1. GENERAL

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").

The Company acts as an investment holding company and provides corporate management services to its subsidiaries. The principal activities of its subsidiaries are manufacture and distribution of household electrical appliances and personal care products.

2. POTENTIAL IMPACT ARISING FROM THE RECENTLY ISSUED ACCOUNTING STANDARDS

In 2004, the Hong Kong Institute of Certified Public Accountants (the "HKICPA") issued a number of new or revised Hong Kong Accounting Standards ("HKAS") and Hong Kong Financial Reporting Standards (hereinafter collectively referred to as "new HKFRSs") which are effective for accounting periods beginning on or after 1 January, 2005 except for HKFRS 3 Business Combinations. The Group has not early adopted these new HKFRSs in the financial statements for the year ended 31 March, 2005.

HKFRS 3 is applicable to business combinations for which the agreement date is on or after 1 January, 2005. The Group has not entered into any business combination for which the agreement date is on or after 1 January, 2005, therefore HKFRS 3 did not have any impact on the Group for the year ended 31 March, 2005.

In December 2004, the HKICPA issued HKAS 40 "Investment Property" which require that, under the fair value model, all changes in fair value of an investment property will be recognised in the income statement. Accordingly, by applying the relevant transitional provisions in HKAS 40, the Group estimated that the adoption of HKAS 40 would result in an increase in accumulated profits as at 1 April, 2005 by HK\$2,105,000 and a decrease in investment property revaluation reserve as at 1 April, 2005 with the same amount.

1. 總論

本公司於百慕達註冊成立為受豁 免有限公司,其股份在香港聯合 交易所有限公司上市(「聯交 所」)。

本公司乃投資控股公司及提供企 業管理服務,其附屬公司的主要 業務為製造及分銷家庭電器及個 人護理產品。

2. 最近頒佈的會計準則所帶來的 潛在影響

香港財務報告準則第3號「業務合併」適用於訂約日期為二零零五年一月一日或之後的業務合併。本集團並無進行任何訂約日期為二零零五年一月一日或之後的業務合併。故此,香港財務報告準則第3號於截至二零零五年三月三十一日止年度對本集團並無影響。

於二零零四年十二月,香港會計師公會頒佈香港會計準則第四十號「投資物業」,要求所對投資物業公平值之改變均須確認於收益表內。因此,有關香港會計準則第40號沒這段相關過渡期內,本集團預計採用香港會計準則第40號將會增加於二零零五年四月一日之累積盈利約2,105,000港元及於二零零五年四月一日之投資物業重估儲備下跌同一數值。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

2. POTENTIAL IMPACT ARISING FROM THE RECENTLY ISSUED ACCOUNTING STANDARDS (continued)

The Group has commenced considering the potential impact of other new HKFRSs but is not yet in a position to determine whether these HKFRSs would have a significant impact on how its results of operations and financial position are prepared and presented. These HKFRSs may result in changes in the future as how the results and financial position are prepared and presented.

3. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention as modified for the revaluation of investment property and investments in securities. The financial statements have been prepared in accordance with accounting principles generally accepted in Hong Kong. The principal accounting policies adopted are as follows:

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries made up to 31 March 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.

Investment properties

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

2. 最近頒佈的會計準則所帶來的 潛在影響 (續)

本集團已開始評估此等新香港財務 報告準則之潛在影響,但目前仍未 能確定此等新香港財務報告準則會 否對本集團經營業績及財務狀況之 編製及呈列造成重大影響。此等新 香港財務報告準則日後或會改變業 績及財務狀況之呈列方式。

3. 主要會計政策

財務報告書乃按歷史成本慣例編製,而因應若干投資物業及證券投資之重估值作出修改。製訂本財務報告書採用之主要會計政策與香港 一般接納之會計守則相符,並載列如下:

綜合基準

綜合財務報告書包括本公司及其附 屬公司截至每年三月三十一日止之 財務報告。

年內收購或出售的附屬公司之業績 由其有效收購日期起或截至有效出 售日期止(如適用)計入綜合收益表 內。

投資物業

投資物業乃為其投資潛力持有之已 落成物業。任何租金收入均按公平 原則磋商釐定。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

3. SIGNIFICANT ACCOUNTING POLICIES (continued) 3. 主要會計政策 (續)

Investment properties (continued)

Investment properties are stated at their open market value. Any revaluation increase or decrease arising on the revaluation of investment property 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, the increase is credited to the income statement to the extent of the decrease previously charged.

On disposal of an investment property, the balance on the investment property revaluation reserve attributable to that property is transferred to the income statement.

No depreciation is provided on investment properties except where the unexpired term of the relevant lease is 20 years or less.

Property, plant and equipment

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

投資物業 (續)

投資物業根據各物業之公開市值入 賬。重估投資物業產生之增值或減 值分別計入投資物業重估儲備或在 該儲備中扣除,若儲備之餘額不足 以抵銷減值,則減值超逾投資物業 重估儲備之餘額在收益表中扣除。 如以前有不足數額自收益賬扣除而 其後出現重估增值,則該增值撥入 收益表中彌補之前扣除之減值。

在出售一項投資物業時,與該物業 有關之投資物業重估儲備餘額會撥 往收益表。

除非有關物業之未到期租約為二十 年以下,否則以租約持有之投資物 業不會就折舊作出撥備。

物業、廠房及設備

物業、廠房及設備乃按成本扣除折 舊及累積虧損入賬。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

主要會計政策 (續) SIGNIFICANT ACCOUNTING POLICIES (continued) 3. 3.

Property, plant and equipment (continued)

Depreciation is provided to write off the cost of assets over their estimated useful lives and after taking into account their estimated residual value, using the straightline method, at the following rates per annum:

物業、廠房及設備(續)

資產之折舊以下列年率按直線法於 其估計可使用年期內撤銷成本(經 扣除估計餘值)計算:

| Land held under long leases | 按長期租約持有之土地 | 2% |
|---|------------------|----------------------------|
| Land held under medium-term leases | 按中期租約持有之土地 | Over the term of the lease |
| | | 按租約年期 |
| Buildings (including factory buildings) | 樓宇(包括工廠物業) | 4% |
| Plant and machinery | 設備及機器 | 15% |
| Furniture, fixtures and equipment | 傢 具、裝置及設備 | 20 - 331/3% |
| Moulds and tools | 模具及工具 | 20 - 331/3% |
| Motor vehicles | 汽車 | 20% |

The gain or loss arising from disposal or retirement of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the income statement.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

因出售資產或資產退廢而產生之收 益或虧損按出售收益與資產賬面值 之差額確定並列入收益表。

根據財務租約持有的資產生的損 益,是以出售所得款項與資產賬面 值兩者的差額計算,並在收益表內 確認。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

3. 主要會計政策(續)

Leases

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards of ownership of the assets concerned to the Group. Assets held under finance leases are capitalised at their fair value at the date of acquisition. The corresponding liability to the lessor, net of interest charges, is included in the balance sheet as a finance lease obligation. Finance costs, which represent the difference between the total leasing commitments and the fair value of the assets acquired, are charged to the income statement over the period of the relevant lease so as to produce a constant periodic rate of charge on the remaining balances of the obligations for each accounting period.

All other leases are classified as operating leases and the annual rentals are charged to the income statement on a straight-line basis over the relevant lease terms.

Investments in subsidiaries

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

Investments in securities

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

租賃

凡將有關資產之絕大部份風險及收 益撥歸本集團所有之租賃持有之租赁。 資租賃信日期之公平價值債承 資本。相關於出租人之負債承擔 ,已包括在資資產 ,已包括在內當作融資租赁債務。融資 大內當作融資租赁債務。融資 人工價值間之差額)乃於有關租 人工價值間之差額)乃於有關租 人工價值間之差額) 一、以便於各 的 ,以便於各 的 計期間根據尚未完成責任產生固定 之支出率。

所有其他租賃均被分類為營運租 約,而每年租金乃按租約年期以直 線法在收益表中扣除。

附屬公司之投資

附屬公司之投資乃按成本值減任何 可辨認虧損列入本公司之資產負債 表內。

證券投資

證券投資乃於交易日確認入賬及最 初按成本值計算。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

主要會計政策 (續) 3.

Investments in securities (continued)

At subsequent reporting dates, debt securities that the Group has the expressed intention and ability to hold to maturity are measured at amortised cost, less any impairment loss recognised to reflect irrecoverable amounts. The annual amortisation of any discount or premium on the acquisition of a held-to-maturity security is aggregated with other investment income receivable over the term of the instrument so that the revenue recognised in each period represents a constant yield on the investment.

All securities other than held-to-maturity debt securities are measured at subsequent reporting dates at fair value.

Where securities are held for trading purposes, unrealised gains and losses are included in net profit or loss for the year. For other securities, unrealised gains and losses are dealt with in equity, until the security is disposed of or is determined to be impaired, at which time the cumulative gain or loss is included in net profit or loss for the year.

Impairment

At each balance sheet date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an 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 losses are recognised as an expense immediately.

證券投資(續)

計劃持有至到期日的債務證券投 資,是以已攤銷成本及在有需要 時,減去已確認的降值虧損計算在 資產負債表內。收購時所產生的折 扣或溢價會於收購日至到期日內進 行攤銷,並計入期內的投資收益 中,使能於投資期內有一個不變的 投資回報。

除持有至到期之債務證券外,所有 證券乃按下一個報告日期之公平值 計算。

就持有作買賣用途之證券而言,未 變現之收益及虧損乃入賬為期內之 收益或虧損淨額。就其他證券而 言,未變現之收益及虧損乃於儲備 中處理,直至有關證券已出售或斷 定為已減值為止,屆時累積收益或 虧損即入賬為期內之收益或虧損淨 額。

減值

於每個結算日,本集團會審核其有 形及無形資產之賬面值,以釐定該 等資產是否出現虧損之現象。倘資 產之可以收回金額估計將低於其賬 面值,則將該資產之賬面值減至可 收回金額。有關虧損則即時確認為 開支。

3. SIGNIFICANT ACCOUNTING POLICIES (continued) 3. 主要會計政策 (續)

Impairment (continued)

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so 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 (cashgenerating unit) in prior years. A reversal of an impairment loss is recognised as income immediately.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the first-in, firstout method.

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.

減值 (續)

倘虧損其後撥回,則有關資產之賬 面值會增至其估計之可收回金額, 惟已增加之賬面值不得超過假設有 關資產於過往年度並無確認虧損而 釐定之賬面值。虧損撥回將即時確 認為收入。

存貨

存貨乃以成本值與可變現淨值兩者 之較低值入賬。成本值以先進先出 法計算。

收入確認

貨品之銷售收入乃在貨品經已交付 運及擁有權已轉移之情況下加以確 認。

利息收入乃根據尚未償還之本金額採用適當利率按時間基準累計。

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

3. 主要會計政策 (續)

Revenue recognition (continued)

Sales of securities are recognised on a trade-date basis.

Rental income from property is recognised on a straightline basis over the relevant lease terms.

Taxation

Taxation represents the sum of the tax currently payable and deferred tax.

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 amounts 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 the initial recognition of other assets and liabilities in a transaction that affects neither the taxable profits nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, 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.

收入確認(續)

出售證券根據交易當日確認。

物業之租金收入根據有關租賃年期 內以直線法確認。

税項

所得税支出指現時應付税項及遞延 税項的總和。

現時應付税項按本期間之應課税溢 利計算。應課税溢利與收入報表所 報純利不同。此乃由於其不包括在 其他期間應課税或可扣減之收入或 支出項目,亦不包括永不須課税或 扣減之收入報表項目。

遞延税項指就財務報表內資產及負 債帳面值與用於計算應課稅溢利之 相應税基兩者之差額,而預期須支 付或可收回之税項,並以資產負債 表負債法處理。遞延税項負債通常 會就所有應課税暫時差異予以確 認,而遞延税項資產之確認額度, 則限於可用作抵銷可能將會產生應 課税溢利之可扣減暫時差異。若暫 時差異因商譽(或負商譽)或因一項 既不影響應課税溢利亦不影響會計 溢利之交易(業務合併除外)而開始 確認其他資產及負債而引致,則不 會確認該等資產及負債。

除非本公司可控制暫時差額的逆轉 及暫時差額不大可能於可見將來逆 轉,否則會就於附屬公司的投資所 產生的應課税暫時差額確認遞延税 項負債。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

主要會計政策 (續) 3.

Taxation (continued)

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, 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 profit 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 period when the liability is settled or the asset realised. Deferred tax is charged or credited in 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.

Foreign currencies

Transactions in foreign currencies are translated at the rates ruling on the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are re-translated at the rates ruling on the balance sheet date. Profits and losses arising on exchange are dealt with in the income statement.

On consolidation, the assets and liabilities of subsidiaries which are denominated in currency other than Hong Kong dollar are translated at the 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 are recognised as income or expenses in the year in which the subsidiary is disposed of.

税項(續)

除非本公司可控制暫時差額的逆轉 及暫時差額不大可能於可見將來逆 轉,否則會就於附屬公司的投資所 產生的應課税暫時差額確認遞延税 項負債。

遞延税項資產之帳面值於每個結算 日均作檢討,直至無足夠應課税溢 利可供全部或部份遞延税項資產可 予應用為止。

遞延税項乃按預期於負債償還或資 產變現期間之適用税率計算。遞延 税項會於收入報表中計入或扣除, 惟若其有關直接於股本權益中計入 或扣除之項目,則遞延税項亦會於 股本權益中處理。

外幣

以外幣結算之交易按交易日之率換 算為港幣。以外幣為結算單位之貨 幣資產及負債則按結算日之率換算 為港幣。因外幣換算所產生之兑換 損益均撥入收益表中處理。

於綜合賬目時,以港幣以外之貨幣 作為結算單位之海外附屬公司財務 報告書按結算日之率換算為港幣入 賬。收支項目乃按期內之平均率換 算。所產生之兑差額(如有)重新分 類作資金及在出售附屬公司年度內 確認作收入或開支。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

3.

Retirement benefits scheme contributions

The retirement benefits cost charged in the income statement represents the contributions payable in respect of the current year to the Group's defined contribution schemes.

退休福利成本

主要會計政策 (續)

指定供款退休福利計劃之供款於到 期時在損益表支銷。

4. BUSINESS AND GEOGRAPHICAL SEGMENTS

4. 業務及地區分部

Turnover

Turnover represents the amounts received and receivable for goods sold, less returns and allowances, by the Group during the year.

營業額

營業額指本集團出售貨品之總發票 值,減退貨及折扣後已收及應收之 款項。

Geographical segments

For management purposes, the Group is currently organised into four major geographical segments based on the destination of shipment of products. These segments are the basis on which the Group reports its primary segment information.

The following is an analysis of the Group's sales by geographical market, irrespective of the origin of the goods:

地區分部

本集團業務按地區劃分成4個主要 地區分部,以產品之船運目的地為 基準釐定。有關分部乃按本集團報 告的主要分部資料。

以下乃本集團按地區市場之銷售資 料,產品來源不考慮。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

| 4. | RRSINESS | AND | GEOGRAPHICAL | SEGMENTS | | |
|----|-------------|-----|--------------|----------|----|-------------|
| | (continued) | | | | 4. | 業務及地區分部 (續) |

(continued) 4. 業務及地區分部 (續

INCOME STATEMENT

Year ended 31 March 2005

收益表

截至二零零五年三月三十一日止年 度

| 綜合 '000 港元 ,435 |
|------------------------|
| 港元 |
| |
| .435 |
| |
| ,888 |
| (474) |
| |
| ,703 |
| |
| ,117 |
| ,792) |
| |
| |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

BUSINESS AND GEOGRAPHICAL SEGMENTS 4.

| (continued) | | | 4. | 業務及均 | 也區分部 (續) |) - |
|-----------------------------------|-------------------|----------|----------|------------------|---------------------|--------------|
| BALANCE SHEET At 31 March 2005 | | | | 資產負債 於二零零 | 表 :五年三月三十 | ·一日 |
| | | Europe | America | Asia | Others C | Consolidated |
| | | 歐洲 | 美洲 | 亞洲 | 其他地區 | 綜合 |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 |
| ASSETS | 資產 | | | | | |
| Segment assets | 分部資產 | 119,955 | 53,250 | 50,731 | 6,858 | 230,794 |
| Unallocated corporate assets | 未分配公司 資產 | | | | | 376,022 |
| Consolidated total assets | 綜合總資產 | | | | | 606,816 |
| LIABILITIES Segment liabilities | 負債 分部負債 | 49,114 | 22,894 | 19,725 | 2,916 | 94,649 |
| Unallocated | | | | | | |
| corporate | 未分配 | | | | | |
| liabilities | 公司負債 | | | | | 61,774 |

156,423

Consolidated total liabilities

綜合總負債

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

4. BUSINESS AND GEOGRAPHICAL SEGMENTS

(continued)

4. 業務及地區分部(續)

OTHER INFORMATION

Year ended 31 March 2005

其他資料

截至二零零五年三月三十一日止年 度

| | Europe | America | Asia | Others | Unallocated | Consolidated |
|----------------|----------------|------------------------------|--|---|---|---|
| | 歐洲 | 美洲 | 亞洲 | 其他地區 | 未分配 | 綜合 |
| | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 |
| 資本增加 | 4,866 | 3,735 | 1,875 | 273 | 13,294 | 24,043 |
| 攤銷及折舊 | 5,732 | 7,829 | 2,301 | 304 | 25,150 | 41,316 |
| 撇除物業、 廠房及設備 | 1,248 | 1,411 | 509 | 97 | | 3,265 |
| | 攤銷及折舊 撇除物業、 | 資本增加4,866攤銷及折舊 撇除物業、5,732 | 歐洲美洲HK\$'000HK\$'000千港元千港元資本増加4,8663,735攤銷及折舊5,7327,829撤除物業、 | 歐洲美洲亞洲HK\$'000HK\$'000HK\$'000千港元千港元千港元資本增加4,8663,7351,875攤銷及折舊5,7327,8292,301撤除物業、 | 歐洲美洲亞洲其他地區HK\$'000HK\$'000HK\$'000千港元千港元千港元資本增加4,8663,7351,875273攤銷及折舊5,7327,8292,301304撤除物業、 | 歐洲 美洲 亞洲 其他地區 未分配 HK\$'000 HK\$'000 HK\$'000 HK\$'000 HK\$'000 千港元 千港元 千港元 千港元 千港元 資本增加 4,866 3,735 1,875 273 13,294 攤銷及折舊 5,732 7,829 2,301 304 25,150 撤除物業、 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

4. BUSINESS AND GEOGRAPHICAL SEGMENTS

(continued)

4. 業務及地區分部(續)

INCOME STATEMENT

Year ended 31 March 2004

收益表

截至二零零四年三月三十一日止年度

| | | Europe 歐洲 HK\$'000 千港元 | America 美洲 HK\$'000 千港元 | Asia 亞洲 HK\$'000 千港元 | Others 其他地區 HK\$'000 千港元 | Consolidated 綜合 HK\$'000 千港元 |
|---------------------------------------|---------|---------------------------------|----------------------------------|--------------------------------------|--|---------------------------------------|
| TURNOVER | 營業額 | 423,525 | 269,131 | 115,083 | 25,688 | 833,427 |
| SEGMENT RESULT | 分部業績 | <u>27,204</u> | 12,952 | 8,726 | 975 | 49,857 |
| FINANCE COSTS NET INVESTMENT | 財務費用 | | | | | (275) |
| INCOME | 投資收入淨額 | | | | | 4,378 |
| PROFIT BEFORE TAXATION TAXATION | 除税前溢利税項 | | | | | 53,960 (8,070) |
| NET PROFIT FOR THE YEAR | 本年度溢利淨額 | | | | | 45,890 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

4. BUSINESS AND GEOGRAPHICAL SEGMENTS (continued) 4. 業務及地區分部(續)

| BALANCE SHEET At 31 March 2004 | | 資產負債表 於二零零四年三月三十一日 | | | | |
|---|----------------|---------------------------------|----------------------------------|-------------------------------|--|--|
| | | Europe 歐洲 HK\$'000 千港元 | America 美洲 HK\$'000 千港元 | Asia 亞洲 HK\$'000 千港元 | Others O 其他地區 HK\$'000 千港元 | Consolidated 綜合 HK\$'000 千港元 |
| ASSETS Segment assets | 資產 分部資產 | 132,559 | 60,905 | 39,111 | 9,872 | 242,447 |
| Unallocated corporate assets | 未分配公司 資產 | | | | | 363,265 |
| Consolidated total assets | 綜合總資產 | | | | | 605,712 |
| LIABILITIES Segment liabilities | 負債 分部負債 | 58,015 | 22,135 | 17,299 | 4,862 | 102,311 |
| Unallocated corporate liabilities | 未分配 公司負債 | | | | | 61,838 |
| Consolidated total liabilities | 綜合總負債 | | | | | 164,149 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

4. BUSINESS AND GEOGRAPHICAL SEGMENTS

(continued)

4. 業務及地區分部(續)

OTHER INFORMATION

Year ended 31 March 2004

其他資料

截至二零零四年三月三十一日止年 度

| | | Europe 歐洲 | America 美洲 | Asia 亞洲 | Others 其他地區 | Unallocated 未分配 | Consolidated 綜合 |
|-------------------------------------|-------|--------------|---------------|------------|----------------|--------------------|--------------------|
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 |
| Capital additions Amortisation and | 資本增加 | 7,151 | 8,823 | 1,633 | 444 | 40,894 | 58,945 |
| depreciation | 攤銷及折舊 | 7,089 | 8,628 | 1,627 | 417 | 27,581 | 45,342 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

4. BUSINESS AND GEOGRAPHICAL SEGMENTS (continued)

4. 業務及地區分部(續)

OTHER INFORMATION (continued)

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

其他資料(續)

以下乃分部資產賬面值之分析,物 業、廠房及設備之添置(按該等資 產所處地區分析):

| | | Carrying amount | | Additions to property, | | |
|----------------------|---------|-----------------|-------------------|------------------------|-----------|--|
| | | of segme | of segment assets | | equipment | |
| | | 分部資產 | 之賬面值 | 物業、廠房及設備添置 | | |
| | | 2005 | 2004 | 2005 | 2004 | |
| | | 二零零五年 | 二零零四年 | 二零零五年 | 二零零四年 | |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | |
| | | 千港元 | 千港元 | 千港元 | 千港元 | |
| | T.VII. | | | | | |
| Hong Kong | 香港 | 408,172 | 354,782 | 1,750 | 916 | |
| People's Republic | 中華人民共和國 | | | | | |
| of China (other than | (不包括香港) | | | | | |
| Hong Kong) ("PRC") | (「中國」) | 198,644 | 250,930 | 22,293 | 58,029 | |
| | | | | | | |
| | | 606,816 | 605,712 | 24,043 | 58,945 | |

Business segment

No analysis of financial information by business segment is presented as all the Group's turnover and trading results are generated from the manufacture and sale of household electrical products which represents the sole business segment of the Group.

業務分部

財務資料並沒有就業務分部進行分 析,由於本集團之營額及經銷業績 均由製造及經銷家庭電器產品所 得,此為本集團唯一業務分部。

5. PROFIT FROM OPERATIONS

5. 經營溢利

| | | 2005 二零零五年 HK\$'000 千港元 | 2004 二零零四年 HK\$'000 千港元 |
|--|--------------|----------------------------------|----------------------------------|
| Profit from operations has been | | | |
| arrived at after charging | 經營溢利已扣除(計入) | | |
| (crediting): | 下列各項: | | |
| Staff salaries and allowances | 員工薪酬及津貼 | 99,330 | 104,528 |
| Contributions to retirement | 退休福利貢獻,扣除已沒收 | | |
| benefits schemes, net of forfeited | 之供款213,000港元 | | |
| amount of HK\$213,000 | (二零零四年: | | |
| (2004: HK\$84,000) | 84,000港元) | 2,987 | 2,265 |
| Long service payment | 長期服務金 | | |
| – current year | -本年度 | - | 733 |
| overprovision in prior years | -過往年度超額撥備 | (92) | |
| Total staff costs, including | 總員工成本 | | |
| directors' remuneration | (包括董事酬金) | 102,225 | 107,526 |
| Amortisation of license fee | | | |
| included in administrative | 經營許可證攤銷 | | |
| expenses | (已包括在行政費用內) | - | 2,000 |
| Auditors' remuneration | 核數師酬金 | 1,634 | 1,233 |
| Depreciation | 折舊 | 41,316 | 43,342 |
| Gain on disposal of property, | 出售物業、廠房及 | | |
| plant and equipment | 設備之盈利 | (688) | (675) |
| Write-off of property, plant | 撇除物業、廠房及 | | |
| and equipment | 設備 | 3,265 | |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

| DIRECTORS' REMUNERATIO | <u> </u> | 6. 董事酬金 | |
|--|--|---|-----------------------------------|
| | | 2005 | 2004 |
| | | 二零零五年 | 二零零四年 |
| | | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 |
| Directors' fees: | 董事袍金: | | |
| Executive | 執行 | - | - |
| Independent non-executive | 獨立非執行 | 100 | 50 |
| | | 100 | 50 |
| Other emoluments | 其他酬金 | | |
| (executive directors): | (執行董事): | | |
| Salaries and incentive payment Contributions to retirement | nt 薪金及鼓勵款項 | 11,092 | 11,665 |
| benefits | 退休金福利成本 | 501 | 891 |
| | | | |
| Total emoluments The emoluments of the dire following bands: | 酬金總額 ectors were within the | <u>11,693</u> 董事酬金屬下列範 | |
| | | 董事酬金屬下列範 | |
| The emoluments of the dire | | | 三量: ectors |
| The emoluments of the dire | | 董事酬金屬下列範 No. of dire | 三量: ectors |
| The emoluments of the dire | | 董事酬金屬下列範 No. of dire 董事人 | 童: ectors 數 |
| The emoluments of the dire following bands: | | 董事酬金屬下列範 No. of dire 董事人 2005 | ectors 數 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 | ectors were within the 直至1,000,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 | ectors 數 2004 二零零四年 |
| The emoluments of the dire | ectors were within the 直至1,000,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 | ectors 數 2004 二零零四年 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000 | 直至1,000,000港元 1,000,000港元 1,500,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 | ectors 數 2004 二零零四年 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000 | 直至1,000,000港元 1,000,000港元 1,500,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 | ectors 數 2004 二零零四年 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000 HK\$1,500,001 to HK\$2,000,000 | 直至1,000,000港元 1,000,001港元至 1,500,000港元 1,500,001港元至 2,000,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 3 | ectors 數 2004 二零零四年 2 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000 HK\$1,500,001 to HK\$2,000,000 | 直至1,000,000港元 1,000,001港元至 1,500,000港元 1,500,001港元至 2,000,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 3 | ectors 數 2004 二零零四年 2 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000 HK\$2,500,001 to HK\$3,000,000 | 直至1,000,000港元 1,000,001港元至 1,500,000港元 1,500,001港元至 2,000,000港元 2,500,001港元至 3,000,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 3 2 | ectors 數 2004 二零零四年 2 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000 HK\$2,500,001 to HK\$3,000,000 | 直至1,000,000港元 1,000,001港元至 1,500,000港元 1,500,000港元 2,000,000港元 2,500,001港元至 3,000,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 3 2 | ectors 數 2004 二零零四年 2 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 | 直至1,000,000港元 1,000,001港元至 1,500,000港元 1,500,001港元至 2,000,000港元 2,500,001港元至 3,000,000港元 3,000,000港元 3,000,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 3 2 | ectors 數 2004 二零零四年 2 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000 HK\$2,500,001 to HK\$3,000,000 HK\$3,000,001 to HK\$3,000,000 | 直至1,000,000港元 1,000,001港元至 1,500,000港元 1,500,001港元至 2,000,000港元 2,500,001港元至 3,000,000港元 3,000,000港元 3,000,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 3 2 | ectors 數 2004 二零零四年 2 |
| The emoluments of the dire following bands: Up to HK\$1,000,000 HK\$1,000,001 to HK\$1,500,000 HK\$2,500,001 to HK\$3,000,000 HK\$3,000,001 to HK\$3,000,000 | 直至1,000,000港元 1,000,001港元至 1,500,000港元 1,500,001港元至 2,000,000港元 2,500,001港元至 3,000,000港元 3,000,000港元 4,000,001港元至 4,500,000港元 | 董事酬金屬下列範 No. of dire 董事人 2005 二零零五年 3 2 | ectors 數 2004 二零零四年 2 |

5,000,000港元

亞倫國際集團有限公司 二零零五年年報

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

6. DIRECTORS' REMUNERATION (continued)

During the year ended 31 March 2005, one (2004: one) independent non-executive director waived his emolument of HK\$50,000 (2004: HK\$50,000).

During the years ended 31 March 2005 and 2004, no emoluments were paid by the Group to the directors of the Company or the five highest paid individuals (all being directors of the Company) as an inducement to join or upon joining the Group or as compensation for loss of office.

6. 董事酬金(續)

截至二零零五年三月三十一日止年度,一位(二零零四年:一位)獨立 非執行董事放棄其酬金50,000港元 (二零零四年:50,000港元)。

本集團截至二零零五年及二零零四年三月三十一日內並無向五名最高酬金人士(全部為本公司董事)支付任何因加盟本集團後的聘金,或支付任何離職補償金。

7. FINANCE COSTS

7. 財務費用

| | | 2005 | 2004 |
|-----------------------------|----------|------------|----------|
| | | 二零零五年 | 二零零四年 |
| | | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 |
| Finance lease charges | 融資租賃債務利息 | 3 | 169 |
| Interest on bank borrowings | | | |
| wholly repayable | 須於五年內悉數償 | | |
| within five years | 還銀行貸款之利息 | 471 | 106 |
| | | | |
| | | <u>474</u> | 275 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

| 8. | NET INVESTMENT INCOME | 8. | 投資收入淨額 | |
|----|---|-------------|----------|----------|
| | | | 2005 | 2004 |
| | | | 二零零五年 | 二零零四年 |
| | | | HK\$'000 | HK\$'000 |
| | | | 千港元 | 千港元 |
| | Interest income | 利息收入 | 5,742 | 4,471 |
| | Amortisation of premium on investment in securities | 證券投資溢價賬攤薄 | (36) | (140) |
| | Net realised (loss) again on redemption of | 贖回持有證券投資的 | | |
| | investment in securities | 已變現盈利(虧損)淨額 | (3) | 47 |
| | | | 5,703 | 4,378 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

9. TAXATION

9. 税項

| | | 2005 二零零五年 | 2004 二零零四年 |
|---|--|------------------------|-----------------|
| | | HK\$'000 千港元 | HK\$'000 千港元 |
| m l | 12万十山石村。 | | |
| The charge comprises: | 税項支出包括: | | |
| Current tax | 本年度税項 | | |
| Hong Kong Profits Tax calculated at 17.5% | | | |
| on the estimated | 香港利得税乃根據估計 | | |
| assessable profits | 應課税溢利按税率17.5% | | |
| Current year | 本年度 | 5,342 | 4,831 |
| Underprovision in prior years | 過往年度不足撥備 ———————————————————————————————————— | 203 | 541 |
| | | 5,545 | 5,372 |
| PRC enterprise income tax | 中國企業所得税乃根據 | | |
| calculated at the | 有關司法權區之現有 | | |
| prevailing rates | 税率計算 ———————————————————————————————————— | 1,353 | 1,453 |
| | _ | 6,898 | 6,825 |
| Deferred tax | 遞延税項 | | |
| Current year | 本年度 | (2,106) | 165 |
| Attributable to change | | | |
| in tax rate | 因税率改變 — | | 1,080 |
| | _ | (2,106) | 1,245 |
| | _ | 4,792 | 8,070 |

For both years, the profit of certain subsidiaries are subject to Hong Kong Profits Tax on a 50:50 apportionment basis.

兩年度,部份附屬公司之盈利乃根 據香港利得税按50:50比例支付。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

9. TAXATION (continued)

9. 税項(續)

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

本年度之税項扣減已綜合於收益表 內之除税前溢利如下:

| | | 2005 | 2004 |
|----------------------------------|---------------|----------|----------|
| | | 二零零五年 | 二零零四年 |
| | | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 |
| | | | |
| Profit before taxation | 除税前溢利 | 40,117 | 53,960 |
| | | | |
| Tax at the Hong Kong Profits Tax | 香港利得税按税率17.5% | | |
| rate of 17.5% | | 7,020 | 9,443 |
| Tax effect of income that are | | | |
| not taxable in determining | 無須繳税之收入對 | | |
| taxable profit | 應繳税溢利影響 | (3,928) | (4,693) |
| Tax effect of expenses that are | | | |
| not deductible in determining | 不可扣減之開支對 | | |
| taxable profit | 應繳税溢利影響 | 424 | 642 |
| Tax effect of tax | 未確認之税項虧損 | | |
| losses not recognised | 對税項影響 | 264 | 79 |
| Effect of different tax rates of | 因經營於中國 | | |
| operating in PRC | 不同税率之影響 | 716 | 874 |
| Increase in opening deferred tax | | | |
| liability resulting from | 因税率增加引致期初之 | | |
| an increase in tax rate | 遞延税項負債增加 | - | 1,080 |
| Underprovision in prior years | 過往年度不足撥備 | 203 | 541 |
| Others | 其他 | 147 | 104 |
| | | | |
| Tax charge for the year | 本年度税項支出 | 4,792 | 8,070 |
| | | | |

Details of deferred taxation are set out in note 26.

遞延税項之詳情載於附註26。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

10. DIVIDENDS

10. 股息

| | | 2005 二零零五年 HK\$'000 千港元 | 2004 二零零四年 HK\$'000 千港元 |
|---|--|----------------------------------|----------------------------------|
| Interim, paid of 2 cents (2004: 2 cents) per share Final, proposed of 6 cents | 已派發中期股息每股2仙 (二零零四年:2仙) 擬派發末期股息每股6仙 | 6,709 | 6,709 |
| (2004: 6 cents) per share | (二零零四年:6仙) | 20,126 | 20,126 |
| | | 26,835 | 26,835 |

11. EARNINGS PER SHARE

11. 每股盈利

The calculation of the earnings per share is based on the net profit for both years and 335,432,520 shares in issue.

兩年度之每股盈利乃根據溢利及已 發行335,432,520股股份計算。

No diluted earnings per share has been presented because there is no dilutive potential ordinary shares outstanding during both years. 兩年度因尚未有普通股之潛在攤 薄,故此並沒有列出每股攤薄盈 利。

> THE GROUP 本集團 HK\$'000

12. INVESTMENT PROPERTY

12. 投資物業

| | | 千港元 |
|--------------------|--------------|------------|
| At valuation | 於二零零四年 | |
| At 1 April 2004 | 四月一日,估值 | 2,610 |
| Valuation increase | 重估增值 | 140 |
| | | |
| At 31 March 2005 | 於二零零五年三月三十一日 | 2,750 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

INVESTMENT PROPERTY (continued) 12.

The investment property of the Group was revalued at its open market value at 31 March 2005 by Ted Chan & Associates Limited, a firm of independent valuers, on an open market value basis. The surplus arising on revaluation has been credited to the investment property revaluation reserve.

The investment property is situated in Hong Kong and is held under a long lease. It is rented out under an operating lease.

投資物業 (續) 12.

本集團之投資物業已於二零零五年 三月三十一日由獨立特許測量師陳 達榮測量師行有限公司按公開市值 之基準重估。重估增值已撥入投資 物業重估儲備。

投資物業位於香港並為長期租約的 土地。該物業已持有營運租約。

13. PROPERTY, PLANT AND EQUIPMENT

13. 物業、廠房及設備

THE GROUP

本集團

| | | Land and buildings 土地 | Factory building | Plant and machinery 廠房及 | Furniture, fixtures and equipment 傢具、裝置 | Moulds and tools 模具 | Motor vehicles | Total |
|---------------|--------|-----------------------------|---------------------|-------------------------------|--|---------------------------|-------------------|----------|
| | | 及樓宇 | 工廠物業 | 機器 | 及設備 | 及工具 | 汽車 | 合計 |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 |
| COST | 成本值 | | | | | | | |
| At 1 April | 於二零零四年 | | | | | | | |
| 2004 | 四月一日 | 13,989 | 82,830 | 135,840 | 49,152 | 128,533 | 7,677 | 418,021 |
| Additions | 添置 | - | - | 4,781 | 5,702 | 10,805 | 2,755 | 24,043 |
| Disposals/ | 出售/撇除 | | | | | | | |
| write-off | | | | (6) | (59) | (16,424) | (1,718) | (18,207) |
| At 31 March | 於二零零五年 | | | | | | | |
| 2005 | 三月三十一日 | 13,989 | 82,830 | 140,615 | 54,795 | 122,914 | 8,714 | 423,857 |
| DEPRECIATION | 折舊 | | | | | | | |
| At 1 April | 於二零零四年 | | | | | | | |
| 2004 | 四月一日 | 5,008 | 18,126 | 91,692 | 38,266 | 87,358 | 5,450 | 245,900 |
| Provided for | 本年度 | | | | | | | |
| the year | 撥備 | 420 | 3,015 | 14,465 | 5,982 | 16,265 | 1,169 | 41,316 |
| Eliminated | 出售時 | | | | | | | |
| on disposals/ | 抵銷/撇除 | | | | | | | |
| write-off | | | | (4) | (59) | (13,159) | (1,551) | (14,773) |
| At 31 March | 於二零零五年 | | | | | | | |
| 2005 | 三月三十一日 | 5,428 | 21,141 | 106,153 | 44,189 | 90,464 | 5,068 | 272,443 |
| NET BOOK | | | | | | | | |
| VALUES | 賬面淨值 | | | | | | | |
| At 31 March | 於二零零五年 | | | | | | | |
| 2005 | 三月三十一日 | 8,561 | 61,689 | 34,462 | 10,606 | 32,450 | 3,646 | 151,414 |
| At 31 March | 於二零零四年 | | | | | | | |
| 2004 | 三月三十一日 | 8,981 | 64,704 | 44,148 | 10,886 | 41,175 | 2,227 | 172,121 |
| | | | | | | | | |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

13. PROPERTY, PLANT AND EQUIPMENT (continued)

13. 物業、廠房及設備(續)

The net book values of property interests shown above comprises:

上文所示物業之賬面淨值包括:

| | | Land and buildings | | Factory building | |
|---------------------------------|---------|--------------------|----------|------------------|----------|
| | | 土地及 | 土地及樓宇 | | 物業 |
| | | 2005 | 2004 | 2005 | 2004 |
| | | 二零零五年 | 二零零四年 | 二零零五年 | 二零零四年 |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 |
| | | | | | |
| Properties in Hong Kong | 位於香港之長期 | | | | |
| held under long leases | 租約土地 | 8,561 | 8,981 | - | - |
| Properties outside Hong | 位於香港以外 | | | | |
| Kong held under: | 之土地: | | | | |
| Long leases | -長期租約 | - | - | 8,829 | 9,212 |
| - Medium-term leases | 一中期租約 | - | - | 52,860 | 55,492 |
| | | | | | |
| | | 8,561 | 8,981 | 61,689 | 64,704 |
| | | | | | |

The Group is in the process of obtaining the real estate certificate for the factory premises.

At 31 March 2004, the net book value of property, plant and equipment includes an amount of HK\$1,079,000 in respect of assets held under finance leases. The corresponding finance lease obligation had been fully repaid during the year.

本集團正在辦理領取工廠物業房屋 所有權証。

於二零零四年三月三十一日,物 業、廠房及設備之賬面淨值包括按 融資租約持有之資產1,079,000港 元。有關之融資租賃債務已於本年 內全數清還。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

13. PROPERTY, PLANT AND EQUIPMENT (continued) 13. 物業、廠房及設備 (續)

THE COMPANY 本公司

| | | Furniture, fixtures and equipment 傢具、裝置 | Motor vehicles | Total |
|-------------------------|-----------|--|-------------------|----------|
| | | 及設備 | 汽車 | 合計 |
| | | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 |
| COST | 成本值 | | | |
| At 1 April 2004 | 於二零零四年 | | | |
| | 四月一日 | 4,408 | 1,858 | 6,266 |
| Additions | 添置 | 1,139 | _ | 1,139 |
| Disposals | 出售 | (31) | (799) | (830) |
| At 31 March 2005 | 於二零零五年 | | | |
| | 三月三十一日 | 5,516 | 1,059 | 6,575 |
| DEPRECIATION | 折舊 | | | |
| At 1 April 2004 | 於二零零四年 | | | |
| 1 | 四月一日 | 4,081 | 1,273 | 5,354 |
| Provided for the year | 本年度撥備 | 538 | 134 | 672 |
| Eliminated on disposals | 出售抵銷 | (31) | (709) | (740) |
| At 31 March 2005 | 於二零零五年 | | | |
| | 三月三十一日 | 4,588 | 698 | 5,286 |
| NET BOOK VALUES | 賬面淨值 | | | |
| At 31 March 2005 | 於二零零五年 | | | |
| 2000 | 三月三十一日 | 928 | 361 | 1,289 |
| At 31 March 2004 | 於二零零四年 | | | |
| At 31 Maich 2004 | 三月三十一日 | 327 | 585 | 912 |
| | -71 - I H | 321 | 303 | 912 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

14. INTERESTS IN SUBSIDIARIES

14. 附屬公司權益

| | 2005 | 2004 |
|-----------|----------|---|
| | 二零零五年 | 二零零四年 |
| | HK\$'000 | HK\$'000 |
| | 千港元 | 千港元 |
| 非上市股份,成本值 | 53.524 | 53,524 |
| 應收附屬公司款項 | 176,345 | 208,044 |
| | 229,869 | 261,568 |
| 確認減值虧損 | (13,220) | (13,200) |
| | 216 649 | 248,368 |
| | | 二零零五年 HK\$'000 千港元 非上市股份,成本值 應收附屬公司款項 53,524 176,345 |

The amounts due from subsidiaries are unsecured, interest-free and have no fixed repayment terms. In the opinion of the directors, the Company will not demand repayment within twelve months from the balance sheet date and the amounts are therefore classified as non-current.

應收附屬公司款項為無抵押、免息 及無固定還款期。依董事的意見, 所述之金額無須於年終結算日起十 二個月內償還款項。因此,此款項 分類為非流動項目。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

14. INTERESTS IN SUBSIDIARIES (continued)

14. 附屬公司權益(續)

Particulars of the Company's subsidiaries, all of which are wholly-owned, at 31 March 2005 are as follows:

於二零零五年三月三十一日本公司 全資擁有附屬公司之詳情如下:

| Name of subsidiary 附屬公司名稱 | Place of incorporation or registration/operations 註冊成立或登記 | Issued and fully paid share capital or registered capital 已發行及繳足股本或註冊資本 | Principal activities 主要業務 |
|--|---|---|---|
| Allan Electric Mfg., Limited 亞倫電業製造有限公司 | Hong Kong 香港 | 100 ordinary shares of HK\$10 each and 50,000 non-voting deferred shares of HK\$10 each 100股每股面值10港元之普通股及50,000股每股面值10港元之無投票權遞延股份 | Manufacturing and trading of household electrical appliances 生產及經銷家庭電器 |
| Allan International Limited * | British Virgin Islands/ Hong Kong 英屬處女群島/ 香港 | 55,000 ordinary shares of HK\$1 each 55,000股每股面值 1港元之普通股 | Investment holding 投資控股 |
| Allan Mould Manufacturing Limited 亞倫工模製造有限公司 | Hong Kong/PRC 香港/中國 | 100 ordinary shares of HK\$1 each 100股每股面值 1港元之普通股 | Manufacturing of plastic injection moulds 生產注塑模具 |
| Allan Plastic Mfg., Limited 亞倫塑膠廠有限公司 | Hong Kong 香港 | 3,005 ordinary shares of HK\$1 each 3,005股每股面值 1港元之普通股 | Property holding and trading of household electrical appliances and personal care products 持有物業、經銷家庭電器及個人護理產品 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

14. INTERESTS IN SUBSIDIARIES (continued) 14. 附屬公司權益 (續)

| Name of subsidiary 附屬公司名稱 | Place of incorporation or registration/operations 註冊成立或登記 營業地點 | Issued and fully paid share capital or registered capital 已發行及繳足股本或註冊資本 | Principal activities 主要業務 |
|---|--|---|--|
| Allan Toys Manufacturing Limited 亞倫玩具製品有限公司 | Hong Kong 香港 | 270,000 ordinary shares of HK\$10 each 270,000股每股面值 10港元之普通股 | Inactive 暫無業務 |
| 雅美工業(惠陽)有限公司# | PRC 中國 | Registered capital of HK\$50,000,000 (note i) 註冊資本 50,000,000港元 (附註i) | Manufacturing of household electrical appliances and personal care products 生產家庭電器及個人護理產品 |
| Artreal Manufactory Limited 雅美工業有限公司 | Hong Kong 香港 | 2 ordinary shares of HK\$1 each 2股每股面值 1港元之普通股 | Trading of household electrical appliances and personal care products 經銷家庭電器及個人護理產品 |
| Champion Horse Holdings Limited * 冠馬集團有限公司* | Hong Kong 香港 | 2 ordinary shares of HK\$1 each 2股每股面值 1港元之普通股 | Deregistered 已除名 |
| Conan Electric Manufacturing Limited 康倫電業製造有限公司 | Hong Kong 香港 | 2 ordinary shares of HK\$1 each 2股每股面值 1港元之普通股 | Trading of household electrical appliances and personal care products 經銷家庭電器及個人護理產品 |
| Electrical Investments Limited | British Virgin Islands/ Hong Kong 英屬處女群島/香 | 1 ordinary share of US\$1 1股面值 港 1美元之普通股 | Inactive 暫無業務 |
| Ever Sources Investment Limited 卓茂投資有限公司 | Hong Kong 香港 | 100 ordinary shares of HK\$1 each 100股每股面值 1港元之普通股 | Property holding 持有物業 |

14. INTERESTS IN SUBSIDIARIES (continued)

14. 附屬公司權益(續)

| Name of subsidiary 附屬公司名稱 | Place of incorporation or registration/operations 註冊成立或登記營業地點 | Issued and fully paid share capital or registered capital 已發行及繳足股本或註冊資本 | Principal activities 主要業務 |
|--|---|--|---|
| Global Express (HK) Limited 協進 (香港) 有限公司 | Hong Kong 香港 | 2 ordinary shares of HK\$1 each 2股每股面值 1港元之普通股 | Investment holding 投資控股 |
| Great Yield Limited 長怡有限公司 | Hong Kong 香港 | 1 ordinary share of HK\$1 each 1股每股面值 1港元之普通股 | Inactive 暫無業務 |
| 惠陽協進電器製品有限公司# | PRC 中國 | Registered capital of HK\$2,800,000 註冊資本2,800,000港元 | Manufacturing of household electrical appliances, personal care products and plastic part 生產家庭電器、個人護理產品及 塑膠零件 |
| 惠陽亞倫塑膠電器實業有限公司# | PRC 中國 | Registered capital of HK\$70,000,000 (note ii) 註冊資本 70,000,000港元 (附註ii) | Manufacturing of household electrical appliances, personal care products and plastic part 生產家庭電器、個人護理產品及 塑膠零件 |
| Karan Electric Manufacturing Limited 嘉倫電業製造有限公司 | Hong Kong 香港 | 100 ordinary shares of HK\$1 each 100股每股面值 1港元之普通股 | Trading of household electrical appliances and personal care products 經銷家庭電器及個人護理產品 |
| Ngai Shing (Far East) Plastic & Metalwares Factory Limited 藝成 (遠東) 塑膠五金廠 有限公司 | Hong Kong 香港 | 100 ordinary shares of HK\$10 each and 54,000 non-voting deferred shares of HK\$10 each 100股每股面值10港元之普通股及54,000股每股面值10港元之無投票權 遞延股份 | Development of moulds and trading of precision components 開發模具及經銷精密元件 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

14. INTERESTS IN SUBSIDIARIES (continued)

Wholly foreign-owned enterprises

14. 附屬公司權益(續)

| Name of subsidiary 附屬公司名稱 | Place of incorporation or registration/ operations 註冊成立或登記 營業地點 | Issued and fully paid share capital or registered capital 已發行及繳足股本或註冊資本 | Principal activities 主要業務 |
|--|---|---|---|
| Progress Associates Limited * | British Virgin Islands/ Hong Kong 英屬處女群島/ 香港 | l ordinary share of US\$1 1股面值1美元之普通股 | Investment in securities 證券投資 |
| Southern Well Holdings Limited * 南潤集團有限公司* | Hong Kong/PRC 香港/中國 | 2 ordinary shares of HK\$1 each 2股每股面值1港元 之普通股 | Property holding 持有物業 |
| Warran Electric Manufacturing Limited 華倫電業製造有限公司 | Hong Kong/PRC 香港/中國 | 100 ordinary shares of HK\$10 each 100股每股面值 10港元之普通股 | Provision of sub-contracting services for group companies 為集團公司提供分包生產服務 |
| Warran Electric (Macao Commercial Offshore) Co. Limited 華倫 (澳門離岸商業服務) 有限公司 | Macau 澳門 | Quota capital of MOP100,000 配額資本 100,000葡國幣 | Inactive 暫無營業 |
| Well Sincere Investment Limited * 有誠投資有限公司* | Hong Kong 香港 | 2 ordinary shares of HK\$1 each 2股每股面值 1港元之普通股 | Investment holding 投資控股 |
| * Direct subsidiaries | | * | 直接附屬公司 |

69

全資外商獨資企業

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

14. INTERESTS IN SUBSIDIARIES (continued)

14. 附屬公司權益(續)

附註:

Notes:

(i) The paid-up capital of this subsidiary at 31 March 2005 was HK\$34,861,325.

(i) 於二零零五年三月三十一日, 此附屬公司之已繳資本為 34,861,325港元。

(ii) The paid-up capital of this subsidiary at 31 March 2005 was HK\$60,904,507.

(ii) 於二零零五年三月三十一日, 此附屬公司之已繳資本為 60,904,507港元。

None of the subsidiaries had issued any debt securities at the end of the year.

於年結時,並無任何附屬公司設有 債務證券。

15. INVESTMENT IN SECURITIES

15. 證券投資

| | | THE GROUP 本集團 | | THE COMPANY 本公司 | |
|---|----------------------------------|------------------|---------------|--------------------|---------------|
| | | 2005 二零零五年 | 2004 二零零四年 | 2005 二零零五年 | 2004 二零零四年 |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 |
| Club debentures, at fair value Unlisted held- to-maturity securities, | 會所債券, 公平價值 持至期滿日之 非上市債務 | 2,940 | 2,740 | 1,020 | 1,020 |
| at amortised cost | 證券,攤銷成本 | 65,779 | 63,091 | 32,759 | 31,204 |
| | | 68,719 | <u>65,831</u> | 33,779 | 32,224 |
| Carrying amount analysed for reporting purposes as: | 為報告目的 之賬面值分析: | | | | |
| Non-current | 非流動 | 57,019 | 63,466 | 25,978 | 32,224 |
| Current | 流動 | 11,700 | 2,365 | 7,801 | |
| | | 68,719 | 65,831 | 33,779 | 32,224 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

16. LOANS RECEIVABLE

16. 應收貸款

THE GROUP

本集團

2005 二零零五年 HK\$'000

二零零四年 HK\$'000

千港元

千港元

2004

Loans receivable

應收貸款

669

704

Less: Amount due within one

current assets

year shown under

減:列賬於流動 資產一年內

到期金額

(669)

(60)

Amount due after one year

Finished goods

一年後到期之金額

製成品

644

The loan receivable is unsecured and bears interest at 8% (2004: 8%) per annum.

應收貸款是沒有抵押及須繳每年 8%利息(二零零四年:8%)。

17. INVENTORIES

17. 存貨

THE GROUP

本集團

2005

2004 二零零四年

千港元

二零零五年 HK\$'000 千港元

- **冬冬**四千 HK\$'000

Raw materials 原材料 Work in progress 在製品

40,770 13,709

13,990

29,260 14,716

18,726

68,469

62,702

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

TRADE RECEIVABLES AND BILLS RECEIVABLE 18.

days for both years.

The Group maintains defined credit policies of generally up to 90 days. All the trade receivables and bills receivable at the balance sheet date were aged within 90

TIME DEPOSITS AND MONEY FUND HELD FOR 19. **INVESTMENT**

應收貿易賬款及應收票據 18.

本集團設立明確信貸政策(一般直 至90天)。於此兩年結算日,應收 貿易賬款及應收票據之賬齡為90天 內。

19. 定期存款及投資基金

| | | THE GROUP 本集團 | | THE COMPANY 本公司 | |
|--|--------------------------------|------------------|------------------|--------------------|----------|
| | | | | | |
| | | 2005 | 2004 | 2005 | 2004 |
| | | 二零零五年 | 二零零四年 | 二零零五年 | 二零零四年 |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 |
| Time deposits held by banks Time deposits and money fund held by a financial institution | 銀行定期存款 財務機構之 定期存款 及基金 | 79,372 4,447 | 100,966 3,550 | 79,372 | 100,966 |
| | | 83,819 | 104,516 | 79,372 | 100,966 |
| | | | | | |

TRADE PAYABLES AND BILLS PAYABLE 20.

All the trade payables and bills payable at the balance sheet date were aged within 90 days for both years.

應付貿易賬款及應付票據 20.

於此兩年結算日,應付貿易賬款及 應付票據賬齡為90天內。

Notes to the Financial Statements (continued) 財務報告書附註 (續)

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

| 21. | SECURED BANK LOANS | | 21. | 抵押銀行貸款 | |
|-----|---|---------------------|-----|-----------------------|-------------------------------|
| | | | | 2005 二零零五年 HK\$ | 2004 二零零四年 <i>HK</i> \$ |
| | | | | 千港元 | 千港元 |
| | The maturity of the loan is as follows: | 貸款到期日如下: | | | |
| | Within one year | 一年內 | | 2,824 | 2,459 |
| | In one to two years | 一年至兩年內 | | 2,968 | 2,584 |
| | In two to five years | 兩年至五年內 | | 3,053 | 5,357 |
| | Less: Amount due for settlement | 減:列賬於流動負債 之一年內還款 | | 8,845 | 10,400 |
| | within one year shown under current liabilities | 金額 | | (2,824) | (2,459) |
| | Amount due for settlement | 6- (6-) [H. A. Arr | | | |
| | after one year | 一年後退款金額 | | 6,021 | 7,941 |

22. OBLIGATIONS UNDER FINANCE LEASES

22. 融資租賃債務

THE GROUP 本集團

| | | Minin lease pa 最低租 2005 二零零五年 HK\$'000 千港元 | yments | Present of min lease pa 最低租賃付 2005 二零零五年 HK\$'000 千港元 | imum yments |
|--|-------------------------|--|------------|--|----------------|
| Amounts payable under finance leases: | 根據融資租賃 債務的應付金額 | : | | | |
| Within one year Less: Future finance charges | 一年內 減:日後融資費用 - | - - | 266 (5) | - - | 261 |
| Present value of lease obligations | 租賃債務之現值 | | <u>261</u> | - | 261 |
| Less: Amount due within one year shown under current | 減:列賬於流動 負債一年 內到期之 | | | | |
| liabilities | 金額 | | | | (261) |
| Amount due after one year | 一年後到期之金額 | | | | |

It is the Group's policy to lease certain of its plant and machinery under finance leases. The average lease term is four years. For the year ended 31 March 2005, the average effective borrowing rate was approximately 6% (2004: 6%) per annum. Interest rates are fixed at the best lending rate as quoted by a bank. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

本集團之政策乃按融資租賃租用部份工廠及機器。平均租賃期限為四年。截至二零零五年三月三十一日止,平均實際措款年率為6%(二零零四年:6%)。息率乃按照銀行最優惠貨款租率。所有租賃均按固定還款基準履行,並無就或然租金訂立任何安排。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

22. **OBLIGATIONS** UNDER FINANCE LEASES (continued)

融資租賃債務 (續) 22.

The Group's obligations under finance leases are secured by the lessors' charge over the leased assets.

本集團之融資租賃債務經已抵押往 出租人。

23. SHARE CAPITAL

股本 23.

> 2005 & 2004 2005 & 2004 二零零五年及 二零零五年及 二零零四年

二零零四年

Number

of shares HK\$'000

千港元 股份數量

Ordinary shares of HK\$0.10 each 每股面值0.10港元之普通股

法定股本: Authorised:

於年初及年結時 At beginning and end of year 600,000,000 60,000

已發行及繳足股本 Issued and fully paid

於年初及年結時 At beginning and end of year 335,432,520 33,543

Notes to the Financial Statements (continued) 財務報告書附註 (續)

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

24. RESERVES

24. 儲備

| 千港元 千港元 千港元 千港元 千港元 千港元 千港元 THE COMPANY 本公司 At 1 April 2003 於二零零三年 | | | | | Investments | Capital | | | |
|---|----------|-------------|----------|-------------|-------------|------------|----------|---------|-------------------------|
| 股本 投資 股份溢價賬 順回儲備 重估儲備 繳入盈餘 股息儲備 累積盈利 HK\$'000 HK\$'000 <th></th> <th>Accumulated</th> <th>Dividend</th> <th>Contributed</th> <th>revaluation</th> <th>redemption</th> <th>Share</th> <th></th> <th></th> | | Accumulated | Dividend | Contributed | revaluation | redemption | Share | | |
| 股份溢價賬 順回储備 重估储備 缴入盈餘 股息储備 累積盈利 HK\$'000 | Total | profits | reserve | surplus | reserve | reserve | premium | | |
| HK\$'000 | | | | | 投資 | 股本 | | | |
| 千港元 千港元 千港元 千港元 千港元 千港元 千港元 THE COMPANY 本公司 At 1 April 2003 於二零零三年 | 總額 | 累積盈利 | 股息儲備 | 繳入盈餘 | 重估儲備 | 贖回儲備 | 份溢價賬 | 股 | |
| THE COMPANY 本公司 At 1 April 2003 於二零零三年 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | | |
| At 1 April 2003 於二零零三年 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | | |
| · | | | | | | | | 本公司 | THE COMPANY |
| 四月一日 109.884 793 (44) 28.229 20.126 24.651 | | | | | | | | 於二零零三年 | At 1 April 2003 |
| | 183,639 | 24,651 | 20,126 | 28,229 | (44) | 793 | 109,884 | 四月一日 | |
| Surplus on revaluation 投資重估 | | | | | | | | 投資重估 | Surplus on revaluation |
| of investments 增值 - | 40 | - | - | - | 40 | - | - | 增值 | of investments |
| Net profit for the year 本年度溢利淨額 - | 39,216 | 39,216 | - | - | - | - | - | 本年度溢利淨額 | Net profit for the year |
| Dividends proposed 擬派股息 26,835 (26,835) | - | (26,835) | 26,835 | - | - | - | - | 擬派股息 | Dividends proposed |
| Dividends paid 已付股息 | (26,835) | | (26,835) | | | | | 已付股息 | Dividends paid |
| At 31 March 2004 and 於二零零四年 | | | | | | | | 於二零零四年 | At 31 March 2004 and |
| 1 April 2004 三月三十一日 | | | | | | | | 三月三十一日 | 1 April 2004 |
| 及二零零四年 | | | | | | | | 及二零零四年 | |
| 四月一日 109,884 793 (4) 28,229 20,126 37,032 | 196,060 | 37,032 | 20,126 | 28,229 | (4) | 793 | 109,884 | 四月一日 | |
| Net profit for the year 本年度溢利淨額 - | 3,067 | 3,067 | - | - | - | - | - | 本年度溢利淨額 | Net profit for the year |
| Dividends proposed 擬派股息 26,835 (26,835) | - | (26,835) | 26,835 | - | - | - | - | 擬派股息 | Dividends proposed |
| Dividends paid 已付股息 | (26,835) | | (26,835) | | | | | 已付股息 - | Dividends paid |
| At 31 March 2005 於二零零五年 | | | | | | | | 於二零零五年 | At 31 March 2005 |
| 三月三十一日 109,884 793 (4) 28,229 20,126 13,264 | 172,292 | 13,264 | 20,126 | 28,229 | (4) | 793 | 109,884 | 三月三十一日 | |

24. **RESERVES** (continued)

The contributed surplus of the Company represents the difference between the nominal value of the Company's shares issued in exchange for all the issued ordinary shares of Allan International Limited and the value of the net assets of the subsidiaries acquired. Under the Companies Act 1981 of Bermuda (as amended), the contributed surplus is available for distribution to the shareholders. However, the Company cannot declare or pay a dividend, or make a distribution out of contributed surplus if:

- (a) it is, or would after the payment be, unable to pay its liabilities as they become due; or
- (b) the realisable value of its assets would thereby be less than the aggregate of its liabilities and its issued share capital and share premium.

The reserves available for distribution to the shareholders at the balance sheet date, as calculated under the Companies Act of Bermuda and the Bye-Laws of the Company, amounted to HK\$61,619,000 (2004: HK\$85,387,000).

25. SHARE OPTION SCHEME

Pursuant to the Company's share option scheme (the "Scheme") adopted on 20 August 2002 for the primary purpose of providing incentives to directors and eligible employees, the directors and employees of the Company may, at the discretion of the Company's directors, be granted options (the "Options") to subscribe for shares in the Company (the "Shares") at a price determined by its directors, but shall not be less than the highest of (i) the closing price of the Shares as stated in the Stock Exchange's daily quotation sheet on the date of the offer of grant, which must be a trading day; (ii) the average closing price of the Shares as stated in the Stock Exchange's daily quotation sheet for the five trading days immediately preceding the date of the offer of grant; and (iii) the nominal value of the Shares.

儲備(續) 24.

缴入盈餘乃指本公司為換取Allan International Limited全部已發行 普通股而發行之股份面值與所收購 附屬公司之資產淨值間之差額。根 據百慕達一九八一年公司法(經修 訂),繳入盈餘可供分派予股東。 然而,本公司不得宣派或派付股息 或從繳入盈餘中作出分派,倘因:

- 無法或於分派後將無法償還 (a) 到期之負債;或
- 其資產之可變現價值會因而 (b) 少於其負債及其已發行股本 及股份溢價賬之總和。

按百慕達公司法及本公司之公司細 則計算,於結算日可分派予股東之 儲備為61,619,000港元(二零零四 年:85,387,000港元)。

購股權計劃 25.

根據本公司於二零零二年八月二十 日生效之購股權計劃(「購股權計 劃」),本公司董事會可酌情授出購 股權予本公司或其附屬公司之執行 董事及僱員以認購本公司股份,認 購價由董事會釐定惟不得低於下列 三者中之最高者:(i)股份於要約授 出購股權當日(須為交易日)之收市 價(以聯交所日報表所敘述為準); (ii)股份於要約授出購股權當日前 五個交易日之平均收市價(以聯交 所日報表所載者為準);及(iii)股 份面值。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

25. SHARE OPTION SCHEME (continued)

Without prior approval from the Company's shareholders, the total number of shares in respect of which options may be granted under the Scheme is not permitted to exceed 10% of the shares of the Company in issue at any point in time, and the number of shares in respect of which options may be granted to any individual in any one year is not permitted to exceed 1% of the shares of the Company in issue at any point in time.

The Scheme will remain in force for a period of ten years from the date of its adoption. Options granted must be taken up not later than 28 days after the date of grant. A consideration of HK\$1 is payable on acceptance of the offer of grant of an option. An option is exercisable on the date when the offer for the grant of options is made but shall end in any event not later than 10 years from the date of grant of the options.

No options were granted or exercised during the year and there were no outstanding options at the beginning or the end of both years.

25. 購股權計劃(續)

如沒有本公司股東預先批準,行使 根據購股權計劃發行之股份總數不 得超過批準股額,本公司於任何期 間已發行股本之10%,及發行股份 總數予個別人仕不得超過本公司於 任何期間已發行股本之1%。

購股權計劃的維持有效期為自有關 購股權生效當日起計10年。已授予 之購股權必須於授予後28天內獲 得,須付1港元作接受此購股權之 代價。在該期間內可隨時行使,該 期間可由提出授出購股權要約當日 起計,惟在任何情況下不得遲於授 出購股權日期起計10年。

本年內並無授予或行使之認購股權,於兩年度年初或年結時亦無任何尚未行使之購股權認購股份。

Notes to the Financial Statements (continued) 財務報告書附註 (續)

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

26. DEFERRED TAXATION

26. 遞延税項

The major deferred tax liabilities (assets) and movements thereon during the current and prior year are as follows:

於現年及過往年度的主要遞延税項 負債(資產)及變動如下:

| | | depreciation | Tax losses | Total |
|-------------------------|------------|--------------|------------|----------|
| | | 加速税項折舊 | 税項虧損 | 總額 |
| | | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 |
| THE GROUP | 本集團 | | | |
| At 1 April 2003 | 於二零零三年四月一 | 日 16,785 | (174) | 16,611 |
| (Credited) charged to | | | | |
| the income statement | (計入) 扣減本年度 | | | |
| for the year | 收益表 | (24) | 189 | 165 |
| Effect of change in tax | | | | |
| rate charged (credited) | 税率改變之影響, | | | |
| to the income | 扣減(計入)本年度 | | | |
| statement for the year | 收益表 | 1,095 | (15) | 1,080 |
| At 31 March 2004 and | 於二零零四年 | | | |
| 1 April 2004 | 三月三十一日 | | | |
| | 及二零零四年 | | | |
| | 四月一日 | 17,856 | _ | 17,856 |
| Credited to | | | | |
| the income statement | 計入 | | | |
| for the year | 本年度收益表 — | (2,106) | | (2,106) |
| At 31 March 2005 | 於二零零五年 | | | |
| | 三月三十一日 = | 15,750 | | 15,750 |

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

26. DEFERRED TAXATION (continued)

26. 遞延税項(續)

| | | 千港元 |
|---|--------------|------|
| THE COMPANY | 本公司 | |
| At 1 April 2003 | 於二零零三年四月一日 | 162 |
| Credited to the income statement for the year | 計入本年度收益表內 | (57) |
| Effect of change in tax rate charged to | 因税率改變之影響 | |
| the income statement for the year | 於本年度收益表內扣減 | 15 |
| At 31 March 2004 and 1 April 2004 | 於二零零四年三月三十一日 | |
| | 及二零零四年四月一日 | 120 |
| Charged to the income statement for the year | 本年度收益表內扣減 | 90 |
| At 31 March 2005 | 於二零零五年三月三十一日 | 210 |

There were no significant unrecognised deferred taxation for the Group and the Company at the balance sheet date.

於結算日,本集團及本公司並沒有 任何重大未確認遞延税項。

Accelerated tax depreciation 加速税項折舊 HK\$'000

27. AMOUNTS DUE TO SUBSIDIARIES

27. 應付附屬公司款項

THE COMPANY

本公司

The amounts are unsecured, interest-free and have no fixed repayment terms. The subsidiaries agreed not to demand for repayment within twelve months from the balance sheet date and the amounts are therefore classified as non-current.

應付附屬公司之款項為無抵押、免息及無固定還款期。依董事會的意見,所述之金額無須於年終結算日起十二月個月內償還款項,因此此款項分類為非流動項目。

亞倫投資有限公司

儲鎮有限公司海暉有限公司

張培先生

28. RELATED PARTY TRANSACTIONS

Allan Investment Company Limited

Income Village Limited

Fair Pacific Limited

Mr Cheung Pui

During the year, rental expenses paid and payable by the Group to the following related parties are as follows:

28. 與有關連公司之交易

本年度內,本集團已付及應付租金 開支予下列有關連人士:

THE GROUP

| 本集團 | | | | | |
|----------|----------|--|--|--|--|
| 2005 | 2004 | | | | |
| 二零零五年 | 二零零四年 | | | | |
| HK\$'000 | HK\$'000 | | | | |
| 千港元 | 千港元 | | | | |
| | | | | | |
| | | | | | |
| 900 | 900 | | | | |
| 204 | 204 | | | | |
| 340 | 170 | | | | |
| 85 | - | | | | |
| | | | | | |
| | | | | | |

The rentals were determined with reference to estimated market rates.

Mr. Cheung Lun, Mr. Cheung Pui, Mr. Cheung Shu Wan, Ms. Cheung Lai Chun, Maggie and Ms. Cheung Lai See, Sophie, directors of the Company, were interested in these transactions as directors and/or shareholders of the above mentioned related companies.

租金乃依據市場價為定價基準。

1,274

1,529

張倫先生、張培先生、張樹穩先 生、張麗珍女士及張麗斯女士(均 為本公司董事)因本身為上述有關 連公司之董事及/或主要股東而於 此等交易有利益關係。

29. CONTINGENT LIABILITIES

The Company has given guarantees to banks in respect of general facilities granted to its subsidiaries. The extent of such facilities utilised by the subsidiaries at 31 March 2005 amounted to approximately HK\$10,116,000 (2004: HK\$11,068,000).

At the balance sheet date, the Group did not have any significant contingent liabilities.

29. 或然負債

本公司就附屬公司所獲一般融資提供銀行擔保。該等附屬公司於二零零五年三月三十一日已動用之該等融資約達10,116,000港元(二零零四年:11,068,000港元)。

於結算日,本集團並無重大的或然 負債。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

30. OPERATING LEASE ARRANGEMENTS

30. 營運租約安排

The Group as lessee:

本集團作為承租人:

THE GROUP 本集團

2005

2004

二零零五年 HK\$'000 二零零四年 HK\$'000

千港元

千港元

Minimum lease payments paid during the year under operating

leases in respect of rented premises

本年度就營運租約物業 之最低租約付款

1,870

1,407

At the balance sheet date, the Group and the Company had commitments for future minimum lease payments under non-cancellable operating leases which fall due as follows: 於結算日,本集團及本公司租用物 業之不可撤回營運租約而需支付來 年最低應付租值之承擔如下:

| | | THE GROUP | | THE COMPANY | |
|--|----------------|-----------|----------|-------------|----------|
| | | 本集團 | | 本公 | 司 |
| | | 2005 2004 | | 2005 | 2004 |
| | | 二零零五年 | 二零零四年 | 二零零五年 | 二零零四年 |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 |
| Within one year In the second to fifth | 一年內 第二至第五年內 | 752 | 1,822 | 1,380 | 1,380 |
| year inclusive | (首尾兩年包括在內) | 583 | 3,065 | 1,380 | - |
| | | 1,335 | 4,887 | 2,760 | 1,380 |

Operating lease payments represent rentals payable for rented premises. Leases are negotiated for a term of two years and rentals are fixed throughout the lease period. 營運租約付款指物業應付之租金。 租約按兩年之平均期限協商及固定 租約期內之租金。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

30. OPERATING LEASE ARRANGEMENTS (continued)

30. 營運租約安排(續)

The Group as lessor:

Property rental income earned during the year, net of negligible outgoings, was approximately HK\$173,000 (2004: HK\$193,000). The property held has committed tenant for the next two years.

At the balance sheet date, the Group had contracted with the tenant for the following future minimum lease payments under non cancellable operating leases: 本集團作為出租人:

於本年度,租用物業收入約為 173,000港元(二零零四年: 193,000港元)。於未來兩年,有關 物業已有租戶。

於結算日,本集團已與租戶訂定不 可撤回營運租約而需支付來年最低 應付租值如下:

THE GROUP 本集團

| 2005 | 2004 |
|----------|----------|
| 二零零五年 | 二零零四年 |
| HK\$'000 | HK\$'000 |
| 千港元 | 千港元 |
| | |
| 173 | 188 |
| | |
| | 173 |
| | |
| 173 | 361 |
| | |

Within one year — 一年內
In the second to 第二至第五年內
fifth year inclusive (首尾兩年包括在內)

At the balance sheet date, the Company did not have committed tenant for the following year.

於結算日,於下年度本公司並沒有 任何租戶。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

31. CAPITAL COMMITMENTS

31. 資本承擔

THE GROUP 本集團

2005

2004

二零零五年

二零零四年

HK\$'000 千港元 HK\$'000 千港元

Capital expenditure

contracted but not provided for in the

financial statements

in respect of:

已簽約之資本

承擔但並未

於財務報告書

內提供如下:

Acquisition of property,

plant and equipment

購置物業、

廠房及設備

7,509

1,251

Capital expenditure

authorised but not contracted for in respect of:

已批准但未簽約之

資本承擔如下:

Acquisition of property,

plant and equipment

購置物業、

廠房及設備

2,351

694

The Company has no significant capital commitment at the balance sheet date.

於結算日,本公司並無任何重大資 本承擔。

32. PLEDGE OF ASSETS

The Group has pledged certain land and buildings having a net book value of approximately HK\$8,561,000 (2004: HK\$8,981,000) to secure general banking facilities granted to the Group.

32. 資產抵押

本集團已抵押若干賬面淨值約 8,561,000港元(二零零四年: 8,981,000港元)之土地及樓宇,以 取得一般銀行信貸融資。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

33. RETIREMENT BENEFITS

The Group participates in both a defined contribution scheme registered under the Occupational Retirement Scheme Ordinance (the "ORSO Scheme") and a Mandatory Provident Fund Scheme established under the Mandatory Provident Fund Schemes Ordinance (the "MPF Scheme"). The assets of the schemes are held separately from those of the Group, in funds under the control of trustees.

The ORSO Scheme is funded by contributions from employees of 5% of their salaries. The employer will contribute based on the monthly salaries of employees according to the following schedule:

Number of completed years of service

完成服務年期

Not more than 5 years More than 5 years but not more than 10 years More than 10 years

The employees are entitled to the full benefit of the Group's contributions and accrued returns after participating in the ORSO Scheme for 10 years or more, or at a reduced scale of 30% to 90% after participating in the ORSO Scheme from 3 to 9 years respectively. Where an employee leaves the Group's employment prior to becoming fully entitled to the employer's contributions, the excess contributions are forfeited and the employer may utilise the forfeited contributions to reduce its future contributions. As at 31 March 2005, the Group has HK\$32,000 unutilised forfeited contributions (2004: HK\$39,000) which may be used to reduce the Group's future contributions.

33. 退休福利計劃

本集團參與兩項定額供款計劃;註 冊於職業退休計劃有關條例(「公積 金計劃」)及已成立的強制性公積金 條例之強制性公積金計劃(「強積金 計劃」)。該計劃資產與本集團資產 為分開持有,有關資產由各託管人 所控制之基金持有。

參加公積金計劃之僱員,每月供款 為入息之5%。僱主將根據以下基 制來訂定每月替僱員供款之供款 額:

Rate of contribution

供款率

少於五年 多於五年但不多於10年 多於十年

7.5% 10%

5%

参加公積金計劃滿十年之僱員,可 全部享有公司為僱員供之供款額及 其供款利息,若參加年數為3至9 年,僱員將享有30%至90%僱主之 供款額。倘僱員於未能領取全之僱 主供款前離職,則多出供款將全企 收,而僱主可運用所沒收之供款扣 減日後應付之供款。截至二零零 年三月三十一日止,本集團有 可作扣減日後應付供款之被沒收供 款約32,000港元可運用(二零零四 年:39,000港元)。

For the year ended 31 March 2005 截至二零零五年三月三十一日止年度

33. RETIREMENT BENEFITS (continued)

The MPF Scheme is available to all employees aged 18 to 65 and with at least 59 days of service under the employment of the Group in Hong Kong. Contributions from employers and employees are 5% each of the employee's relevant income. The maximum relevant income for contribution purpose is HK\$20,000 per month. The employees are entitled to the full benefit of the Group's contributions and accrued returns irrespective of their length of service with the Group but the benefits are required by law to be presented until the retirement age of 65.

The Group also contributed to a local municipal government retirement scheme for all qualified employees in the PRC. The employer and its employees are each required to make contributions to the scheme at the rates specified in the rules. The contributions are charged to the income statement as they became payable in accordance with the rules of the central pension scheme. The only obligation of the Group with respect to the retirement scheme is to make the retired contributions under the scheme. No forfeited contribution is available to reduce the contribution payable in the future years.

33. 退休福利計劃(續)

強積金計劃可供所有18至65歲受僱 於香港最少59日之本集團僱員參 加。本集團及僱員雙方均根據僱員 之有關入息作出5%之供款。就供 款而言,有關入息上限為每月 20,000港元。不論其於本集團之服 務年期,僱員均可取得本集團全部 供款連同應計回報。惟根據法例, 有關利益將保留至退休年齡65歲方 可領取。

本集團提供地區政府退休福利計劃 給所有合資格國內員工。僱主及僱 員均須付供款。供款已在收益表內 扣除,因根據中央退休金計劃之條 例此款項將應付。此為本集團唯一 需要承擔之退休供款。沒有沒收之 供款用作減低將來應付供款。