年	二零零五年	二零零四年	二零零五年	二零零四年
		\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
		千元	千元	チ元	千元	千元	千元	チ元	千元
Segment assets Interest in associates	分部資產 於聯營公司 權益	667,824 24,951	575,232 23,881	432,209 67,736	506,079 58,279	104,351	28,000	1,204,384	1,109,311
Unallocated assets	推	24,731	23,001	01,130	30,2/7	134,223	100,103	18,511	28,224
Total assets	資產總值							1,469,807	1,385,798
Segment liabilities	分部負債	538,112	521,101	312,191	400,123	43	-	850,346	921,224
Unallocated liabilities	未分類負債							14,231	15,562
Total liabilities	負債總額							864,577	936,786
Capital expenditure	年度內								
incurred during	資本開支								
the year		30,807	17,221	14,848	82,456	16,055		61,710	99,677

(b) The Group's business is managed on a worldwide basis, but participates in four principal economic environments.

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment assets and capital expenditure are based on the geographical location of the assets.

(b) 本集團的業務遍及世界各地,可 劃分為四個主要的經濟環境經 營。

> 在呈述地區分部信息時,分部收 入是以客戶的所在地為計算基 準。分部資產及資本開支則以資 產的所在地為計算基準。

II. SEGMENT REPORTING (continued)	11. 分部報告 <i>(續)</i>

Geographical segments

地區分部

Revenue from external customers 來自外界客戶的收入

		不自力外替广则收入		
		2005	2004	
		二零零五年	二零零四年	
		\$'000	\$'000	
		千元	千元	
	-1.500			
– Europe	一歐洲			
France	法國	244,358	284,614	
United Kingdom	英國	186,242	151,784	
Other European countries	其他歐洲國家	316,402	308,272	
North America	一北美洲	398,056	405,684	
– Asia Pacific	- 亞太地區	502,980	336,978	
- Others	一其他	17,797	6,156	
		1,665,835	1,493,488	

Capital expenditure incurred during

Segment assets 分部資產 the year 年度內資本開支

			77 HP 54 /生		一次门头干加入	
		2005	2004	2005	2004	
		二零零五年	二零零四年	二零零五年	二零零四年	
		\$'000	\$'000	\$'000	\$'000	
		千元	千元	チ元	千元	
Hong Kong	-香港	337,145	284,653	19,187	856	
- The People's Republic	一中國					
of China		677,079	651,204	35,948	87,507	
- South East Asia	一東南亞	68,287	48,725	765	1,481	
– Europe	一歐洲	119,407	117,610	5,161	7,404	
- Others	一其他	2,466	7,119	649	2,429	
		1,204,384	1,109,311	61,710	99,677	

12. RETIREMENT BENEFIT SCHEMES

In Hong Kong, the Group operates a defined contribution Mandatory Provident Fund retirement benefit scheme (the "MPF Scheme") under the Mandatory Provident Fund Schemes Ordinance, for those employees who are eligible to participate in the MPF Scheme. The MPF Scheme has operated since 1st December, 2000. Contributions are made based on a percentage of the employees' basic salaries and are charged to the income statement as they become payable in accordance with the rules of the MPF Scheme. The assets of the MPF Scheme are held separately from those of the Group in an independently administered fund. The Group's employer contributions vest fully with the employees when contributed into the MPF Scheme.

The Group also operated a Mandatory Provident Fund Exempted ORSO retirement benefit scheme for those employees who were eligible to participate in the scheme. This scheme is operated in a way similar to the MPF scheme, except that when an employee leaves the scheme prior to his/her interest in the Group's employer contributions vesting fully, the ongoing contributions payable by the Group are reduced by the relevant amount of forfeited employer contributions or the forfeited employer contributions may be refunded to the employer. The amount of employer contributions forfeited during the year was immaterial.

The employees of a subsidiary in the People's Republic of China ("the PRC") and Sri Lanka are members of a state-sponsored retirement benefit scheme organised by the local government in the PRC and members of an Approved Provident Fund and Employees' Trust Fund in Sri Lanka, respectively. The subsidiaries are required to contribute, based on a certain percentage of payroll, to the retirement benefit scheme to fund the benefits. The only obligation of the Group with respect to these retirement benefit schemes is to make the required contributions under the terms of the schemes.

In addition, long service payments are also provided by the Group in accordance with Part VB of the Hong Kong Employment Ordinance based on the employees' service to date and current salary levels for those employees in Hong Kong who have been employed by the Group for at least five years. Movements in the provision for long service payments are set out in note 33 on the financial statements.

12. 退休福利計劃

於香港,本集團已按照強制性公積金 計劃條例為所有合資格參與強積金計 劃之僱員設有既定供款強制性公積金 計劃(「強積金計劃」)。強積金計劃自 二零零零年十二月一日起運作。供款 乃按照僱員底薪百分比計算,當需要 按照強積金計劃條款規定供款時,即 在損益表中計入有關供款。強積金計 劃資產乃由獨立管理基金持有並與本 集團資產分開管理。當向強積金計劃 供款時,本集團僱主強制供款將全數 歸於僱員所得。

本集團亦為合資格參與強制性公積金 豁免職業退休計劃之僱員設有計劃。 該計劃以類似強積金計劃之方式經 營,惟當僱員於符合資格全數享有本 集團僱主供款前離職,被沒收之僱主 供款將用作減低集團日後之供款或退 還僱主,年度內被沒收之僱主供款之 數額不大。

在中華人民共和國及斯里蘭卡境內集 團附屬公司之僱員乃當地政府組織之 職工社會養老保險計劃之成員。該等 附屬公司須按僱員工資之若干百分比 作出退休福利計劃供款。本集團就退 休福利計劃所承擔之唯一責任是支付 該計劃規定之供款。

再者,是項準備指根據《僱傭條例》第 五乙部份為在職不少於五年之僱員, 按其在職年資及現時薪酬水平,提撥 長期服務金。長期服務金準備之變動 列於財務報表附註33。