

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31st December 2005

財務報表附註

截至二零零五年十二月三十一日止年度

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 addresses of the registered office and principal place of business of the Company are disclosed in the corporate information of the annual report.

The financial statements are presented in Hong Kong dollars, which is the same as the functional currency of the Company and its subsidiaries (the “Group”).

The Company acts as an investment holding company. The principal activities of its principal subsidiaries are trading and distribution of chemicals, materials and equipment used in the manufacture of printed circuit boards and electronic products and the manufacture of electrical and electronic products for OEM customers.

2. APPLICATION OF HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES

In the current year, the Group has applied, for the first time, a number of new Hong Kong Financial Reporting Standards (“HKFRSs”), Hong Kong Accounting Standards (“HKASs”) and Interpretations (hereinafter collectively referred to as “new HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) that are effective for accounting periods beginning on or after 1st January 2005. The application of the new HKFRSs has resulted in a change in the presentation of the consolidated income statement, consolidated balance sheet, consolidated cash flow statement and the consolidated statement of changes in equity. In particular, the presentation of minority interests and share of tax of associates have been changed. The changes in presentation have been applied retrospectively. The adoption of the HKFRSs has resulted in changes to the Group’s accounting policies in the following areas that have an effect on how the results for the current and/or prior accounting years are prepared and presented:

1. 一般資料

本公司於百慕達註冊成立為一間受豁免之有限公司，其股份在香港聯合交易所有限公司（「聯交所」）上市。年報中公司資料一節已披露本公司註冊辦公室及主要營業地點之地址。

財務報表以港幣呈列，與本公司及其附屬公司（「本集團」）之功能貨幣相同。

本公司為一間投資控股公司，而其主要附屬公司之主要業務則為製造印刷電路板及電子產品所使用之化學品、物料及設備之貿易及經銷，以及為原產品客戶製造電器及電子產品。

2. 採納香港財務報告準則/會計政策之變動

於本年度，本集團首次採納多項由香港會計師公會（「香港會計師公會」）頒佈而於二零零五年一月一日或之後開始的會計期間生效的新香港財務報告準則（「香港財務報告準則」）、香港會計準則（「香港會計準則」）及詮釋（以下統稱「新香港財務報告準則」）。採用新香港財務報告準則，導致綜合收益表、綜合資產負債表、綜合現金流量報表及綜合股本變動報表的呈報方式有變，特別是少數股東權益及應佔聯營公司稅項之呈報方式有所變動，且有關呈報方式變動已追溯應用。採納香港財務報告準則導致本集團以下範疇之會計政策有變，對當期或過往會計年度業績之編製及呈報方式構成影響：

2. APPLICATION OF HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES (Continued)

Share-based Payments

In the current year, the Group has applied HKFRS 2 Share-based Payment which requires an expense to be recognised where the Group buys goods or obtains services in exchange for shares or rights over shares (“equity-settled transactions”), or in exchange for other assets equivalent in value to a given number of shares or rights over shares (“cash-settled transactions”). The principal impact of HKFRS 2 on the Group is in relation to the expensing of the fair value of share options granted to directors and employees of the Company, determined at the date of grant of the share options, over the vesting period. The Group has applied HKFRS 2 to share options granted on or after 1st January 2005. This change in accounting policy has had no effect on the results for prior years.

Financial instruments

In the current year, the Group has applied HKAS 32 “Financial Instruments: Disclosure and Presentation” and HKAS 39 “Financial Instruments: Recognition and Measurement”. HKAS 32 requires retrospective application. HKAS 39, which is effective for annual periods beginning on or after 1st January 2005, generally does not permit the recognition, derecognition or measurement of financial assets and liabilities on a retrospective basis. The principal effects resulting from the implementation of HKAS 39 are summarised below:

Classification and measurement of financial assets and financial liabilities

The Group has applied the relevant transitional provisions in HKAS 39 with respect to the classification and measurement of financial assets and financial liabilities that are within the scope of HKAS 39.

2. 採納香港財務報告準則/會計政策之變動 (續)

以股份形式付款

於本年度，本集團採用香港財務報告準則第2號「以股份形式付款」，規定本集團倘購入貨品或獲取服務而以股份或股份權利作為交換（「以股權結算之交易」），或以和既定數目股份或股份權利等值之其他資產作為交換（「以現金結算之交易」），則須確認有關開支。香港財務報告準則第2號對本集團之主要影響乃關於授出購股權日期釐訂給予本公司董事及僱員之購股權公平值須在權益歸屬期內攤銷。本集團已採用香港財務報告準則第2號，處理於二零零五年一月一日或之後授出之購股權。此項會計政策之變動對過往年度業績概無影響。

金融工具

於本年度，本集團已應用香港會計準則第32號「金融工具：披露及呈列」及香港會計準則第39號「金融工具：確認及計量」。香港會計準則第32號規定作追溯應用。於二零零五年一月一日或以後開始之年度期間生效之香港會計準則第39號，普遍不容許對財務資產及負債進行追溯性之確認、取消確認或計量。因實行香港會計準則第39號而產生之主要影響摘要如下：

財務資產及財務負債分類及計量

本集團就屬香港會計準則第39號範圍內的財務資產及財務負債分類及計量，已應用香港會計準則第39號有關過渡條文。

2. APPLICATION OF HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES (Continued)

Financial instruments (Continued)

Debt and equity securities previously accounted for under the benchmark treatment of Statement of Standard Accounting Practice (“SSAP”) 24

At 31st December 2004, the Group classified and measured its debt and equity securities in accordance with the benchmark treatment of SSAP 24. Investments in debt or equity securities are classified as “investment securities”, “other investments” or “held-to-maturity investments” as appropriate. “Investment securities” are carried at cost less impairment losses (if any) while “other investments” are measured at fair value, with unrealised gains or losses included in profit or loss. Held-to-maturity investments are carried at amortised cost less impairment losses (if any). From 1st January 2005 onwards, the Group has classified and measured its debt and equity securities in accordance with HKAS 39. Under HKAS 39, financial assets are classified as “financial assets at fair value through profit or loss”, “available-for-sale financial assets”, “loans and receivables” or “held-to-maturity financial assets”. “Financial assets at fair value through profit or loss” and “available-for-sale financial assets” are carried at fair value, with changes in fair values recognised in profit or loss and equity respectively. Available-for-sale equity investments that do not have quoted market prices in an active market and whose fair value cannot be reliably measured and derivatives that are linked to and must be settled by delivery of such unquoted equity instruments are measured at cost less impairment after initial recognition. “Loans and receivables” and “held-to-maturity financial assets” are measured at amortised cost using the effective interest method after initial recognition.

All investments in securities and other assets of the Group as at 31st December 2004 amounting to approximately HK\$11,052,000 and HK\$11,325,000 respectively have been reclassified to available-for-sale investments amounting to approximately HK\$22,377,000 in accordance with HKAS 39 on 1st January 2005. The adoption of HKAS 39 with respect to the classification and measurement of debt or equity securities has had no material financial impact to the Group, and accordingly no adjustment is required to accumulated profits as at 1st January 2005.

2. 採納香港財務報告準則/會計政策之變動 (續)

金融工具 (續)

根據會計實務準則(「會計實務準則」)第24號過往被計入負債及股本證券

於二零零四年十二月三十一日，本集團根據會計實務準則第24號(會計實務準則第24號)的基準方法分類及計量其債務及股本證券。根據會計實務準則第24號，債務或股本證券投資按適當情況分類為「證券投資」、「其他投資」或「持至到期日之投資」。「證券投資」按成本減減值虧損(如有)列賬，而「其他投資」則按公平值計算，未變現收益或虧損計入溢利或虧損。「持至到期日之投資」按已攤銷成本減減值虧損(如有)列賬。自二零零五年一月一日起，本集團根據香港會計準則第39號分類及計量其債務及股本證券。根據香港會計準則第39號，財務資產分類為「按公平價值計入溢利或虧損的財務資產」、「可供出售財務資產」、「貸款及應收款項」或「持至到期日之財務資產」。「按公平價值計入溢利或虧損的財務資產」及「可供出售財務資產」均按公平價值列賬，而公平價值之變動分別於溢利或虧損及股本列賬。在活躍市場上並無已報市價之「可供出售之股權投資」，及其公平價值無法可靠地計算，與該等非上市股本工具有關並須以交付該等工具結算之衍生工具，則須於初步確認後按成本扣除減值計量。「貸款及應收款項」及「持至到期日之財務資產」則於初步確認後採用實際利息法按攤銷成本計量。

本集團於二零零四年十二月三十一日分別約港幣11,052,000元及港幣11,325,000元之所有投資證券及其他資產，已於二零零五年一月一日根據香港會計準則第39號重新分類為約港幣22,377,000元之可供出售投資。就重新分類及計量負債或股本證券而採納香港會計準則第39號對本集團並無重大財務影響，故毋須對二零零五年一月一日之累計溢利作出調整。

2. APPLICATION OF HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES (Continued)

Financial instruments (Continued)

Financial assets and financial liabilities other than debt and equity securities

From 1st January 2005 onwards, the Group has classified and measured its financial assets and financial liabilities other than debt and equity securities (which were previously outside the scope of SSAP 24) in accordance with the requirements of HKAS 39. As mentioned above, financial assets under HKAS 39 are classified as “financial assets at fair value through profit or loss”, “available-for-sale financial assets”, “loans and receivables” or “held-to-maturity financial assets”. Financial liabilities are generally classified as “financial liabilities at fair value through profit or loss” or “financial liabilities other than financial liabilities at fair value through profit or loss (other financial liabilities)”. Financial liabilities at fair value through profit or loss are measured at fair value, with changes in fair value being recognised in profit or loss directly. Other financial liabilities are carried at amortised cost using the effective interest method after initial recognition. On 1st January 2005, the Group classified and measured its financial assets and financial liabilities other than debt and equity securities in accordance with the transitional provisions of HKAS 39.

Prior to the application of HKAS 39, all interest-free non-current amounts due from associates were stated at their nominal amounts. HKAS 39 requires all financial assets and liabilities to be measured at fair value on initial recognition. Such interest-free loans are measured at amortised cost determined using the effective interest method at subsequent balance sheet dates. The Group has applied the relevant transitional provisions in HKAS 39. This change has had no material effect on the results for the current year.

2. 採納香港財務報告準則/會計政策之變動 (續)

金融工具 (續)

債務及股本證券以外之財務資產及財務負債

自二零零五年一月一日開始，本集團已就債務及股本證券以外之財務資產及財務負債(以往不屬於會計實務準則第24號範圍)按照香港會計準則第39號之規定進行分類及計量。如前所述，香港會計準則第39號將財務資產分類為「按公平價值計入溢利或虧損的財務資產」、「可供出售之財務資產」、「貸款及應收款項」或「持至到期日之財務資產」。財務負債基本上分類為「按公平價值計入溢利或虧損的財務負債」或「按公平價值計入溢利或虧損的財務負債以外的財務負債(其他財務負債)」。按公平價值計入溢利或虧損的財務資產以公平價值計量，公平價值之變動在溢利或虧損內直接確認。其他財務負債於首次確認後以實際利息法按攤銷成本列賬。於二零零五年一月一日，本集團已根據香港會計準則第39號之過渡條文分類及計量債券及股本證券以外之財務資產及財務負債。

於應用香港會計準則第39號，所有應收聯營公司之免息非流動款項以賬面值呈列。香港會計準則第39號規定所有財務資產及負債以初步確認之公平價值計量。該等免息貸款以結算日後按實際利率法釐定之攤銷成本計算。本集團已應用香港會計準則第39號之相關過渡性條款。該項會計政策之變動對本年度之業績概無重大影響。

2. APPLICATION OF HONG KONG FINANCIAL REPORTING STANDARDS/CHANGES IN ACCOUNTING POLICIES (Continued)

Financial instruments (Continued)

Derecognition

HKAS 39 provides more rigorous criteria for the derecognition of financial assets than the criteria applied in previous years. Under HKAS 39, a financial asset is derecognised, when and only when, either the contractual rights to the asset's cash flows expire, or the asset is transferred and the transfer qualifies for derecognition in accordance with HKAS 39. The decision as to whether a transfer qualifies for derecognition is made by applying a combination of risks and rewards and control tests. The Group has applied the relevant transitional provisions and applied the revised accounting policy prospectively to transfers of financial assets from 1st January 2005 onwards. As a result, the Group's bill receivables discounted with full recourse which were derecognised prior to 1st January 2005 have not been restated. The relevant finance costs incurred in order to obtain such borrowings are included in the carrying amount of the borrowings on initial recognition and amortised over the terms of the borrowings using the effective interest method. Previously, the difference between the carrying amount of the bill receivable and proceeds received was expensed immediately when incurred. This change has had no material effect on the results for the current year.

Owner-occupied leasehold interest in land

In previous years, owner-occupied leasehold land and buildings were included in fixed assets and measured using the cost model. In the current year, the Group has applied HKAS 17 "Leases". Under HKAS 17, the land and buildings elements of a lease of land and buildings are considered separately for the purposes of lease classification unless the lease payments cannot be allocated reliably between the land and buildings elements, in which case, the entire lease is generally treated as a finance lease. To the extent that the allocation of the lease payments between the land and buildings elements can be made reliably, the leasehold interests in land are reclassified to owner-occupied leasehold interest in land, which are carried at cost and amortised over the lease term on a straight-line basis. Comparative figures for 2004 have been restated (see note 3 for the financial impact).

2. 採納香港財務報告準則/會計政策之變動 (續)

金融工具 (續)

取消確認

香港會計準則第39號規定，取消確認財務資產應用之準則較過往期間所採用者更為嚴格。根據香港會計準則第39號，一項資產僅會於資產現金流量之合約權利到期時，或資產已轉讓及該轉讓根據香港會計準則第39號符合資格取消確認時方予取消。風險及回報及控制之混合測試乃用以決定有關轉讓是否符合取消確認之資格。本集團已採納相關過渡性條文，並將經修訂之會計政策應用於自二零零五年一月一日起轉讓之財務資產。因此，本集團並無重列於二零零五年一月一日前已取消確認之附全面追索權之貼現應收票據。為獲授該等借款而須承擔之相關財務成本於初次確認時乃計入借款賬面值，按實際利率法於借款年期攤銷。過往，所有應收票據賬面值與所得款項之差額於產生時已隨即列賬支銷。該項會計政策之變動對本年度之業績概無重大影響。

業主佔用土地之租賃權益

於過往年度，業主佔用租賃土地及樓宇已列入固定資產，並按成本模式計算。於本年度，本集團已採用香港會計準則第17號「租賃」。根據香港會計準則第17號，就租賃分類而言，土地及樓宇之租賃內，土地及樓宇部分被視為獨立部分，惟租約款項不能於土地及樓宇部分間可靠地分配則除外，於此情況下，整項租約一般被當作融資租賃。倘土地及樓宇部分間的租約款項能可靠地分配，則租賃土地權益重新分類為業主佔用土地之租賃權益，按成本列賬及根據直線法於租約年期攤銷。二零零四年之比較數字已予重列（財務影響載於附註3）。

3. SUMMARY OF THE EFFECT OF THE CHANGES IN ACCOUNTING POLICIES

The effect of the changes in the accounting policies described in note 2 above on the results for the current and prior years are as follows:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Recognition of share-based payments as expenses 確認以股份形式付款為開支	717	-
Decrease in profit for the year 年內溢利減少	717	-

Analysis of decrease in profit for the year by line items presented according to their function:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Increase in staff costs 員工成本增加	717	-
Decrease in profit for the year 年內溢利減少	717	-

3. 會計政策變動影響之概要

上文附註2所述會計政策變動對本年度及過往年度業績之影響如下：

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Recognition of share-based payments as expenses 確認以股份形式付款為開支	717	-
Decrease in profit for the year 年內溢利減少	717	-

年內按項目功能分類之溢利減少分析如下：

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Increase in staff costs 員工成本增加	717	-
Decrease in profit for the year 年內溢利減少	717	-

3. SUMMARY OF THE EFFECT OF THE CHANGES IN ACCOUNTING POLICIES (Continued)

The cumulative effects of the application of the new HKFRSs on the balance sheet as at 31st December 2004 and 1st January 2005 are summarised as follows:

3. 會計政策變動影響之概要 (續)

應用新香港財務報告準則對二零零四年十二月三十一日及二零零五年一月一日之累計影響概述如下：

	As at 31/12/2004 (originally stated) 於二零零四年 十二月 三十一日 (過往呈列)	Adjustment 調整	Adjustment 調整	As at 31/12/2004 (restated) 於二零零四年 十二月 三十一日 (重列)	Adjustment 調整	As at 1/1/2005 (restated) 於二零零五年 一月一日 (重列)
	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
		HKAS 1 香港會計 準則第1號	HKAS 17 香港會計 準則第17號		HKAS 39 香港會計 準則第39號	
Fixed assets 固定資產	681,128	-	(14,411)	666,717	-	666,717
Prepaid lease payments on land use rights 土地使用權之預付租約款項	-	-	14,411	14,411	-	14,411
Investment in securities 投資證券	11,052	-	-	11,052	(11,052)	-
Other assets 其他資產	11,325	-	-	11,325	(11,325)	-
Available-for-sale investments 可供出售投資	-	-	-	-	22,377	22,377
Other assets/liabilities 其他資產/負債	11,069	-	-	11,069	-	11,069
Total effects on assets and liabilities 資產及負債總額	714,574	-	-	714,574	-	714,574
Share capital 股本	69,279	-	-	69,279	-	69,279
Share premium 股份溢價	68,142	-	-	68,142	-	68,142
Accumulated profits 累計溢利	501,621	-	-	501,621	-	501,621
Capital redemption reserve 資本贖回儲備	1,610	-	-	1,610	-	1,610
Contributed surplus 實繳盈餘	26,624	-	-	26,624	-	26,624
Other reserves 其他儲備	7,715	-	-	7,715	-	7,715
Minority interests 少數股東權益	-	39,583	-	39,583	-	39,583
Total effects on equity 股本之影響總額	674,991	39,583	-	714,574	-	714,574
Minority interests 少數股東權益	39,583	(39,583)	-	-	-	-
	714,574	-	-	714,574	-	714,574

3. SUMMARY OF THE EFFECT OF THE CHANGES IN ACCOUNTING POLICIES (Continued)

The Group has not early applied the new standards, interpretations and amendments that have been issued but are not yet effective as at 31st December 2005.

4. SIGNIFICANT ACCOUNTING POLICIES

The consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments, which are measured at fair values, as explained in the accounting policies set out below.

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange and by the Hong Kong Companies Ordinance.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries.

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.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the Group.

All intra-group transactions, balances, income and expenses are eliminated on consolidation.

Minority interests in the net assets of consolidated subsidiaries are presented separately from the Group's equity therein. Minority interests in the net assets consist of the amount of those interests at the date of the original business combination and the minority's share of changes in equity since the date of the combination. Losses applicable to the minority in excess of the minority's interest in the subsidiary's equity are allocated against the interests of the Group except to the extent that the minority has a binding obligation and is able to make an additional investment to cover the losses.

3. 會計政策變動影響之概要 (續)

本集團並無於二零零五年十二月三十一日提早採納已發行但並未生效之新準則、詮釋及修訂。

4. 主要會計政策

除若干以公平價格計量之財務工具外，綜合財務報表按歷史成本法編製，已在以下會計政策中解釋。

綜合財務報表已根據香港會計師公會發行之香港財務報告準則編製。此外，綜合財務報表包括聯交所證券上市規則及香港公司條例之適用披露規定。

綜合基準

綜合財務報表包括本公司及其附屬公司之財務報表。

本年度內購入或出售附屬公司之業績，分別自實際收購日起或至實際出售日止（如適用）計入綜合收益表內。

倘需要，附屬公司之財務報表將作出調整以令與本集團其他成員公司所採納之會計政策一致。

所有集團內公司間之交易、結餘、收支於綜合時予以撇除。

綜合附屬公司資產淨值中之少數股東權益與本集團於其中之權益分開識別。少數股東權益於資產淨值包括在原業務合併日期之有關權益數額，以及自合併日期起計少數股東應佔之股權變動。適用於少數股東的虧損超出於附屬公司股權之少數股東權益之數額將與本集團之權益作出分配，惟少數股東具約束力責任及可以其他投資補足虧損者除外。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Revenue recognition

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

Service income is recognised when services are rendered.

Interest income from a financial asset is accrued on a time basis, by reference to the principal outstanding and at the interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

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

Ticketing and touring income is recognised when services are rendered.

Commission income is recognised when services are rendered.

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

Fixed assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses.

Depreciation is provided to write off the cost of items of fixed assets over their estimated useful lives, using the straight-line method.

Medium-term leasehold factory premises	Over the terms of the lease
Buildings	2.5%
Machinery and equipment	15%-20%
Leasehold improvements, Furniture and fixtures	15%-20%
Motor vehicles	15%-25%
Moulds	50%

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

4. 主要會計政策 (續)

收入確認

當貨品交付及擁有權轉移後，銷售乃被確認。

提供服務後，服務收入乃被確認。

利息收入乃按未清還本金，以適用之利率按時間比例計算。有關利率指將金融資產的估計未來所收現金在估計可使用期內折現至資產賬面淨值之利率。

當股東收取股息的權利確立後，來自投資之股息收入乃被確認。

提供服務後，票務及旅遊收入乃被確認。

提供服務後，佣金收入乃被確認。

營業租賃所得的租金收入，乃按有關租約之年期以直線法於收益表中確認。

固定資產

固定資產乃按成本值減累積折舊及減值虧損入賬。

固定資產折舊乃根據以下年折舊率按其估計可供使用之年數。

中期租約廠房	按租約年期
樓宇	2.5%
機器及設備	15%-20%
租賃物業裝修、傢俬及裝置	15%-20%
汽車	15%-25%
鑄模	50%

融資租賃資產之折舊乃以與自置資產相同之基準，按其估計可供使用年期。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fixed assets (Continued)

An item of fixed assets is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the income statement in the year in which the item is derecognised.

Interests in associates

The results and assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting except those investments which are classified as held-for-sale investments. Under the equity method, investments in associates are carried in the consolidated balance sheet at cost as adjusted for post-acquisition changes in the Group's share of the profit or loss and of changes in equity of the associate, less any identified impairment loss. When the Group's share of losses of an associate equals or exceeds its interest in that associate (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate), the Group discontinues recognising its share of further losses. An additional share of losses is provided for and a liability is recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of that associate.

Where a group entity transacts with an associate of the Group, profits and losses are eliminated to the extent of the Group's interest in the relevant associate.

Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Group as lessor

Rental income from operating leases is recognised in the income statement on a straight-line basis over the terms of the relevant leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense on a straight-line basis over the lease terms.

4. 主要會計政策 (續)

固定資產 (續)

物業、廠房及設備項目於出售時或當繼續使用該資產預期不會產生任何日後經濟利益時取消確認。資產取消確認產生之任何收益或虧損(按該項目之出售所得款項淨額及賬面值間之差額計算)於該項目取消確認之年度計入收益表。

聯營公司之權益

聯營公司之業績、資產及負債乃以會計權益法於該等財務報表綜合入賬，惟倘投資被分類為持有作銷售時則除外。根據權益法，於聯營公司之投資乃按成本於綜合資產負債表中列賬，並就本集團分佔該聯營公司之損益及權益變動之收購後變動作出調整，以及減去任何已識別之減值虧損。當本集團分佔某聯營公司之虧損相等於或超出其於該聯營公司之權益(其包括任何長期權益，而該長期權益實質上構成本集團於該聯營公司之投資淨額之一部份)，則本集團不再繼續確認其分佔之進一步虧損。額外分佔之虧損乃被撥備，而負債僅以本集團已產生法定或推定責任或代表該聯營公司作出付款者為限被確認。

倘與本集團之一間聯營公司進行一組交易，則損益以本集團於有關聯營公司中之權益為限撇銷。

租約

當租約條款將所涉及擁有權之絕大部份風險及回報轉讓予承租人時，租約乃分類為融資租約。所有其他租約均分類為經營租約。

本集團作為出租人

經營租約之租金收入乃按相關租約年期以直線法於收益表確認。於協商及安排時引致之初步直接成本乃加至租約資產之賬面值，並按租約年期以直線法確認作一項支出。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Leasing (Continued)

The Group as lessee

Assets held under finance leases are recognised as assets of the Group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to profit or loss.

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are recognised as a reduction of rental expense over the lease term on a straight-line basis.

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recorded in its functional currency (i.e. the currency of the primary economic environment in which the entity operates) at the rates of exchanges prevailing on the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are recognised in profit or loss in the year in which they arise, except for exchange differences arising on a monetary item that forms part of the Group's net investment in a foreign operation, in which case, such exchange differences are recognised in equity in the consolidated financial statements. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the year except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity, in which cases, the exchange differences are also recognised directly in equity.

4. 主要會計政策 (續)

租約 (續)

本集團作為承租人

按融資租約持有之資產按租約開始時之公平價值或(倘為較低者)按最低租約付款之現值確認為本集團資產。出租人之相應負債於資產負債表列作融資租約承擔。租約付款按比例於融資費用及減少租約承擔之間作出分配,從而使該等負債之應付餘額之息率固定。其他融資費用直接於損益中扣除。

根據經營租約之應付租金乃按相關租約年期以直線法於收益表扣除。因訂立一項經營租約作為獎勵之已收及應收福利乃以直線法按租約年期確認作租金支出減少。

外幣

於編制各個別集團實體之財務報表時,以該實體功能貨幣以外之貨幣(外幣)進行之交易均按交易日期之適用匯率換算為功能貨幣(如該實體經營所在主要經濟地區之貨幣)記賬。於各結算日,以外幣為定值之貨幣項目均按結算日之適用匯率重新換算。按公平價值以外幣定值之非貨幣項目乃按於公平價值釐定當日之適用匯率重新換算。按外幣過往成本計量之非貨幣項目毋須重新換算。

於結算及換算貨幣項目時產生之匯兌差額均於彼等產生年內於收益表中確認,惟組成本集團海外業務之投資淨額部份之貨幣項目所產生之匯兌差額除外,在此情況下,有關匯兌差額乃於綜合財務報表中確為股本權益。以公平價值定值之非貨幣項目經重新換算後產生之匯兌差額於年內列作損益,惟換算直接於股本內確認盈虧之非貨幣項目產生之差額除外,在此情況下,匯兌差額亦直接於股本權益內確認。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Foreign currencies (Continued)

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into the presentation currency of the Company (i.e. Hong Kong dollars) at the rate of exchange prevailing at the balance sheet date, and their income and expenses are translated at the average exchange rates for the year, unless exchange rates fluctuate significantly during the period, in which case, the exchange rates prevailing at the dates of transactions are used. Exchange differences arising, if any, are recognised as a separate component of equity (the translation reserve). Such exchange differences are recognised in profit or loss in the year in which the foreign operation is disposed of.

Borrowing costs

All borrowing costs are recognised as and included in finance costs in the consolidated income statement in the year in which they are incurred.

Retirement benefits costs

Payments to the Group's defined contribution retirement benefits plans, state-managed retirement benefit schemes and the Mandatory Provident Fund Scheme are charged as expenses when they fall due.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses which exceed 10 per cent of the greater of the present value of the Group's pension obligations and the fair value of plan assets are amortized over the expected average remaining working lives of the participating employees. Past service cost is recognized immediately to the extent that the benefits are already vested, and otherwise is amortized on a straight-line basis over the average period until the amended benefits become vested. Any asset resulting from this calculation is limited to unrecognized actuarial losses and past service cost, plus the present value of the available refunds and deductions in future contributions to the plan.

4. 主要會計政策 (續)

外幣 (續)

就呈列綜合財務報表而言，本集團海外經營業務之資產及負債乃按於結算日之適用匯率換算為本公司之列賬貨幣(如港幣)，而其他收入及支出乃按該年度之平均匯率進行換算，除非匯率於該期間內出動大幅波動則作別論，於此情況下，則採用於換算當日之適用匯率。所產生之匯兌差額(如有)乃確認作股本之獨立部份(外匯儲備)。該等匯兌差額乃於海外業務被出售之年度於收益表內確認。

借貸成本

所有借貸成本均於所產生年度之綜合收益表確認及計入為融資成本。

退休福利成本

本集團向定額供款退休福利計劃、國家管理之退休福利計劃及強制性供積金計劃作出之供款於到期時列作開支。

定額福利退休計劃以預計單位基數法來計算提供退休福利之成本，獨立精算師於各結算日進行一次評估，精算損益若超過本集團退休福利承擔之現值或計劃資產之公平價值兩者孰高者之百分之十時，需於參與員工之預期平均剩餘服務年期內攤分入賬。若退休福利權益已屬於計劃成員，過去服務成本需立即確認，否則便以直線攤銷法在平均年期內攤分，直至更改權益已屬於計劃成員。由此計算產生之資產將不多於未被確認精算虧損及過去服務成本，加可收回款項之現值及未來供款減額之總和。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Retirement benefits costs (Continued)

The amount recognized in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognized actuarial gains and losses and unrecognized past service cost, and as reduced by the fair value of plan assets. Any asset resulting from this calculation is limited to unrecognized actuarial losses and past service cost, plus the present value of available refunds and reductions in future contributions to the plan.

Taxation

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

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

4. 主要會計政策 (續)

退休福利成本 (續)

在資產負債表內確認之數目乃代表經調整未確認精算損益及未確認過去服務成本及減除計劃資產之公平價值後之定額權益責任之現值。因此而產生之資產僅限於未確認精算虧損及過往之服務成本，加目前退款之現值及減就計劃日後之供款。

稅項

稅項開支是指當期應付稅項及遞延稅項之總額。

當期應付稅項是根據本年度之應課稅溢利計算。應課稅溢利與收益表上呈報之純利當中之差異，源於應課稅溢利並不包括隨後年期才計稅之若干收入或支出項目，亦不包括收益表內不需課稅及不可扣稅之項目。

遞延稅項是指根據綜合財務報表資產及負債之賬面值及其用於計算應課稅溢利的相應稅基之間的差額所產生之預期應付及可收回稅項，並以資產負債表負債法計算。一般情況之下，所有因應課稅臨時差額而產生之遞延稅項負債均予確認，而遞延稅項資產則按將來應課稅溢利可用作抵銷可扣稅之臨時差額之限額內計算。如暫時性差異是由商譽或因某交易初次確認(業務合併除外)其他資產或負債而產生，又不影響應課稅溢利及會計溢利，則不予以確認此等遞延資產及負債。

除非本集團可控制有關暫時性差異之逆轉以及暫時性差異可能不會於可預見的將來逆轉，由投資附屬公司、聯營公司及共同控制個體產生之暫時性差異，其遞延稅項負債均需予以確認。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Taxation (Continued)

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

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

Inventories

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

Financial instruments

Financial assets and financial liabilities are recognised on the balance sheet when a group entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

The Group's financial assets are classified into one of the four categories, including financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments and available-for-sale financial assets. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. The accounting policies adopted in respect of each category of financial assets are set out below.

4. 主要會計政策 (續)

稅項 (續)

遞延稅項資產之賬面值需於每年之結算日作檢討，直至無足夠應課稅溢利可供全部或部份遞延稅項資產扣減。

遞延稅項是根據預期資產兌現及負債於年內之所得稅稅率計算，並於收益表中計入或扣除。若有關項目直接於股東資金中計入或扣除，其遞延稅項則於股東資金中列入。

存貨

存貨乃按成本值或可變現淨值(以較低者為準)列賬。成本以加權平均法計算。

金融工具

當集團個體成為金融工具合約之訂約方，金融資產及金融負債於資產負債表內確認。金融資產及金融負債初步按公平價值計量。應直接計入收購或發行金融資產及金融負債(按公平價值入賬及列入收益表之金融資產及金融負債除外)之交易成本，於初步確認時加入或從金融資產或金融負債之公平價值扣減。直接應佔收購按公平價值入賬及列入收益表之金融資產或金融負債的交易成本，應立即於收益表內確認。

金融資產

本集團之金融資產分為以下四類，包括按公平價值列賬及列入收益表之金融資產，貸款及應收款，持至到期日之投資及可供出售之金融資產。從正常渠道購買或出售金融資產以交易日基準確認或不再確認。從正常渠道購買或出售為須於法例或市場慣例訂立的期間內交付資產而購買或出售之金融資產。以下乃各類金融資產所採用之會計政策。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss has two subcategories, including financial assets held for trading and those designated at fair value through profit or loss on initial recognition. At each balance sheet date subsequent to initial recognition, financial assets at fair value through profit or loss are measured at fair value, with changes in fair value recognised directly in profit or loss in the period in which they arise.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. At each balance sheet date subsequent to initial recognition, loans and receivables (including trade and other receivables and bills receivable) are carried at amortised cost using the effective interest method, less any identified impairment losses. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired, and is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate. Impairment losses are reversed in subsequent periods when an increase in the asset's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to a restriction that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

4. 主要會計政策 (續)

金融工具 (續)

金融資產 (續)

按公平價值列入收益表之金融資產

按公平價值列入收益表之金融資產有兩個分類，包括持作買賣用途之金融資產及根據初步確認時確定之收入或虧損而釐定其公平價值。初步確認後之每個結算日，按公平價值列入收益表之金融資產均以公平價值入賬，而公平價值之變動則於有關期間直接計入收益表。

貸款及應收款

貸款及應收款乃非衍生工具金融資產，並具有於交投活躍市場未有報價之固定或可議定付款。於初步確認後之每個結算日，貸款及應收款包括貿易及其他應收賬款均按實際利率攤銷法攤銷後之成本入賬，並減去任何已確認之減值虧損。減值虧損於有客觀證據顯示資產出現減值時在收益表確認，並按該項資產賬面值及以原有實際利率折現所得估計未來現金流量現值間之差額計算。當該項資產之可收回金額增加可客觀地與該項減值獲確認後出現之事件關連，則減值虧損可於其後期間撥回，惟於減值日期該項資產所撥回賬面值不得超出倘該項減值未獲確認本應出現之攤銷成本。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated or not classified as any of the other categories (set out above). At each balance sheet date subsequent to initial recognition, available-for-sale financial assets are measured at fair value. Changes in fair value are recognised in equity, until the financial asset is disposed of or is determined to be impaired, at which time, the cumulative gain or loss previously recognised in equity is removed from equity and recognised in profit or loss. Any impairment losses on available-for-sale financial assets are recognised in profit or loss. Impairment losses on available-for-sale equity investments will not reverse in subsequent periods. For available-for-sale debt investments, impairment losses are subsequently reversed if an increase in the fair value of the investment can be objectively related to an event occurring after the recognition of the impairment loss.

For available-for-sale equity investments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured and derivatives that are linked to and must be settled by delivery of such unquoted equity instruments, they are measured at cost less any identified impairment losses at each balance sheet date subsequent to initial recognition. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired. The amount of the impairment loss is measured as the difference between the carrying amount of the asset and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses will not reverse in subsequent periods.

Financial liabilities and equity

Financial liabilities and equity instruments issued by a group entity are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

4. 主要會計政策 (續)

金融工具 (續)

金融資產 (續)

可供出售之金融資產

可供出售之金融資產乃指定或並未分類為上述其他類別之非衍生工具。於初步確認後的每個結算日，可供出售之金融資產按公平價值計量。公平價值變動於股本內確認，直至出售金融資產或釐定為減值為止，則以往於股本內確認之累計收益或虧損屆時從股本剔除，並於收益表內確認。可供出售之金融資產減值虧損於收益表確認。可供出售之金融資產減值虧損將不會於其後期間逆轉。就可供出售之金融資產而言，當於確認減值虧損後發生一項事件可以客觀地與投資公平價值增加形成關係，減值虧損於其後期間逆轉。

就可供出售之股本投資而言，倘並無活躍市場之市價報價，其公平價值未能可靠計算，而衍生工具與該等無報價之股本工具聯繫並必須以該等無報價之股本工具交收，則可供出售之股本投資於首次確認後之各個結算日按成本值減任何已識別減值虧損計算。倘具備客觀證明資產減值，則減值虧損於收益表確認。減值虧損數額按資產賬面值與按類似金融資產之現行市場回報率折現估計未來現金流量之現值間之差額計算。該等減值虧損將不會於其後期間逆轉。

財務負債及股本

本集團所發行之財務負債及股本工具乃根據所訂立合約安排之內容，及財務負債和股本工具之定義予以分類。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Financial liabilities and equity (Continued)

An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities. The Group's financial liabilities are generally classified into financial liabilities at fair value through profit or loss and other financial liabilities. The accounting policies adopted in respect of financial liabilities and equity instruments are set out below.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss has two subcategories, including financial liabilities held for trading and those designated at fair value through profit or loss on initial recognition. At each balance sheet date subsequent to initial recognition, financial liabilities at fair value through profit or loss are measured at fair value, with changes in fair value recognised directly in profit or loss in the period in which they arise.

Other financial liabilities

Other financial liabilities including bank borrowings and trade and other payables are subsequently measured at amortised cost, using the effective interest rate method.

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Derivative financial instruments and hedging

The Group uses derivative financial instruments primarily forward currency contracts, to hedge its exposure against foreign exchange rate fluctuation. Such derivatives are measured at fair value regardless of whether they are designated as effective hedging instruments.

4. 主要會計政策 (續)

金融工具 (續)

金融資產 (續)

財務負債及股本 (續)

股本工具為訂明於本集團資產之餘額權益經扣除其所有負債後之任何合約。本集團之財務負債一般分類為按公平價值計入溢利或虧損之財務負債及其他財務負債。就財務負債及股本採納之會計政策載列如下。

按公平價值列入溢利或虧損之金融負債

按公平價值列入溢利或虧損之金融負債可分為兩個類別，包括持作買賣之金融負債及於初步確認時已指定為按公平價值列入收益表之金融負債。於初步確認後之每個結算日，按公平價值計入溢利或虧損之金融負債乃按公平價值計算，而公平價值之變動於產生期間直接於收益表內確認。

其他財務負債

其他財務負債包括銀行借貸及貿易及其他應付款項，並以實際利率法按攤銷成本計算。

股本工具

本公司發行之股本工具以已收所得款項扣除直接發行成本後入賬。

衍生金融工具及對沖

本集團衍生金融工具主要用作以遠期貨幣合約對沖其外幣匯率風險。該等衍生工具乃按公平價值計算，而不會考慮彼等是否被列作有效對沖工具。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial instruments (Continued)

Financial assets (Continued)

Financial liabilities and equity (Continued)

Derivative financial instruments and hedging (Continued)

There are three types of hedge relationships under HKAS 39, including fair value hedges, cash flow hedges and hedge of a net investment in a foreign operation. Hedges are classified as fair value hedges when hedges are made to hedge against exposure to changes in fair value of a recognised asset and liability or an unrecognised firm commitment. Alternatively, hedges are classified as cash flow hedges when hedges are made to hedge against exposure to variability in cash flows that are attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction. Changes in fair values of such derivatives are recognised directly in profit or loss.

Derecognition

Financial assets are derecognised when the rights to receive cash flows from the assets expire or, the financial assets are transferred and the Group has transferred substantially all the risks and rewards of ownership of the financial assets. On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and the cumulative gain or loss that had been recognized directly in equity is recognized in profit or loss.

For financial liabilities, they are removed from the Group's balance sheet. (i.e. when the obligation specified in the relevant contract is discharged, cancelled or expired). The difference between the carrying amount of the financial liability derecognised and the consideration received or receivable is recognised in profit or loss.

Share-based payment transactions

Equity-settled share-based payment transactions

Share options granted to employees of the Company

The fair value of services received determined by reference to the fair value of share options granted at the grant date is expensed on a straight-line basis over the vesting period, with a corresponding increase in equity (share option reserve).

4. 主要會計政策 (續)

金融工具 (續)

金融資產 (續)

金融資產及股本 (續)

衍生金融工具及對沖 (續)

根據香港會計準則第39號，對沖關係可分為三種，包括公平價值對沖、現金流量對沖及於海外業務之投資淨額對沖。用作對沖已確認資產或負債或未確認確實承諾之公平價值變動風險，列作公平價值對沖。另一方面，用作對沖與已確認資產或負債或預計交易有關之特定風險所引起之現金流量變化風險，則列作現金流量對沖。該等衍生工具之公平價值變動直接於收益表中確認。

取消確認

當從資產收取現金流之權利屆滿，或金融資產已予轉讓及本集團已轉讓金融資產擁有權之近乎所有風險及回報，金融資產則取消確認。於取消確認金融資產時，資產之賬面值與已收代價及已直接於股本內確認累計收益或虧損總和之差額，於收益表確認。

就金融負債而言，當有關合約指定之債務被解除、註銷或屆滿時，則從本集團之資產負債表剔除。取消確認金融負債賬面值與已收或應收代價之差額，於收益表確認。

以股份形式付款交易

以股權結算以股份形式付款之交易

授予本公司僱員之購股權

以購股權授出日的公平價值來決定取得服務的公平價值，並以直線法在歸屬期間攤銷開支，導致股本(購股權儲備)相應上升。

4. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Share-based payment transactions (Continued)

At the time when the share options are exercised, the amount previously recognised in share option reserve will be transferred to share premium. When the share options are forfeited or are still not exercised at the expiry date, the amount previously recognised in share option reserve will continue to be held in share option reserve.

Impairment

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

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

Provisions

Provisions are recognised when the Group has a present obligation as a result of a past event, and it is probable that the Group will be required to settle that obligation. Provisions are measured at the directors' best estimate of the expenditure required to settle obligation at the balance sheet date, and are discounted to present value where the effect is material.

5. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the process of applying the Group's accounting policies which are described in note 4 above, management has made the following judgments that have significant effect on the amounts recognised in the financial statements. The key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are also discussed below.

4. 主要會計政策 (續)

以股份形式付款交易 (續)

在行使購股權時，以前所確認的購股權儲備將會轉移至股份溢價中。當購股權被沒收或到期仍未行使時，以前所確認的購股權數額將會繼續顯示在購股權儲備中。

減值

本集團於各結算日檢討其資產之賬面值，以確定該等資產是否存在減損跡象。倘估計一項資產之可收回價值低於其賬面值，則將其賬面值撇減至其可收回金額。減值虧損即時確認為開支。

當減值虧損隨後撥回時，則將該項資產之賬面值增加至其修訂後的估計可收回價值，但增加後之賬面值不得超過過往年度若未確認減值虧損時所確定之賬面值。減值虧損之撥回即時作為收入確認。

撥備

當本集團因以往事件產生現行債務，而本集團有可能需要償還該債務，則確認撥備。撥備以董事對於結算日償還該項債務需要之支出作出之最佳估計計量，並當影響重大時折算至現值。

5. 主要會計判斷及估計不穩定因素之主要來源

集團在應用敘述於附註4之會計政策過程中，管理層已作出以下對於財務報表確認之金額有重大影響之判斷。主要涉及對將來之假設及於資產負債表日其他估計不穩定因素之主要來源，並對資產及負債在下一財政年度之賬面值有較大風險引致重要調整的，亦列舉如下：

5. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (Continued)

Depreciation

The Group's net book value of fixed assets as at 31st December 2005 was approximately HK\$625,951,000. The Group depreciates the fixed assets on a straight-line basis over the estimated useful lives of four to forty years, and after taking into account of their estimated residual value, using the straight-line method, at the rate of 2.5 – 25% per annum, commencing from the date the fixed assets are placed into productive use. The estimated useful lives that the Group places the fixed assets into productive use reflects the directors' estimate of the periods that the Group intend to derive future economic benefits from the use of the Group's fixed assets.

Allowances for bad and doubtful debts

The policy for allowance of bad and doubtful debts of the Group is based on the evaluation of collectability and aging analysis of accounts and on management's judgment. A considerable amount of judgment is required in assessing the ultimate realisation of these receivables, including the current creditworthiness and the past collection history of each customer. If the financial conditions of customers of the Group were to deteriorate, resulting in impairment of their ability to make payments, additional allowances may be required.

6. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's major financial instruments include trade and other receivables, deposits and prepayments, bills receivable, bank borrowings, trade and other payables, bills payable and amounts due to associates. Details of these financial instruments are disclosed in respective notes. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

5. 主要會計判斷及估計不穩定因素之主要來源 (續)

折舊

本集團於二零零五年十二月三十一日之固定資產賬面淨值約港幣625,951,000元。本集團按估計可使用年期(四至四十年)以直線法將固定資產予以折舊。經考慮估計剩餘價值後，本集團由固定資產投入生產用途日期開始，按直線法以每年2.5%至25%予以折舊。本集團固定資產投入生產用途之估計可使用年期指董事估計本集團以固定資產產生未來經濟利益之期限。

呆壞賬撥備

本集團之呆壞賬撥備政策乃根據對可收回性之評估及賬目之賬齡分析和層層之判斷而定。評估該等應收款項之最終變現額時，需要作出大量判斷，包括客戶目前之信譽及每項貸款之過往收賬歷史。倘若本集團客戶之財政狀況惡化導致其還款能力降低，則可能須作進一步撥備。

6. 金融風險管理目標及政策

本集團之主要金融工具包括貿易及其他應收款項、存款及預付款項、應收票據、銀行借貸、貿易及其他應付款項、應付票據及應付聯營公司款項。有關金融工具詳情已於各有關附註披露。該等金融工具之相關風險及風險減低政策載於下文。管理層會管理及監察有關風險，確保適時有效地實施合適措施。

6. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

Currency risk

Several subsidiaries of the Company have foreign currency sales and purchases, which expose the Group to foreign currency risk. In order to mitigate the foreign currency risk, foreign currency forward contracts are entered into in respect of highly probable foreign currency forecast sales and purchases in accordance with the Group's risk management policies.

Certain trade receivables and borrowings of the Group are denominated in foreign currencies. The management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arises.

Interest rate risk

The Group is exposed to interest rate risk through the impact of rate changes on interest bearing bank borrowings. The interest rates and terms of repayment of bank borrowings of the Group are disclosed in note 28.

Credit risk

The Group's maximum exposure to credit risk in the event of the counterparties failure to perform their obligations as at 31st December 2005 in relation to each class of recognised financial assets is the carrying amount of those assets as stated in the consolidated balance sheet. In order to minimise the credit risk, the management of the Group has delegated a team responsible for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Group reviews the recoverable amount of each individual trade receivables at each balance sheet date to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the directors of the Company consider that the Group's credit risk is significantly reduced.

The Group has no significant concentration of credit risk, with exposure spread over a number of counterparties and customers.

6. 金融風險管理目標及政策 (續)

貨幣風險

本公司若干附屬公司有以外幣計值之銷售，令本集團承受外幣風險。為降低外幣風險，本集團根據其風險管理政策就預計極可能之銷售外幣訂立外幣遠期合約。

本集團若干應收貿易款項及借貸乃以外幣計值。管理層監控外匯風險，並會考慮於必要時對沖重大外幣風險。

利率風險

本集團之計息銀行借貸承受利率風險。本集團銀行借貸之利率及還款條款載於附註28。

信貸風險

倘對方於二零零五年十二月三十一日未能履行彼等之承擔，則本集團就每類已確認財務資產而須承受之最大信貸風險為已於綜合資產負債表列值之資產之賬面金額反映。為最大限度地降低信貸風險，本集團管理層已委派一組人員負責制訂信貸限額、信貸審批及其他監控措施，以確保採取跟進措施收回逾期未付之債項。此外，於各結算日，本集團定期評估每項個別貿易應收款之可收回金額，以確保就不可收回金額所作出之減值虧損已足夠。就此而言，本公司董事認為本集團之信貸風險已大幅降低。

本集團並無集中之信貸風險，有關風險乃分散至多個其他方及客戶。

7. TURNOVER

Turnover represents the amounts received and receivable for goods sold and services provided by the Group to outside customers, less returns and allowances, and rental income, and is analysed as follows:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Sales of goods 銷售貨物	4,551,621	4,163,742
Commission income 佣金收入	25,152	41,547
Service fee income 服務費收入	40,143	52,690
Ticketing and touring income 票務及旅遊收入	23,689	21,800
Rental income 租金收入	767	65
	4,641,372	4,279,844

8. BUSINESS AND GEOGRAPHICAL SEGMENTS

Business segments

For management purposes, the Group is currently organised into two operating divisions – trading and manufacturing. These divisions are the basis on which the Group reports its primary segment information.

Principal activities are as follows:

- Trading – trading and distribution of chemicals, materials and equipment used in the manufacture of printed circuit boards and electronic products
- Manufacturing – manufacturing of electrical and electronic products

7. 營業額

營業額乃本集團向外界客戶提供銷售貨品及服務而已收取及應收取之款項減退貨及折扣及租金收入，分析如下：

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Sales of goods 銷售貨物	4,551,621	4,163,742
Commission income 佣金收入	25,152	41,547
Service fee income 服務費收入	40,143	52,690
Ticketing and touring income 票務及旅遊收入	23,689	21,800
Rental income 租金收入	767	65
	4,641,372	4,279,844

8. 業務及地區分部

業務分部

為便於管理，本集團目前劃分為兩大經營部門－貿易及製造。本集團之主要分部資料報告均以上述部門為基礎。

主要業務如下：

- 貿易 – 製造印刷電路板及電子產品所使用之化學品、物料及設備之貿易及經銷
- 製造 – 電器及電子產品之製造

8. BUSINESS AND GEOGRAPHICAL SEGMENTS (Continued)

Business segments (Continued)

Segment information about these businesses is presented below:

8. 業務及地區分部 (續)

業務分部 (續)

該等業務之分部資料呈列如下：

For the year ended 31st December, 2005/At 31st December 2005

截至二零零五年十二月三十一日止年度／於二零零五年十二月三十一日

	Trading 貿易 HK\$'000 港幣千元	Manufacturing 製造 HK\$'000 港幣千元	Other 其他 HK\$'000 港幣千元	Eliminations 抵銷 HK\$'000 港幣千元	Consolidated 綜合 HK\$'000 港幣千元
Turnover 營業額					
External sales 外部銷售額	1,775,052	2,821,206	45,114	-	4,641,372
Inter-segment sales 分部內銷售額	83,636	2,135	26,639	(112,410)	-
Total Turnover 總營業額	1,858,688	2,823,341	71,753	(112,410)	4,641,372
Result 業績					
Segment result 分部業績	164,938	106,663	(9,149)	(6,521)	255,931
Unallocated corporate expenses 未分類之企業開支					(1,801)
Profit from operations 經營溢利					254,130
Finance costs 融資成本	(3,161)	(42,788)	(531)	6,521	(39,959)
	161,777	63,875	(9,680)		214,171
Gain on disposal of partial interest in a subsidiary 出售一間附屬公司部份權益之收益	21,539	-	-	-	21,539
Loss on disposal of an associate 出售一間聯營公司之虧損	(227)	-	-	-	(227)
Profit before taxation 除稅前溢利					235,483
Taxation 稅項					(35,765)
Profit for the year 本年度溢利					199,718

Inter-segment sales are charged at prevailing market rates.

分部內銷售額乃以現行市價計算。

8. BUSINESS AND GEOGRAPHICAL SEGMENTS (Continued)

8. 業務及地區分部 (續)

Balance Sheet

資產負債表

As at 31/12/2005

於二零零五年十二月三十一日

	Trading 貿易	Manufacturing 製造	Other 其他	Consolidated 綜合
	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
Assets 資產				
Segment assets 分部資產	670,766	1,576,201	71,307	2,318,274
Interests in associates 聯營公司權益	–	–	18	18
Unallocated corporate assets 未分類之企業資產				1,011
Consolidated total assets 綜合資產總值				<u>2,319,303</u>
Liabilities 負債				
Segment liabilities 分部負債	343,212	1,044,048	33,417	1,420,677
Unallocated corporate liabilities 未分類之企業負債				606
Consolidated total liabilities 綜合負債總額				<u>1,421,283</u>
Other Information 其他資料				
	Trading 貿易	Manufacturing 製造	Other 其他	Consolidated 綜合
	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
Capital additions 資本增加	7,871	14,673	3,334	25,878
Depreciation 折舊	(11,470)	(45,402)	(7,860)	(64,732)
Gain (loss) on disposal of fixed assets 出售固定資產收益 (虧損)	(95)	(189)	–	(284)

8. BUSINESS AND GEOGRAPHICAL SEGMENTS (Continued) 8. 業務及地區分部 (續)

For the year ended 31st December, 2004/At 31st December 2004

截至二零零四年十二月三十一日止年度／於二零零四年十二月三十一日

	Trading 貿易 HK\$'000 港幣千元	Manufacturing 製造 HK\$'000 港幣千元	Other 其他 HK\$'000 港幣千元	Eliminations 抵銷 HK\$'000 港幣千元	Consolidated 綜合 HK\$'000 港幣千元
Turnover 營業額					
External sales 外部銷售額	2,003,230	2,233,315	43,299	-	4,279,844
Inter-segment sales 分部內銷售額	47,808	2,147	27,458	(77,413)	-
Total Turnover 總額	2,051,038	2,235,462	70,757	(77,413)	4,279,844
Result 業績					
Segment result 分部業績	174,696	42,109	(4,483)	(6,133)	206,189
Unallocated corporate expenses 未分類之企業開支					(3,307)
Profit from operations 經營溢利					202,882
Finance costs 融資成本	(4,935)	(29,545)	(863)	6,133	(29,210)
	169,761	12,564	(5,346)		173,672
Impairment loss recognised in respect of freehold land and buildings in overseas 就海外永久業權 土地及樓宇已確認減值 虧損之增加淨額	(5,241)	-	-	-	(5,241)
Impairment loss recognised in respect of other assets 其他資產之已確認減值虧損	(1,096)	-	(1,020)	-	(2,116)
Allowance for doubtful debts on advances to investee companies 因授予所投資公司墊款 產生呆賬之撥備	-	-	(2,362)	-	(2,362)
Share of results of associates 所佔聯營公司業績	175	-	-	-	175
Profit before taxation 除稅前溢利					164,128
Taxation 稅項					(29,431)
Profit for the year 本年度溢利					134,697

Inter-segment sales are charged at prevailing market rates.

分部內銷售額乃以現行市價計算。

8. BUSINESS AND GEOGRAPHICAL SEGMENTS (Continued)

Balance Sheet

As at 31/12/2004

8. 業務及地區分部 (續)

資產負債表

於二零零四年十二月三十一日

	Trading 貿易 HK\$'000 港幣千元	Manufacturing 製造 HK\$'000 港幣千元	Other 其他 HK\$'000 港幣千元	Consolidated 綜合 HK\$'000 港幣千元
Assets 資產				
Segment assets 分部資產	637,198	1,487,374	68,509	2,193,081
Interests in associates 聯營公司權益	1,789	(6,568)	6,856	2,077
Unallocated corporate assets 未分類之企業資產	—	—	—	1,006
Consolidated total assets 綜合資產總值				2,196,164
Liabilities 負債				
Segment liabilities 分部負債	409,802	1,011,004	60,316	1,481,122
Unallocated corporate liabilities 未分類之企業負債	—	—	—	468
Consolidated total liabilities 綜合負債總額				1,481,590

Other Information

其他資料

	Trading 貿易 HK\$'000 港幣千元	Manufacturing 製造 HK\$'000 港幣千元	Other 其他 HK\$'000 港幣千元	Consolidated 綜合 HK\$'000 港幣千元
Capital additions 資本增加	18,363	25,260	4,937	48,560
Depreciation 折舊	(11,445)	(34,843)	(8,585)	(54,873)
Gain (loss) on disposal of fixed assets 出售固定資產收益(虧損)	484	—	(1)	483

Geographical Segments

The Group's operations are located in Hong Kong, other regions in the People's Republic of China ("the PRC"), South East Asia, Europe and America. The Group's trading divisions are located in Hong Kong PRC and South East Asia. Manufacturing of industrial products is carried out in the PRC.

地區分部

本集團之業務位於香港、中華人民共和國(「中國」)其他地區、東南亞、歐洲及美國。本集團之貿易部門設於香港、中國及東南亞。工業產品之製造於中國進行。

8. BUSINESS AND GEOGRAPHICAL SEGMENTS (Continued)
Geographical Segments (Continued)

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

	Sales revenue by geographical market	
	按地區市場劃分之銷售收益	
	2005	2004
	HK\$'000	HK\$'000
	港幣千元	港幣千元
Hong Kong 香港	668,195	868,771
PRC 中國	1,311,007	1,242,411
South East Asia 東南亞	1,145,886	796,380
Europe 歐洲	536,769	624,018
America 美國	976,520	738,679
Others 其他	2,995	9,585
	4,641,372	4,279,844

The following is an analysis of the carrying amount of segment assets and additions to fixed assets:

	Carrying amount of segment assets		Additions to fixed assets	
	分部資產之賬面金額		固定資產之增加	
	2005	2004	2005	2004
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	港幣千元	港幣千元	港幣千元	港幣千元
Hong Kong 香港	1,189,587	1,088,903	3,022	1,132
PRC 中國	836,801	815,578	18,921	36,830
South East Asia 東南亞	292,393	291,195	3,935	10,568
Europe 歐洲	8	8	-	-
America 美國	514	480	-	30
	2,319,303	2,196,164	25,878	48,560

8. 業務及地區分部 (續)
地區分部 (續)

下表為本集團按地區市場劃分(並不考慮貨品或服務來源地)之營業額分析:

	Sales revenue by geographical market	
	按地區市場劃分之銷售收益	
	2005	2004
	HK\$'000	HK\$'000
	港幣千元	港幣千元
Hong Kong 香港	668,195	868,771
PRC 中國	1,311,007	1,242,411
South East Asia 東南亞	1,145,886	796,380
Europe 歐洲	536,769	624,018
America 美國	976,520	738,679
Others 其他	2,995	9,585
	4,641,372	4,279,844

以下為分部資產之賬面金額及固定資產增加之分析:

	Carrying amount of segment assets		Additions to fixed assets	
	分部資產之賬面金額		固定資產之增加	
	2005	2004	2005	2004
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	港幣千元	港幣千元	港幣千元	港幣千元
Hong Kong 香港	1,189,587	1,088,903	3,022	1,132
PRC 中國	836,801	815,578	18,921	36,830
South East Asia 東南亞	292,393	291,195	3,935	10,568
Europe 歐洲	8	8	-	-
America 美國	514	480	-	30
	2,319,303	2,196,164	25,878	48,560

9. INVESTMENT INCOME

9. 投資收入

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Interest income from 利息收入來自		
– bank deposits 銀行存款	1,461	905
– overdue receivables 逾期應收賬款	–	489
Total interest income for the year 本年度利息收入總額	1,461	1,394
Dividend income from available-for-sale investments 可供出售投資之股息收入	6,481	–
Dividend income from investments in securities 證券投資之股息收入	–	3,439
Gain on disposal of investments in securities 出售證券投資之收益	–	20
	7,942	4,853

10. PROFIT FROM OPERATIONS

10. 經營溢利

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Profit from operations has been arrived at after charging (crediting): 經營溢利已扣除 (計入) 下列各項 :		
Auditors' remuneration 核數師酬金		
Current year 本年度	1,373	1,340
Under-provision in previous years 過往年度撥備不足	–	12
Depreciation 折舊		
Owned assets 自置資產	64,112	54,272
Assets held under finance leases 融資租賃資產	620	601
Operating lease charges on: 營業租賃費用 :		
Rented premises 已租物業	8,830	9,782
Plant, machinery and equipment 物業、廠房及設備	54	66
Net exchange (gain) loss 匯兌 (收益) 虧損淨額	(4,069)	343
Write down of inventories to net realisable value 存貨撇除至可變現淨值	6,213	2,167
Provision for loss in respect of a litigation claim 訴訟賠償損失撥備	–	300
Loss (gain) on disposal of fixed assets 出售固定資產虧損 (收益)	284	(483)
Gain on disposal of investments in securities 出售證券投資收益	–	(20)
Rental income from land and buildings after negligible outgoings 經扣除支銷後之土地及樓宇租金收入	(38)	(65)

11. FINANCE COSTS

11. 融資成本

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Interest on: 利息：		
Bank loans and overdrafts and other borrowings wholly repayable within five years 銀行貸款、透支及其他借貸須於五年內悉數償還	38,984	27,589
Shareholders' loan 股東貸款	483	825
Obligation under finance leases 融資租賃之承擔	492	796
Total borrowing costs 總借貸成本	39,959	29,210

12. DIRECTORS' AND EMPLOYEE'S EMOLUMENTS

12. 董事及僱員酬金

(a) Directors' emoluments

The emoluments paid or payable to each of the nine
(2004: nine) directors were as follows:

(a) 董事酬金

已付或應付於九名(二零零四年：
九名)董事各人之酬金如下：

	2005									
	Edward Senta Wong 王忠桐	Ying-Chun Tsui 徐應春	Byron Shu-Chan Ho 何樹燦	Bengie Man-Hang Kwong 鄭敏恆	Hamed Hassan EL-ABD -	Peter Chung-Yin Lee 李仲賢	John Ho 何約翰	Philip Wan-Chung Tse 謝宏鍾	Gene Howard Weiner -	TOTAL 總額
	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
Fees 袍金	100	100	100	100	100	105	105	105	100	915
Other emoluments 其他酬金										
- Salaries and other benefits - 薪酬及其他福利	5,762	3,300	3,036	2,844	2,280	-	-	-	-	17,222
- Contributions to retirement benefits schemes - 向退休福利計劃供款	204	165	152	142	96	-	-	-	-	759
- Performance related incentive payments - 表現獎金	2,625	3,179	3,158	2,137	570	-	-	-	-	11,669
Total emoluments 酬金總額	8,691	6,744	6,446	5,223	3,046	105	105	105	100	30,565

12. DIRECTORS' AND EMPLOYEE'S EMOLUMENTS

(a) Directors' emoluments (Continued)

	2004 HK\$'000 港幣千元
Directors fees 董事袍金	
Executive directors 執行董事	250
Independent non-executive directors 獨立非執行董事	212
Other emoluments of executive directors 執行董事之其他酬金	
Salaries and other benefits 薪金及其他福利	17,489
Performance related incentive payments 表現獎金	6,672
Contributions to retirement benefits schemes 退休福利計劃供款	759
	25,382

The emoluments of the Directors were within the following bands:

董事酬金屬於以下組別：

		Number of Directors 董事人數	
		2004	
HK\$ 港幣	HK\$ 港幣		
0	to 至 1,000,000		4
2,500,001	to 至 3,000,000		1
3,000,001	to 至 3,500,000		1
5,000,001	to 至 5,500,000		2
8,500,001	to 至 9,000,000		1

During the years ended 31st December 2005 and 2004, no emoluments were paid by the Group to the directors as inducement to join or upon joining the Group or as compensation for loss of office. In addition, no director waived any emoluments in both years.

截至二零零五年及二零零四年十二月三十一日止年度，本集團並無支付酬金予董事，作為吸引加入或加入本集團時之獎勵或作為失去職位之補償。此外，年內並無董事放棄任何酬金。

(b) Employee's emoluments

The five highest paid individuals in the Group were executive directors of the Company for the years ended 31st December 2005 and 2004.

(b) 僱員酬金

本集團截至二零零五年及二零零四年十二月三十一日止年度之五名最高薪酬僱員均為本公司之執行董事。

13. TAXATION

13. 稅項

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元 (restated) (重列)
The charge (credit) comprises: 稅項支出 (抵免) 包括 :		
Profits tax for the year 本年度利得稅		
Hong Kong 香港	10,806	13,176
Other jurisdictions 其他司法權區	25,920	19,136
	36,726	32,312
Over provision in prior years 過往年度		
Hong Kong 香港	(52)	-
Other jurisdictions 其他司法權區	(267)	(166)
	(319)	(166)
Deferred taxation (note 31) 遞延稅項 (附註31)		
Origination and reversal of temporary differences 暫時性差異之產生及撥回	(642)	(2,715)
	35,765	29,431

Hong Kong Profits Tax is calculated at 17.5% (2004: 17.5%) on the estimated assessable profits for the year.

香港利得稅乃以本年度估計應課稅溢利按稅率17.5% (二零零四年：17.5%) 計算。

Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

其他司法權區之稅項則按有關司法權區適用之稅率計算。

13. TAXATION (Continued)

The taxation for the years can be reconciled to the profit before taxation per the consolidated income statement as follows:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Profit before taxation 除稅前溢利	235,483	164,128
Tax at the domestic income tax rate 按當地利得稅率計算之稅項	40,993	32,487
Tax effect of expenses not deductible for tax purpose 就稅務而言之非扣減開支之稅務影響	2,834	4,497
Tax effect of income not taxable for tax purpose 就稅務而言之非課稅收入之稅務影響	(9,106)	(2,571)
Effect of tax exemption granted to foreign subsidiaries 海外附屬公司獲得之稅項減免之影響	-	(291)
Deferred tax asset in respect of tax loss not recognised 有關未確認稅項虧損之遞延稅項資產	997	(2,663)
Others 其他	366	(1,862)
Over-provision prior years 過往年度超額撥備	(319)	(166)
Taxation for the year 年內稅項支出	35,765	29,431

14. DIVIDENDS

Ordinary shares: 普通股:

Interim dividend paid: HK\$0.015 per share (2004: HK\$0.01) 中期股息每股港幣0.015元(二零零四年:港幣0.01元)	10,392	6,928
Proposed final dividend: HK\$0.04 per share (2004: HK\$0.02) 建議末期股息每股港幣0.04元(二零零四年:港幣0.02元)	27,712	13,856
	38,104	20,784

The final dividend of HK\$0.04 (2004: HK\$0.02) per share has been proposed by the directors and is subject to approval by the shareholders in the Annual General Meeting.

13. 稅項(續)

年內稅項可與綜合收益表所示除稅前溢利之調節如下:

14. 股息

董事建議派付末期股息每股港幣0.04元(二零零四年:港幣0.02元),惟須待股東於股東週年大會上批准。

15. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share attributable to the ordinary equity holders of the parent is based on the following data:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Earnings for basic and diluted earnings per share 盈利 (每股基本及攤薄盈利)	180,609	122,519

	Number of shares 股份數目	
	2005	2004
Weighted average number of ordinary shares for the purposes of basic earnings per share 就每股基本盈利之普通股加權平均數	692,791,964	692,791,964
Effect of dilutive potential ordinary shares: 潛在普通股之攤薄影響：		
– options 購股權	28,292,966	–
Weighted average number of ordinary shares for the purposes of diluted earnings per share 就每股攤薄盈利之普通股加權平均數	721,084,930	692,791,964

15. 每股盈利

母公司普通股權持有人應佔每股基本及攤薄盈利按以下數據計算：

16. FIXED ASSETS

16. 固定資產

	Freehold land and buildings in overseas 海外永久 業權土地 及樓宇 HK\$'000 港幣千元	Medium-term leasehold factory premises in the PRC 中國中期 租約廠房 HK\$'000 港幣千元	Machinery and equipment 機器 及設備 HK\$'000 港幣千元	Leasehold improvements, furniture and fixtures 租賃物業 裝修、 傢俬及裝置 HK\$'000 港幣千元	Motor vehicles 汽車 HK\$'000 港幣千元	Moulds 鑄模 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
COST 成本							
At 1st January 2004 as originally stated 二零零四年一月一日，如原先呈列	46,329	447,461	466,784	89,312	16,985	4,190	1,071,061
Reclassified to owners-occupied leasehold interest in land 重新分類為業主佔用土地之租賃權益	-	(15,256)	-	-	-	-	(15,256)
At 1st January 2004 as restated 二零零四年一月一日，經重列	46,329	432,205	466,784	89,312	16,985	4,190	1,055,805
Exchange adjustments 外匯調整	(418)	-	(717)	65	137	-	(933)
Additions 添置	2,248	3,760	29,307	9,590	3,655	-	48,560
Disposals 出售	-	-	(5,929)	(814)	(3,273)	-	(10,016)
At 31st December 2004 and 1st January 2005 as restated 於二零零四年十二月三十一日及 二零零五年一月一日，經重列	48,159	435,965	489,445	98,153	17,504	4,190	1,093,416
Exchange adjustments 外匯調整	(1,032)	-	(348)	(29)	8	-	(1,401)
Additions 添置	-	394	21,417	2,803	1,264	-	25,878
Disposals 出售	-	-	(8,214)	(363)	(65)	-	(8,642)
At 31st December 2005 於二零零五年十二月三十一日	47,127	436,359	502,300	100,564	18,711	4,190	1,109,251
ACCUMULATED DEPRECIATION AND IMPAIRMENT LOSS 累計折舊及減值虧損							
At 1st January 2004 as originally stated 二零零四年一月一日，如原先呈列	6,195	18,379	272,588	62,794	12,167	4,190	376,313
Reclassified to owners-occupied leasehold interest in land 重新分類為業主佔用土地之租賃權益	-	(491)	-	-	-	-	(491)
At 1st January 2004 as restated 二零零四年一月一日，經重列	6,195	17,888	272,588	62,794	12,167	4,190	375,822
Exchange adjustments 外匯調整	46	-	(2,215)	(70)	129	-	(2,110)
Impairment loss recognised during the year 於年內確認之減值虧損	5,241	-	-	-	-	-	5,241
Charge for the year 本年度折舊	590	8,550	36,659	6,782	1,938	-	54,519
Eliminated on disposal 出售時撇銷	-	-	(3,054)	(779)	(2,940)	-	(6,773)
At 31st December 2004 and 1st January 2005 as restated 於二零零四年十二月三十一日及 二零零五年一月一日，經重列	12,072	26,438	303,978	68,727	11,294	4,190	426,699
Exchange adjustments 外匯調整	(202)	-	(560)	(88)	7	-	(843)
Charge for the year 本年度折舊	624	6,075	48,330	7,012	2,337	-	64,378
Eliminated on disposal 出售時撇銷	-	-	(6,528)	(341)	(65)	-	(6,934)
At 31st December 2005 於二零零五年十二月三十一日	12,494	32,513	345,220	75,310	13,573	4,190	483,300
NET BOOK VALUES 賬面淨值							
At 31st December 2005 於二零零五年十二月三十一日	34,633	403,846	157,080	25,254	5,138	-	625,951
At 31st December 2004 as restated 於二零零四年十二月三十一日，經重列	36,087	409,527	185,467	29,426	6,210	-	666,717

16. FIXED ASSETS (Continued)

The net book value of fixed assets includes an amount of approximately HK\$7,456,000 (2004: HK\$12,098,000) in respect of assets held under finance leases.

17. OWNER OCCUPIED LEASEHOLD INTEREST IN LAND

The Group's owner occupied leasehold interest in land comprise:

16. 固定資產 (續)

固定資產中包含為數約港幣7,456,000元融資租賃持有之資產(二零零四年:港幣12,098,000元)。

17. 業主佔用土地之租賃權益

本集團業主佔用土地之租賃權益包括:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Medium-term leasehold land in		
The People's Republic of China ("PRC")	14,057	14,411
於中華人民共和國(「中國」)之中期租約土地		
Analysed for reporting purpose as: 就呈報而作出分析:		
– current assets 流動資產	353	353
– non-current assets 非流動資產	13,704	14,058
	14,057	14,411

18. INTERESTS IN ASSOCIATES

18. 聯營公司權益

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Cost of investment in unlisted associates 於非上市聯營公司之投資成本	1	1,198
Share of post-acquisition profits and reserves, net of dividend received 應佔收購後溢利及儲備(已扣除已收股息)	17	591
Share of net assets 所佔資產淨值	18	1,789
Amounts due from associates 應收聯營公司款項	6,867	6,856
	6,885	8,645
Amounts due to associates 應付聯營公司款項	(6,726)	(6,568)
	159	2,077

The amounts due from (to) associates are unsecured, interest-free and have no fixed terms of repayment. In the opinion of the directors, no part of the amounts will be repayable within one year from the balance sheet date and accordingly, the amounts are classified as non-current assets.

應收(應付)聯營公司款項為無抵押、不計利息及無指定還款期。董事認為，該筆款項將不會於由結算日起計一年內償還，故劃分為非流動資產。

Particulars of the principal associates as at 31st December 2005 are set out in note 39.

於二零零五年十二月三十一日之主要聯營公司詳情載於附註39。

The summarised financial information in respect of the Group's associates is set out below:

本集團聯營公司之財務資料概述如下：

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Total assets 資產總值	29,001	29,784
Total liabilities 負債總額	(15,945)	(16,590)
Net assets 資產淨值	13,056	13,194
Group's share of net assets of associates 本集團應佔聯營公司資產淨值	18	1,789
Revenue 收益	-	-
Profit for the year 年內溢利	(28)	(133)
Group's share of result of associates for the year 本集團應佔聯營公司年內業績	-	(175)

19. AVAILABLE-FOR-SALE INVESTMENTS

Available-for-sales investment as at 31st December 2005
comprise:

	2005 HK\$'000 港幣千元
Unlisted investments, at cost: 非上市投資，按成本：	
– equity securities 股本證券	26,436
– club membership 會所會籍	14,835
– unlisted club debentures 非上市會所債券	490
– overseas investment funds 海外投資基金	4,082
	45,843
Less: Impairment loss recognised 減：已確認減值虧損	(7,578)
	38,265

The above unlisted investments are measured at cost less impairment at each balance sheet date because the range of reasonable fair value estimates is so significant that the directors of the Company are of the opinion that their fair values cannot be measured reliably.

19. 可供出售投資

於二零零五年十二月三十一日之可供出售投資包括：

	2005 HK\$'000 港幣千元
Unlisted investments, at cost: 非上市投資，按成本：	
– equity securities 股本證券	26,436
– club membership 會所會籍	14,835
– unlisted club debentures 非上市會所債券	490
– overseas investment funds 海外投資基金	4,082
	45,843
Less: Impairment loss recognised 減：已確認減值虧損	(7,578)
	38,265

由於本公司董事認為未能可靠地評估有關公平價值之範圍，故上述非上市投資以各結算日之成本減減值計算。

20. INVESTMENTS IN SECURITIES

Investments in securities as at 31st December 2004 are set out below. Upon the application of HKAS 39 on 1st January 2005, investments in securities were reclassified to appropriate categories under HKAS 39 (see note 2 for details).

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Investment securities: 投資證券：		
Unlisted equity securities, at cost 非上市股本證券，成本值	-	10,573
Unlisted club debentures, at cost 非上市會所債券，成本值	-	490
	-	11,063
Less: Impairment loss recognised 減：已確認之減值虧損	-	(11)
	-	11,052
Amounts due from investee companies 應收受投資公司之款項	1,444	1,444

The amounts due from investee companies are unsecured, interest-free and have no fixed terms of repayment. In the opinion of the Directors, the amounts will not be repaid within the next twelve months from the balance sheet date and therefore the amounts are classified as non-current.

應收受投資公司之款項為無抵押、不計利息，及無指定還款期。董事認為，該筆款項將不會於結算日起計十二個月內償還，故劃分為非流動性質。

21. OTHER ASSETS

Other assets as at 31st December 2004 are set out below. Upon the application of HKAS 39 on 1st January 2005, other assets were reclassified to appropriate categories under HKAS 39 (see note 2 for details).

21. 其他資產

二零零四年十二月三十一日之其他資產如下。於二零零五年一月一日採納香港會計準則第39號後，其他資產已根據香港會計準則第39號重新分類至適當之類別（詳情請參閱附註2）。

	2004 HK\$'000 港幣千元
Club memberships, at cost 會所會籍，成本值	15,764
Less: Impairment loss recognised 減：已確認減值虧損	(8,460)
	7,304
Overseas investment fund, at cost 海外投資基金，成本值	4,021
	11,325

22. INVENTORIES**22. 存貨**

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Raw materials 原料	211,434	201,044
Work in progress 在製品	72,118	55,436
Finished goods 製成品	205,989	111,470
	489,541	367,950

Included in above are raw materials of approximately HK\$102,753,000 (2004: HK\$138,561,000), work in progress of approximately HK\$63,000 (2004: HK\$54,599,000) and finished goods of approximately HK\$15,780,000 (2004: HK\$15,801,000) which are carried at net realisable value.

上述包括原料約港幣102,753,000元(二零零四年：港幣138,561,000元)、在製品約港幣63,000元(二零零四年：港幣54,599,000元)及製成品約港幣15,780,000元(二零零四年：港幣15,801,000元)，均以可變現淨值列賬。

23. TRADE AND OTHER RECEIVABLES**23. 貿易及其他應收賬款**

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Trade receivables 貿易應收賬款	933,600	953,992
Less: Allowance for bad and doubtful debts 減：呆壞賬撥備	(47,482)	(57,491)
	886,118	896,501
Other receivables 其他應收賬款	41,182	29,218
Total trade and other receivables 貿易及其他應收賬款總額	927,300	925,719

23. TRADE AND OTHER RECEIVABLES (Continued)

The Group allows an average credit period of 60 days to its trade customers. In addition, for certain customers with long-established relationship, a longer credit period is granted. The following is an aged analysis of trade and other receivables at the balance sheet date:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Trade receivable 貿易應收賬款		
0 to 30 days 0至30天	548,339	316,707
31 to 60 days 31至60天	127,866	202,145
61 to 90 days 61至90天	64,086	133,801
Over 90 days 90天以上	145,827	243,848
	886,118	896,501
Other receivables 其他應收賬款	41,182	29,218
	927,300	925,719

The fair values of the Group's trade and other receivables at 31st December 2005 was approximated to the corresponding carrying amounts.

24. BILLS RECEIVABLE

The bills receivable were all due within 31 to 60 days from the balance sheet date.

25. PLEDGED BANK DEPOSITS

The amounts represented bank deposits pledged to secure custom declaration requirements of a subsidiary in Taiwan.

23. 貿易及其他應收賬款 (續)

本集團給予貿易客戶平均60天之信貸期。此外，就已建立長期關係之若干客戶而言，本集團會給予較長之信貸期。以下為於結算日之貿易應收賬款之賬齡分析：

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Trade receivable 貿易應收賬款		
0 to 30 days 0至30天	548,339	316,707
31 to 60 days 31至60天	127,866	202,145
61 to 90 days 61至90天	64,086	133,801
Over 90 days 90天以上	145,827	243,848
	886,118	896,501
Other receivables 其他應收賬款	41,182	29,218
	927,300	925,719

本集團於二零零五年十二月三十一日貿易及其他應收賬款之公平值與相關賬面值相若。

24. 應收票據

所有應收票據均於結算日起計31至60天內到期。

25. 已抵押銀行存款

該數額乃就一間位於台灣之附屬公司之報關需要而用作抵押之銀行存款。

26. TRADE AND OTHER PAYABLES

The following is an aged analysis of trade and other payables at the balance sheet date:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Trade payable 貿易應付賬款		
0 to 30 days 0至30天	197,629	204,147
31 to 60 days 31至60天	86,879	133,090
61 to 90 days 61至90天	38,985	22,055
Over 90 days 90天以上	236,892	194,065
	560,385	553,357
Other payables 其他應付賬款	169,738	204,736
	730,123	758,093

The fair values of the Group's trade and other payables at 31st December 2005 was approximated to the corresponding carrying amounts.

27. SHAREHOLDERS' LOAN

The loan was unsecured and beared interest at commercial rate.

26. 貿易及其他應付賬款

以下為於結算日之貿易應付賬款之賬齡分析：

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Trade payable 貿易應付賬款		
0 to 30 days 0至30天	197,629	204,147
31 to 60 days 31至60天	86,879	133,090
61 to 90 days 61至90天	38,985	22,055
Over 90 days 90天以上	236,892	194,065
	560,385	553,357
Other payables 其他應付賬款	169,738	204,736
	730,123	758,093

本集團於二零零五年十二月三十一日貿易及其他應付賬款之公平值與相關賬面值相若。

27. 股東貸款

該貸款為無抵押及按商業利率計息。

28. BANK BORROWINGS

28. 銀行借貸

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Bills payable 應付票據	119,246	286,063
Bank overdrafts 銀行透支	198	6,672
Bank loans 銀行貸款	540,055	365,366
	659,499	658,101
Secured 有抵押	-	7,904
Unsecured 無抵押		
- term loan 定期貸款	332,500	231,000
- others 其他	326,999	419,197
	659,499	658,101

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The maturity profile of the above bank borrowings is as follows:

上述銀行借貸之到期日如下：

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
On demand or within one year 應要求或一年內	421,999	483,101
More than one year, but not exceeding two years 超過一年但不多於兩年	95,000	50,000
More than two years, but not exceeding five years 超過兩年但不多於五年	142,500	125,000
	659,499	658,101
Less: Amounts due within one year shown under current liabilities 減：列入流動負債一年內到期之款項	(421,999)	(483,101)
Amounts due after one year 一年後到期之款項	237,500	175,000

28. BANK BORROWINGS (Continued)

The bank loans are variable-rate borrowings with effective interest rates (which are also equal to contracted interest rates) ranging from 1.045% to 5.19% denominated in Hong Kong Dollars. Interest is normally refixed at every one to six months.

During the year, the Group obtained new loans in the amount of HK\$453,190,000. The loans bear interest at market rates and will be repayable within the coming 3 years.

The directors consider that the carrying amount of bank borrowings is approximated to their fair value.

28. 銀行借貸 (續)

上述所有銀行貸款按不同息率計息，實際利率(相等於訂約之利率)由1.045厘至5.19厘不等，並以港幣列值。利率一般每一至六個月重新釐定。

於年內，本集團獲取新貸款港幣453,190,000元。該貸款按市場息率計息，並將於3年內償還。

董事認為銀行貸款之賬面值與其公平價值相若。

29. OBLIGATIONS UNDER FINANCE LEASES

29. 融資租賃承擔

	Minimum lease payments		Present value of minimum lease payments	
	2005	2004	2005	2004
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	港幣千元	港幣千元	港幣千元	港幣千元
Amounts payable under finance leases				
根據融資租賃應付之數額				
Within one year 一年之內	4,790	4,797	4,323	4,315
In the second to fifth year inclusive	3,417	7,918	3,092	7,125
第二至第五年內				
After five years 五年後	-	-	-	-
	8,207	12,715	7,415	11,440
Less: Future finance charges	(792)	(1,275)	-	-
減：日後融資費用				
Present value of lease obligations	7,415	11,440	7,415	11,440
租賃承擔之現值				
Less: Amount due for settlement				
within one year shown under				
current liabilities			(4,323)	(4,315)
減：列入流動負債於一年內到期結清之款項				
Amount due for settlement after one year			3,092	7,125
於一年後到期結清之款項				

29. OBLIGATIONS UNDER FINANCE LEASES (Continued)

It is the Group's policy to lease certain of its fixed assets under finance leases. The average lease term is 3 years. For the year ended 31st December 2005, the average effective borrowing rate was 4.5 % p.a.. Interest rates are fixed at the contract date. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

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

The directors consider that the carrying amount of the obligations under finance leases is approximated to their fair value.

30. SHARE CAPITAL

29. 融資租賃承擔 (續)

本集團之政策乃按融資租賃租賃其若干固定資產。平均租賃期限為三年。截至二零零五年十二月三十一日止年度，平均實際借款利率為每年4.5%。利率於合約日期釐定。所有租賃均按固定還款基準進行，本集團並無就或然租金訂立任何安排。

本集團之融資租賃承擔乃以出租人收取出租資產之費用作擔保。

董事認為融資租賃承擔之賬面值與其公平價值相若。

30. 股本

	Number of shares 股份數目	HK\$'000 港幣千元
Ordinary shares of HK\$0.10 each 每股面值港幣0.10元之普通股		
Authorised 法定股本：		
At 1st January 2004, 31st December 2004 and 2005 於二零零四年一月一日、二零零四年及 二零零五年十二月三十一日	1,000,000,000	100,000
Issued and fully paid 已發行及繳足股本		
At 1st January 2004, 31st December 2004 and 2005 於二零零四年一月一日、二零零四年及 二零零五年十二月三十一日	692,791,964	69,279

Neither the Company nor any of the subsidiaries purchased, sold or redeemed any of the Company's listed securities during the year.

本公司或其任何附屬公司並無於年內購買、出售或贖回本公司任何上市證券。

31. DEFERRED TAXATION

The followings are the major deferred tax assets/(liabilities) recognised by the Group and movements thereon during the year.

31. 遞延稅項

以下是本年度經本集團確認之主要遞延稅項資產／（負債）及其變動。

	Accelerated tax depreciation 加速稅項折舊 HK\$'000 港幣千元	Estimated tax loss 預計 稅項虧損 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元	Total 合共 HK\$'000 港幣千元
At 1st January 2004 於二零零四年一月一日	(2,574)	350	2,280	56
Credit to the income statement for the year 於本年度收益表計入	145	293	2,277	2,715
At 31st December 2004 and 1st January 2005 於二零零四年十二月三十一日及 二零零五年一月一日	(2,429)	643	4,557	2,771
(Charge)/credit to the income statement for the year 於本年度收益表(扣除)／計入	651	248	(1,541)	(642)
At 31st December 2005 於二零零五年十二月三十一日	(1,778)	891	3,016	2,129
			2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Deferred tax assets 遞延稅項資產			2,872	4,402
Deferred tax liabilities 遞延稅項負債			(743)	(1,631)
			2,129	2,771

At 31st December 2005, the Group has unused tax losses of HK\$203 million (2004: HK\$196 million) available for offsetting against future profits. No deferred tax asset has been recognised of such losses due to the unpredictability of future profit streams. Included in unused tax losses are losses of HK\$58 million (2004: HK\$72 million) that will expire in 2010. Other tax losses may be carried forward indefinitely.

於二零零五年十二月三十一日，本集團未使用之稅項虧損為港幣203,000,000元（二零零四年：港幣196,000,000元），可用來抵銷未來溢利。由於不能預知未來溢利之趨勢，故此不能確認這些虧損為遞延稅項資產。未動用稅務虧損包括將於二零一零年屆滿之虧損港幣58,000,000元（二零零四年：港幣72,000,000元）。其他稅項虧損或會無限期結轉。

32. ACQUISITION OF A SUBSIDIARY

In 2004, the Group acquired 100% of the equity interest in 東莞湖豪電子有限公司 for a cash consideration of HK\$500,000. This transaction has been accounted for by the purchase method of accounting.

32. 收購一家附屬公司

於二零零四年，本集團收購東莞湖豪電子有限公司之所有股本權益，現金作價為港幣500,000元。此項交易已採用會計收購法入賬。

	2004 HK\$'000 港幣千元
Net assets acquired 收購資產淨值：	
Cash and bank balances 現金及銀行結餘	500
Satisfied by 下列方式支付：	
Cash 現金	500
Net cash inflow arising on acquisition 收購淨現金流入：	
Cash consideration 現金作價	500
Cash and bank balances acquired 已收購現金及銀行結餘	(500)
	-

33. COMMITMENTS AND CONTINGENT LIABILITIES

33. 承擔及或然負債

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
(a) Capital expenditure in respect of acquisition of fixed assets contracted for but not provided for in the financial statements 購買固定資產已訂約 但未於財務報表撥備之資本開支	-	157
(b) Operating lease commitments for future minimum lease payments under non-cancellable operating leases in respect of land and buildings and motor vehicles which fall due as follows: 不可撤銷之土地、樓宇及汽車營業租賃之 未來最低租金之經營租賃承擔 於以下期間屆滿： - Within one year 一年內 - In the second to fifth year inclusive 第二至第五年內(首尾兩年包括在內)	6,436 4,224	6,359 8,564
	10,660	14,923

33. COMMITMENTS AND CONTINGENT LIABILITIES (Continued)

Operating lease payments represents rentals payable by the Group for certain of its office premises, staff quarters and motor vehicles. Leases are negotiated and rentals are fixed for an average term of two to five years.

33. 承擔及或然負債 (續)

營業租賃付款指本集團就其若干辦公物業、員工宿舍及汽車應付之租金。租約之協商及租金之固定乃為兩年至五年之平均期限。

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
(c) Contingent liabilities in respect of: 有關以下項目之或然負債：		
– Bills discounted 貼現票據	–	3,747
– Trade receivables discounted with recourse 有追索權貼現應收貿易賬款	–	543

34. PLEDGE OF ASSETS

At the balance sheet date, certain fixed assets with net book value of approximately HK\$42 million (2004: HK\$44 million) were pledged to secure the Group's banking facilities and certain bank deposits (note 25) was pledged to secure the custom declaration requirements of the Group.

34. 資產抵押

於結算日，本集團已將賬面淨值約港幣42,000,000元（二零零四年：港幣44,000,000元）若干的固定資產作為本集團銀行信貸之抵押，亦已將若干銀行存款（附註25）抵押用作符合本集團之報關需要。

35. SHARE OPTION SCHEME

The Company's share option scheme (the Scheme), was adopted pursuant to a resolution passed on 30th May 2005 for the primary purpose of providing incentives to directors and eligible employees, and will expire on 29th May 2015. Under the Scheme, the Board of Directors of the Company may grant options to eligible employees, including directors of the Company and its subsidiaries, to subscribe for shares in the Company.

At 31st December 2005, the number of shares in respect of which options had been granted and remained outstanding under the Scheme was 66,250,000 (2004: nil), representing 9.56 % (2004: N/A) of the shares of the Company in issue at that date. 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, without prior approval from the Company's shareholders. The number of shares issued and to be issued in respect of which options granted and 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, without prior approval from the Company's shareholders. Options granted to substantial shareholders or independent non-executive directors in excess of 0.1% of the Company's share capital or with a value in excess of HK\$5,000,000 must be approved in advance by the independent non-executive Directors (excluding any independent non-executive Director who is a Grantee).

Options may be exercised after one year of its grant date, and options will vest (i) as to 25% (rounded down to the nearest whole underlying share) on the first anniversary of its Date of Grant, and (ii) as to the remainder on the second anniversary of its grant date. The exercise price is determined by the directors of the Company, and will not be less than the higher of (i) the closing price of the Company's shares on the date of grant, (ii) the average closing price of the shares for the five business days immediately preceding the date of grant; and (iii) the nominal value of the Company's share.

35. 購股權計劃

本公司根據二零零五年五月三十日之決議案採納之購股權計劃（「計劃」），主要目的為董事及合資格僱員提供獎勵，計劃將於二零一五年五月二十九日屆滿。根據計劃，本公司董事會可向合資格僱員（包括本公司及其附屬公司董事）授予購股權，以認購本公司股份。

於二零零五年十二月三十一日，根據計劃已授出但尚未行使購股權所涉及之股份數目為66,250,000股（二零零四年：無），佔本公司於該日已發行股份之9.56%（二零零四年：無）。倘未經本公司股東事先批准，根據計劃可能授出之購股權所涉及之股份總數，不得超過本公司於批准計劃當日不時已發行股份之10%。倘未經本公司股東事先批准，任何個別人士於一年內任何時間可能獲授之購股權所涉及之股份數目，不得超過本公司不時已發行股份之1%。向主要股東或獨立非執行董事授出購股權時，如購股權所涉及之股份超出本公司股本之0.1%或價值港幣5,000,000元以上，則須獲得本公司獨立非執行董事事先批准（不包括任何獲授購股權之獨立非執行董事）。

購股權可於授出日期後一年行使，並(i)於授出日期起計首個週年日歸屬25%之購股權；及(ii)於授出日期起計第二個週年日歸屬餘下之購股權。行使價乃由本公司董事釐定，且不會少於下列三者之較高者：(i)於授出日期本公司股份之收市價；(ii)緊接授出日期前五個營業日股份之平均收市價；及(iii)本公司股份之面值。

35. SHARE OPTION SCHEME (Continued)

Details of specific categories of options are as follows:

2005 Scheme

Date of grant 授出日期	Exercisable period 行使期	Vesting period 歸屬期	Exercise price 行使價	Number of share options 購股權數目			Cancelled/ lapsed during the year 於年內 註銷/失效	Outstanding at 31st December 2005 於 二零零五年 十二月 三十一日 尚未行使
				Outstanding at 1st January 2005 於 二零零五年 一月一日 尚未行使	Granted during the year 於年內授出	Exercised during the year 於年內行使		
22.7.2005	22.7.2006 – 21.7.2015	22.7.2005 – 21.7.2006	HK\$0.56 港幣0.56元	-	16,350,000	-	(200,000)	16,150,000
22.7.2005	22.7.2007 – 21.7.2015	22.7.2006 – 21.7.2007	HK\$0.56 港幣0.56元	-	49,050,000	-	-	49,050,000
26.9.2005	26.9.2006 – 25.9.2015	26.9.2005 – 25.9.2006	HK\$0.59 港幣0.59元	-	262,500	-	-	262,500
26.9.2005	26.9.2007 – 25.9.2015	26.9.2006 – 25.9.2007	HK\$0.59 港幣0.59元	-	787,500	-	-	787,500

The following table discloses movements of the Company's share options held by directors and employees during the year:

	Exercise price 行使價	Number of share options 購股權數目			Cancelled/ lapsed during the year 於年內 註銷/失效	Outstanding at 31st December 2005 於二零零五年 十二月 三十一日 尚未行使
		Outstanding at 1st January 2005 於二零零五年 一月一日 尚未行使	Granted during the year 於年內授出	Exercised during the year 於年內行使		
Directors 董事	HK\$0.56 港幣0.56元	-	20,400,000	-	-	20,400,000
Employees 僱員	HK\$0.56 港幣0.56元	-	45,000,000	-	(200,000)	44,800,000
	HK\$0.59 港幣0.59元	-	1,050,000	-	-	1,050,000
		-	66,450,000	-	(200,000)	66,250,000

35. 購股權計劃 (續)

每類購股權之詳情載列如下：

二零零五年計劃

Date of grant 授出日期	Exercisable period 行使期	Vesting period 歸屬期	Exercise price 行使價	Number of share options 購股權數目			Cancelled/ lapsed during the year 於年內 註銷/失效	Outstanding at 31st December 2005 於 二零零五年 十二月 三十一日 尚未行使
				Outstanding at 1st January 2005 於 二零零五年 一月一日 尚未行使	Granted during the year 於年內授出	Exercised during the year 於年內行使		
22.7.2005	22.7.2006 – 21.7.2015	22.7.2005 – 21.7.2006	HK\$0.56 港幣0.56元	-	16,350,000	-	(200,000)	16,150,000
22.7.2005	22.7.2007 – 21.7.2015	22.7.2006 – 21.7.2007	HK\$0.56 港幣0.56元	-	49,050,000	-	-	49,050,000
26.9.2005	26.9.2006 – 25.9.2015	26.9.2005 – 25.9.2006	HK\$0.59 港幣0.59元	-	262,500	-	-	262,500
26.9.2005	26.9.2007 – 25.9.2015	26.9.2006 – 25.9.2007	HK\$0.59 港幣0.59元	-	787,500	-	-	787,500

下表披露年內由董事及僱員持有之本公司購股權之變動如下：

35. SHARE OPTION SCHEME (Continued)

None of the above share options were exercisable at the end of the year.

During the year ended 31st December 2005, options were granted on 22nd July 2005 and 26th September 2005. The estimated fair values of the options granted on those dates are HK\$2,746,000, and HK\$33,000 respectively. (2004: Nil)

These fair values were calculated using the Black-Scholes-Merton Option Pricing Model. The inputs into the model were as follows:

	Date of grant	
	22.7.2005	26.9.2005
Closing share price on date of grant 於授出日期之股份收市價	HK\$0.56 港幣0.56元	HK\$0.58 港幣0.58元
Exercise price 行使價	HK\$0.56 港幣0.56元	HK\$0.59 港幣0.59元
Risk free rate 無風險折現率	3.12 – 3.22%	3.68 – 3.87%
Expected volatility 預期波幅	8.36%	4.22%

Expected volatility was determined by using the historical volatility of the Company's share price over the previous one year before the grant date.

The Group recognised the total expense of approximately HK\$717,000 for the year ended 31st December 2005 (2004: Nil) in relation to share options granted by the Company.

35. 購股權計劃 (續)

上述購股權概無於本年底可予以行使。

截至二零零五年十二月三十一日止年度，購股權曾於二零零五年七月二十二日及二零零五年九月二十六日授出。於有關日期授出購股權之估計公平值分別為港幣2,746,000元及港幣33,000元（二零零四年：無）。

該等公平值乃採用柏力克－舒爾斯期權定價模式計值。該模式之輸入如下：

	Date of grant	
	22.7.2005	26.9.2005
Closing share price on date of grant 於授出日期之股份收市價	HK\$0.56 港幣0.56元	HK\$0.58 港幣0.58元
Exercise price 行使價	HK\$0.56 港幣0.56元	HK\$0.59 港幣0.59元
Risk free rate 無風險折現率	3.12 – 3.22%	3.68 – 3.87%
Expected volatility 預期波幅	8.36%	4.22%

預期波幅乃以本公司股價於授出日期前一年之歷史波幅而釐定。

本集團確認截至二零零五年十二月三十一日止年度有關本公司授出購股權之總開支約港幣717,000元（二零零四年：無）。

36. RETIREMENT BENEFITS SCHEMES

36. 退休福利計劃

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Retirement benefits assets (obligations):- 退休福利資產(承擔)：－		
– Defined contribution plans 定額供款計劃	(1,351)	(1,546)
– Defined benefits plans 定額福利計劃	(323)	92
	(1,674)	(1,454)

Defined contribution plans

The Group participates in both a pension scheme which is registered under the Occupational Retirement Scheme Ordinance (the “ORSO Scheme”) and a Mandatory Provident Fund Scheme (the “MPF Scheme”) established in December 2000 for all qualifying employees in Hong Kong. The schemes are defined contribution retirement schemes administered by independent trustees. Employees who were members of the ORSO Scheme prior to the establishment of the MPF Scheme were offered a choice of staying within the ORSO Scheme or switching to the MPF Scheme, whereas all new employees joining the Group on or after 1st December 2000 are required to join either scheme.

The employees of the Group’s subsidiaries in the PRC are members of a state-managed retirement benefit plan operated by the government of the PRC.

The employer and employees under the schemes are each required to make contributions at a specific rate. The only obligation of the Group with respect to the Schemes is to make the required contributions.

Where there are employees who leave the ORSO Scheme prior to vesting fully in the contributions, the contributions payable by the Group are reduced by the amount of forfeited contributions. The amount of forfeited contributions utilised in this manner during the year was approximately HK\$369,000 (2004: HK\$497,000).

定額供款計劃

本集團參與根據職業退休計劃條例註冊之退休金計劃(職業退休計劃)及於二零零零年十二月為香港所有合資格僱員而設之強制性公積金計劃(強積金計劃)。該等計劃皆是定額供款退休計劃，由獨立信託人管理。於強積金計劃成立前參與職業退休計劃之僱員，可選擇繼續參與職業退休計劃或轉為參與強積金計劃，而於二零零零年十二月一日或之後加入本集團之僱員則需參與當中任何一個計劃。

本集團在中國之附屬公司之員工均是國家管理之退休福利計劃之成員。該計劃由中國政府運作。

參與強積金計劃之僱主及僱員需各自按規定之比率向強積金計劃供款。本集團對該計劃唯一之責任為作出所須之供款。

倘僱員在供款全數歸屬其所有前退出職業退休計劃，本集團所供款項將扣減沒收之供款，本年度以此方式動用之沒收供款之金額約為港幣369,000元(二零零四年：港幣497,000元)。

36. RETIREMENT BENEFITS SCHEMES (Continued)

Defined contribution plans (Continued)

At the balance sheet date, there are no significant forfeited contributions, which arose upon employees leaving the retirement benefits schemes and which are available to reduce the contributions payable by the Group in future years. (2004: Nil)

The total employer's contribution to the above retirement benefit plan and other local arrangement charged to the consolidated income statement, net of forfeited contribution amounted to approximately HK\$5,120,000 (2004: HK\$6,442,000).

Defined benefit plans

The Group operates defined benefit plans for qualifying employees of its subsidiary in Taiwan. The schemes are administrated by independent trustees with their assets held separately from those of the Group. Under the plans, the employees are entitled to a lump sum benefit equal to certain percentage of final salary on attainment of a retirement age of 55. No other post-retirement benefits are provided.

The most recent actuarial valuations of plan assets and the present value of the defined benefit obligation were carried out at 31st December 2005 by a local qualified actuary. The present value of the defined benefit obligation, the related current service cost and past service cost were measured using the projected unit credit method.

The actuarial valuation showed that the market value of plan assets was approximately HK\$5,719,000 (2004: HK\$5,292,000) and that the actuarial valuation of these assets represented 50% (2004: 58%) of the benefits that had accrued to members. The shortfall of approximately HK\$5,742,000 (2004: HK\$3,776,000) is to be cleared over the estimated remaining service period of the current membership of 21 years.

36. 退休福利計劃 (續)

定額供款計劃 (續)

於結算日，概無任何因僱員退出退休福利計劃，且可供扣減本集團於未來年度應付供款之重大已沒收供款。(二零零四年：無)

於綜合收益表內僱主對上述退休福利計劃及其他當地安排之供款扣除已沒收供款總額約為港幣5,120,000元(二零零四年：港幣6,442,000元)。

定額福利計劃

本集團為在台灣附屬公司之合資格僱員設立定額福利計劃。該計劃由獨立信託人管理，其資產與本集團的資產分開持有。根據計劃，僱員有權享有一筆數額相等於年滿55歲退休年齡時最終酬金之某一百分比。並沒有其他退休後福利提供。

計劃資產之最近期精算估值及定額福利承擔之現值已於二零零五年十二月三十一日由當地認可精算師實行。定額福利承擔之現值、有關當期服務成本及以往服務成本均採用預計單位成本法計算。

據精算估值所顯示，計劃資產之市值約為港幣5,719,000元(二零零四年：港幣5,292,000元)，該等資產之精算估值佔福利之50%(二零零四年：58%)。有關福利歸參與成員所有。有關約港幣5,742,000元(二零零四年：港幣3,776,000元)之差額，估計在現有成員餘下的21年服務年期內消除。

36. RETIREMENT BENEFITS SCHEMES (Continued)**Defined benefit plans (Continued)**

Amounts recognised in the consolidated income statement in respect of these defined benefits plans are as follows:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Current service cost 當期服務成本	288	769
Interest cost 利息成本	291	255
Expected loss on plan assets 計劃資產預計虧損	(151)	(113)
Amortisation of net transitional obligations 過渡承擔淨額之攤銷	15	15
Amortisation of gain on defined benefits plans 定額福利計劃收益之攤銷	57	14
Amortisation of past service cost 以往服務成本之攤銷	164	158
	664	1,098

The charge for the year has been included in staff costs.

The actual loss on plan assets was approximately HK\$63,000 (2004: HK\$18,000).

The amount included in the consolidated balance sheet arising from the Group's obligations in respect of its defined benefit plans is as follows:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Present value of funded obligations 已撥款的承擔之現值	(11,461)	(9,067)
Unrecognised actuarial losses 未確認之精算虧損	2,260	484
Unrecognised past service cost 未確認之以往服務成本	2,903	3,108
Unrecognised net transitional obligations 未確認之過渡承擔淨額	256	275
Fair value of plan assets 計劃資產公平值	5,719	5,292
	(323)	92

36. 退休福利計劃 (續)**定額福利計劃 (續)**

綜合收益表中確認之有關上述定額福利計劃之金額如下：

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Current service cost 當期服務成本	288	769
Interest cost 利息成本	291	255
Expected loss on plan assets 計劃資產預計虧損	(151)	(113)
Amortisation of net transitional obligations 過渡承擔淨額之攤銷	15	15
Amortisation of gain on defined benefits plans 定額福利計劃收益之攤銷	57	14
Amortisation of past service cost 以往服務成本之攤銷	164	158
	664	1,098

本年度有關費用已計入員工成本內。

計劃資產之實際虧損約為港幣63,000元 (二零零四年：港幣18,000元)。

因本集團就其定額福利計劃而產生並已計入綜合資產負債表內之金額如下：

36. RETIREMENT BENEFITS SCHEMES (Continued)**Defined benefit plans (Continued)**

Analysis for financial reporting purpose:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
Non-current asset 非流動資產	-	92
Non-current liability 非流動負債	(323)	-
	(323)	92

Movements in the net asset (liability) in the current year were as follows:

本年度淨資產(負債)變動如下:

	2005 HK\$'000 港幣千元	2004 HK\$'000 港幣千元
At 1st January 於一月一日	92	(486)
Amounts charged to the consolidated income statement 於收益表中扣除之數額	(863)	(1,098)
Contributions 供款	448	1,676
At 31st December 於十二月三十一日	(323)	92

The principal actuarial assumptions used as at 31st December 2005 (expressed as weighted average) are as follows:-

於二零零五年十二月三十一日其採用之主要精算假設(以加權平均值顯示)如下:-

Key assumptions used 採用之主要假設:	2005	2004
Discount rate 貼現率	2.5%	3%
Expected return on plan assets 計劃資產之預計回報	2.5%	3%
Expected rate of salary increases 預計薪酬增長率	3.5%	3.5%

37. RELATED PARTY TRANSACTIONS

During the year, the Group has entered into the following transactions with its related parties:

	Trade sales		Trade purchases		Loan interest income		Rental expenses	
	貿易銷售		貿易購貨		貸款利息收入		租金開支	
	2005	2004	2005	2004	2005	2004	2005	2004
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
Related parties (note a) 關連人士(附註a)	1,838	5,693	(9)	9,638	483	814	290	290

Notes:

(a) Related parties are companies of which Directors are close family members of Mr. Senta Wong and a company which is a Supervisor of a subsidiary of the Group in Taiwan.

The prices of the above transactions were determined by the Directors by reference to market prices for similar transactions.

37. 關連人士交易

本年度內，本集團與關連人士進行了下列交易：

附註：

(a) 關連人士乃董事為王忠桐先生家族成員之公司及為本集團台灣附屬公司監察人的公司。

以上交易的價格是由董事參照類似交易的市場價格所釐定。

38. PARTICULARS OF PRINCIPAL SUBSIDIARIES

Details of the principal subsidiaries at 31st December 2005 are as follows:

Name of Company 公司名稱	Nominal value of issued and paid up capital 已發行及 實收資本面值	Percentage of ownership interest 擁有權益 之百分比	Place of incorporation/ operation 成立/ 經營地點	Principal activities 主要業務
<i>Direct subsidiary 直接附屬公司</i>				
Brilliant International Limited#	US\$12,000 12,000美元	100	Bermuda/PRC 百慕達/ 中國	Investment holding 投資控股
Taiwan Kong King Co., Limited# 台灣港建股份有限公司#	NT\$356,132,400 新台幣356,132,400元	67.44	Taiwan 台灣	Trading and distribution 貿易及經銷
WKK America (Holdings) Inc. #	US\$45,000 45,000美元	100	United States of America 美國	Marketing 市場拓展
WKK Japan Limited#	Yen50,000,000 50,000,000日圓	100	Japan 日本	Marketing 市場拓展

38. 主要附屬公司詳情

於二零零五年十二月三十一日，主要附屬公司詳情如下：

38. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued) 38. 主要附屬公司詳情 (續)

Name of Company 公司名稱	Nominal value of issued and paid up capital 已發行及 實收資本面值	Percentage of ownership interest 擁有權益 之百分比	Place of incorporation/ operation 成立/ 經營地點	Principal activities 主要業務
<i>Direct subsidiary (Continued) 直接附屬公司 (續)</i>				
WKK (Holdings) Limited (Formerly known as Wong's Kong King (Holdings) Limited) 王氏港建(集團)有限公司	HK\$47,687,809 港幣47,687,809元	100	Hong Kong 香港	Investment holding 投資控股
Wong's Kong King (Singapore) Pte. Limited #	S\$1,000,000 坡幣1,000,000元	100	Singapore 新加坡	Trading and distribution in electronics components and printed circuit boards and other related products 電子零件及印 刷電路板及 其他有關產 品貿易及經銷
<i>Indirect subsidiary 間接附屬公司</i>				
Dongguan Wong's Kong King Electronics Co., Limited*# 東莞王氏港建電子有限公司*#	HK\$463,854,419 港幣463,854,419元	100	PRC 中國	Manufacturing and selling of electrical and electronic products 製造及銷售電 器及電子產品
東莞港建摩頓光像薄膜有限公司*#	HK\$8,921,083 港幣8,921,083元	100	PRC 中國	Manufacturing of film products 製造光像薄膜產品
Headway Holdings Limited# 進展控股有限公司#	US\$1,500,000 1,500,000美元	67.44	Samoa 薩摩亞	Trading and investment holding 貿易及投資控股
Hong Kong Taiwan Kong King Limited 香港台灣港建有限公司	HK\$14,510,000 港幣14,510,000元	67.44	Hong Kong 香港	Trading and distribution of industrial products 貿易及經銷工業產品
Hiking International Company Limited 建置國際股份有限公司	HK\$7,800,000 港幣7,800,000元	54.63	Hong Kong 香港	Investment holding and provision for installation services 投資控股及 提供安裝服務

38. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued) 38. 主要附屬公司詳情 (續)

Name of Company 公司名稱	Nominal value of issued and paid up capital 已發行及 實收資本面值	Percentage of ownership interest 擁有權益 之百分比	Place of incorporation/ operation 成立/ 經營地點	Principal activities 主要業務
<i>Indirect subsidiary (Continued) 間接附屬公司 (續)</i>				
Hiking Technology (Suzhou) Company Limited*# 建置科技(蘇州)有限公司*#	US\$1,000,000 1,000,000美元	54.63	PRC 中國	Design, producing and testing of electronic components 設計、生產及測試 電子元件
WKK Asia Pacific Limited 王氏港建太平洋有限公司	US\$1 1美元	100	British Virgin Islands/ Hong Kong 英屬維爾京 群島/香港	Investment holding 投資控股
WKK China Limited 王氏港建中國有限公司	HK\$500,000 港幣500,000元	100	Hong Kong 香港	Trading, distribution and installation of turnkey production facilities 貿易、經銷及安裝 全套包辦式生產設備
WKK Distribution Limited 王氏港建經銷有限公司	HK\$1,000,000 港幣1,000,000元	100	Hong Kong 香港	Investment holding 投資控股
WKK Electronic Equipment Limited 王氏港建電子設備有限公司	HK\$2 港幣2元	100	Hong Kong 香港	Trading and distribution 貿易及經銷
WKK Engineering Service Limited 王氏港建機器維修服務有限公司	HK\$2,000 港幣2,000元	100	Hong Kong 香港	Provision of engineering services 工程維修服務
WKK Philippines Inc #	PHP1,000,000 菲律賓披索1,000,000	100	Philippines 菲律賓	Trading and distribution in printed circuit boards and other related products 印刷電路板及其他 有關產品貿易及經銷

38. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued) 38. 主要附屬公司詳情 (續)

Name of Company 公司名稱	Nominal value of issued and paid up capital 已發行及 實收資本面值	Percentage of ownership interest 擁有權益 之百分比	Place of incorporation/ operation 成立/ 經營地點	Principal activities 主要業務
<i>Indirect subsidiary (Continued) 間接附屬公司 (續)</i>				
WKK PCB Trading Limited 王氏港建電路板貿易有限公司	HK\$2 港幣2元	100	Hong Kong 香港	Trading and distribution 貿易及經銷
WKK Technology Limited 王氏港建科技有限公司	HK\$500,000 港幣500,000元	100	Hong Kong 香港	Manufacturing and selling of electrical and electronic products 製造及銷售電器 及電子產品
WKK (Thailand) Limited #	Common shares – Thai Baht 2,450,000 普通股 – 2,450,000泰銖 Preference shares – Thai Baht 2,550,000 優先股 – 2,550,000泰銖	100	Thailand 泰國	Trading and distribution of industrial products 貿易及經銷工業產品
建懋電子科技(上海)有限公司* #	US\$200,000 200,000美元	67.44	PRC 中國	Development and consultation of electronic technology 電子科技發展 及顧問服務
港建日置股份有限公司#	NT\$59,400,000 新台幣59,400,000元	57.32	Taiwan 台灣	Manufacturing of industrial products 製造工業產品
王氏港建貿易(深圳)有限公司* #	HK\$6,000,000 港幣6,000,000元	100	PRC 中國	Trading and distribution in printed circuit boards and semi-conductors equipment 印刷電路板及半導體設備 貿易及經銷

38. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued) 38. 主要附屬公司詳情 (續)

Name of Company 公司名稱	Nominal value of issued and paid up capital 已發行及 實收資本面值	Percentage of ownership interest 擁有權益 之百分比	Place of incorporation/ operation 成立/ 經營地點	Principal activities 主要業務
<i>Indirect subsidiary (Continued) 間接附屬公司 (續)</i>				
王氏港建貿易(上海)有限公司* #	US\$550,000 550,000美元	100	PRC 中國	Trading and distribution in printed circuit boards and semi-conductors equipment 印刷電路板及半導體設備 貿易及經銷
王氏港建(上海)設備維修服務有限公司**#	US\$210,000 210,000美元	100	PRC 中國	Provision of maintenance and after sales services 提供維修及售後服務
WKK Travel Limited 王氏港建旅遊有限公司	HK\$4,600,000 港幣4,600,000元	100	Hong Kong 香港	Travel ticketing 旅遊票務
Dongguan Nissin Plastic Products Limited * # 東莞日新塑膠製品有限公司*#	HK\$53,048,054 港幣53,048,054元	100	PRC 中國	Manufacturing of plastic products 製造塑膠產品
Grace Year Enterprises Limited 仲年企業有限公司	HK\$2 港幣2元	100	Hong Kong 香港	Trading and distribution of plastic products 塑膠產品貿易及經銷
Nissin Co. Limited	US\$4,500,001 4,500,001美元	100	British Virgin Islands/ Hong Kong 英屬維爾京 群島/香港	Investment holding and trading and distribution of plastic products 投資控股、塑膠產 品貿易及經銷
* Company registered as wholly-owned foreign enterprises under PRC law.			* 根據中國法律註冊成為全外資企業。	
** Company registered as cooperative joint venture under PRC law.			** 根據中國法律註冊成為合作合營公司。	
# Companies not audited by Messrs. ShineWing (HK) CPA Limited.			# 非由信永中和(香港)會計師事務所有限公司審核之公司。	

38. PARTICULARS OF PRINCIPAL SUBSIDIARIES (Continued)

The above table lists the subsidiaries of the Group which, in the opinion of the directors, principally affected the results or assets of the Group. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

None of the subsidiaries had issued any debt securities subsuting at the end of the year or any time during the year.

39. PARTICULARS OF PRINCIPAL ASSOCIATES

Details of the principal associates at 31st December 2005 are as follows:

Name of company 公司名稱	Form of business structure 企業結構形式	Place of incorporation/ operation 成立／ 經營地點	Class of Share held 持有股份 類別	Percentage of ownership interest % 擁有權權 益之百分比	Principal activities 主要業務
Golden Crown Limited #	Incorporated 註冊成立	British Virgin Islands 英屬維爾京 群島	Ordinary 普通股	50	Investment holding 投資控股
W.S. Wong & Sons Investment (Nanchang) Limited # 王華湘父子投資(南昌)有限公司#	Wholly foreign owned enterprise 全外資企業	PRC 中國	Ordinary 普通股	50	Investment holding 投資控股
Wong's Holding China Investment Limited 王氏集團中國投資有限公司	Incorporated 註冊成立	Hong Kong 香港	Ordinary 普通股	50	Investment holding 投資控股

The above table lists the associates of the Group which, in the opinion of the directors, principally affected the results or assets of the Group. To give details of other associates would, in the opinion of the directors, result in particulars of excessive length.

Companies not audited by Messrs. ShineWing (HK) CPA Limited.

38. 主要附屬公司詳情 (續)

上表載列董事認為對本集團之業績或資產有重要影響之附屬公司。董事認為，提供其他附屬公司之詳情將導致資料過於冗長。

附屬公司於年結日或年內任何時間概無尚未償還債務證券。

39. 主要聯營公司詳情

於二零零五年十二月三十一日，主要聯營公司詳情如下：

上表載列董事認為對本集團之業績或資產有重要影響之聯營公司。董事認為，提供其他聯營公司之詳情將導致資料過於冗長。

非由信永中和(香港)會計師事務所有限公司審核之公司。