

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 September 2006
截至二零零六年九月三十日止六個月

1. Basis of Preparation

The condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”).

2. Principal Accounting Policies

The condensed consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values.

The accounting policies used in the condensed consolidated financial statements are consistent with those followed in the preparation of the Group’s consolidated financial statements for the year ended 31 March 2006, except that, in the current period, the Group has applied, for the first time, the following new or amendments to Hong Kong Financial Reporting Standards (“HKFRSs”), HKAS and Interpretations (“HK(IFRIC) – INTs”) (hereinafter collectively referred to as the “new HKFRSs”) which are effective for accounting periods beginning on or after 1 December 2005, 1 January 2006 or 1 March 2006:

HKAS 19 (Amendment)	Actuarial Gains and Losses, Group Plans and Disclosures
HKAS 21 (Amendment)	Net Investment in a Foreign Operation
HKAS 39 (Amendment)	Cash Flow Hedge Accounting of Forecast Intragroup Transactions
HKAS 39 (Amendment)	The Fair Value Option
HKAS 39 & HKFRS 4 (Amendments)	Financial Guarantee Contracts
HK(IFRIC) – INT 4	Determining Whether an Arrangement Contains a Lease
HK(IFRIC) – INT 5	Rights to Interests Arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
HK(IFRIC) – INT 6	Liabilities Arising from Participating in a Specific Market – Waste Electrical and Electronic Equipment
HK(IFRIC) – INT 7	Applying the Restatement Approach under HKAS 29 “Financial Reporting in Hyperinflationary Economies”

1. 編製基準

簡明綜合財務報表乃根據香港聯合交易所有限公司證券上市規則附錄十六之適用披露規定及香港會計師公會（「香港會計師公會」）頒佈之香港會計準則（「香港會計準則」）第34號「中期財務報告」之規定而編製。

2. 主要會計政策

除若干金融工具按公平值計量外，簡明綜合財務報表乃根據歷史成本法編製。

簡明綜合財務報表所採納之會計政策與編製本集團於截至二零零六年三月三十一日止年度之綜合財務報表所採用者一致，惟於本期間，本集團首次採納下列多項由香港會計師公會頒佈並對二零零五年十二月一日、二零零六年一月一日或二零零六年三月一日或以後開始之會計期間生效之新訂及經修訂香港財務報告準則（「香港財務報告準則」）、香港會計準則及詮釋（「香港（國際詮釋委員會）－詮釋」）（下文統稱為「新訂香港財務報告準則」）：

香港會計準則第19號（經修訂）	精算收益及虧損、集團計劃及披露
香港會計準則第21號（經修訂）	外地業務之淨投資
香港會計準則第39號（經修訂）	預測集團內部交易之現金流量對沖會計處理
香港會計準則第39號（經修訂）	公平價值期權
香港會計準則第39號及香港財務報告準則第4號（經修訂）	財務擔保合同
香港（國際詮釋委員會）－詮釋第4號	釐定安排是否包括租賃
香港（國際詮釋委員會）－詮釋第5號	解除運作、復原及環境修復基金所產生權益之權利
香港（國際詮釋委員會）－詮釋第6號	參與特定市場所產生之負債－廢棄電力及電子設備
香港（國際詮釋委員會）－詮釋第7號	採用根據香港會計準則第29號「惡性通脹經濟財務申報」之重列處理法

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The adoption of the new HKFRSs had no material effect on how the results for the current or prior accounting periods have been prepared and presented.

The Group has not early applied the following new standards, amendments and interpretations that have been issued but are not yet effective and are pertinent to the operations of the Group:

HKAS 1 (Amendment)	Capital Disclosure ¹
HKFRS 7	Financial Instruments: Disclosures ¹
HK(IFRIC) – INT 8	Scope of HKFRS 2 ²
HK(IFRIC) – INT 9	Reassessment of Embedded Derivatives ³
HK(IFRIC) – INT 10	Interim Financial Reporting and Impairment ⁴

¹ Effective for annual periods beginning on or after 1 January 2007.

² Effective for annual periods beginning on or after 1 May 2006.

³ Effective for annual periods beginning on or after 1 June 2006.

⁴ Effective for annual periods beginning on or after 1 November 2006.

3. Segment Information

For management purposes, the Group's operations are currently organised into three operating divisions, namely management contracting, project management and facilities management. These divisions are the basis on which the Group reports its primary segment information.

In the previous period, the Group's operations were organised into four segments, namely building construction, civil engineering, project management and facilities management. During the period, management has reorganised the operating segments by grouping the building construction and civil engineering segments into the management contracting segment as a result of change in the Group's internal organisational and management structure. Comparative segment information has been restated accordingly.

採納新訂香港財務報告準則對本會計期間或前會計期間之業績編製及呈列方式並無任何重大影響。

本集團並無提早應用下列已頒佈惟尚未生效並與本集團業務相關之新準則、修訂及詮釋：

香港會計準則第1號(經修訂)	資本披露 ¹
香港財務報告準則第7號	金融工具：披露 ¹
香港(國際詮釋委員會) — 詮釋第8號	香港財務報告準則第2號之範疇 ²
香港(國際詮釋委員會) — 詮釋第9號	重新評估嵌入式衍生工具 ³
香港(國際詮釋委員會) — 詮釋第10號	中期財務報告及減值 ⁴

¹ 由二零零七年一月一日或以後開始之全年期間有效。

² 由二零零六年五月一日或以後開始之全年期間有效。

³ 由二零零六年六月一日或以後開始之全年期間有效。

⁴ 由二零零六年十一月一日或以後開始之全年期間有效。

3. 分部資料

就管理而言，本集團之業務現時分為三個經營部門，分別為承建管理、項目管理及設施管理。此等部門為本集團匯報其主要分部資料之基準。

於上年度，本集團之業務乃分為四個分部，分別為樓宇建造、土木工程、項目管理及設施管理。期內，因應本集團內部結構及管理架構變動，管理層將其經營分部重組，方式為將樓宇建造及土木工程分部劃入承建管理分部。分部比較資料因而重列。

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For the six months ended 30 September 2006
截至二零零六年九月三十日止六個月

Business segment information for the six months ended 30 September 2006 is presented below:

截至二零零六年九月三十日止六個月之業務分部資料呈列如下：

		Management contracting 承建管理 HK\$'000 千港元	Project management 項目管理 HK\$'000 千港元	Facilities management 設施管理 HK\$'000 千港元	Others 其他 HK\$'000 千港元	Eliminations 對銷 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
TURNOVER	營業額						
External sales	對外銷售	1,558,423	2,550	10,347	–	–	1,571,320
Inter-segment sales	分部之間銷售	–	2,343	159	–	(2,502)	–
Total	總計	1,558,423	4,893	10,506	–	(2,502)	1,571,320
RESULTS	業績						
Segment results	分部業績	31,329	3,107	(1,391)	–	–	33,045
Unallocated corporate expenses	未分配企業開支	–	–	–	–	–	(22,928)
Other income	其他收入	–	–	–	–	–	17,063
Finance costs	融資成本	–	–	–	–	–	(3,475)
Share of results of associates	攤佔聯營公司業績	1,139	–	–	32,281	–	33,420
Share of results of jointly controlled entities	攤佔共同控制機構業績	(1)	–	–	–	–	(1)
Profit before taxation	除稅前溢利						57,124

Business segment information for the six months ended 30 September 2005 is presented below:

截至二零零五年九月三十日止六個月之業務分部資料呈列如下：

		Management contracting 承建管理 HK\$'000 千港元	Project management 項目管理 HK\$'000 千港元	Facilities management 設施管理 HK\$'000 千港元	Others 其他 HK\$'000 千港元	Eliminations 對銷 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
TURNOVER	營業額						
External sales	對外銷售	1,447,113	6,044	1,919	–	–	1,455,076
RESULTS	業績						
Segment results	分部業績	51,626	3,899	1,702	–	–	57,227
Unallocated corporate expenses	未分配企業開支	–	–	–	–	–	(18,023)
Other income	其他收入	–	–	–	–	–	3,009
Finance costs	融資成本	–	–	–	–	–	(5)
Share of results of associates	攤佔聯營公司業績	651	608	–	–	–	1,259
Share of results of jointly controlled entities	攤佔共同控制機構業績	2,101	–	–	–	–	2,101
Profit before taxation	除稅前溢利						45,568

Inter-segment sales are charged at market price or, where no market price was available, at terms determined and agreed by both parties.

分部之間之銷售額乃按市價收取或(倘並無可供參考之市價)按雙方釐定及同意之條款收取。

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4. Profit Before Taxation

4. 除稅前溢利

		Six months ended 30 September 截至九月三十日止六個月	
		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Profit before taxation has been arrived at after charging:	除稅前溢利已扣除：		
Depreciation of property, plant and equipment	物業、機械及設備之折舊	3,838	10,997
Less: Amount capitalised in respect of contracts in progress	減：撥作在建合約工程資本之數額	(667)	(714)
		3,171	10,283
Release of prepaid land lease payments	轉撥預付土地租賃款項	287	287
Share of tax of associates (included in share of results of associates)	攤佔聯營公司稅項（列入攤佔聯營公司業績）	7,283	331
Share of tax of jointly controlled entities (included in share of results of jointly controlled entities)	攤佔共同控制機構稅項（列入攤佔共同控制機構業績）	-	390
and after crediting:	並已計入：		
Interest income	利息收入	17,063	3,009

5. Taxation

5. 稅項

		Six months ended 30 September 截至九月三十日止六個月	
		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
The charge (credit) comprises:	稅項支出（抵免）包括：		
Hong Kong Profits Tax:	香港利得稅：		
Current period	本期間	-	1,871
Overprovision in prior periods	過往期間多計準備	-	(1,605)
		-	266
Overseas taxation	海外稅項	3,194	-
Deferred taxation	遞延稅項	-	(447)
Taxation attributable to the Company and its subsidiaries	本公司及其附屬公司應佔稅項	3,194	(181)

No tax is payable on the profit for the six months ended 30 September 2006 arising in Hong Kong since the assessable profit is wholly absorbed by tax losses brought forward.

截至二零零六年九月三十日止六個月，因於香港產生之應課稅溢利已由承前稅項虧損全面抵銷，因此並無任何應付利得稅項。

For the six months ended 30 September 2005, Hong Kong Profits Tax is calculated at the rate of 17.5% of the estimated assessable profits for that period.

截至二零零五年九月三十日止六個月，香港利得稅乃根據該期間之估計應課稅溢利按稅率17.5%計算。

Overseas taxation is calculated at the rates prevailing in the respective jurisdictions.

海外稅項乃根據各有關司法權區之現行稅率計算。

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簡明綜合財務報表附註(續)

For the six months ended 30 September 2006
截至二零零六年九月三十日止六個月

6. Dividends

6. 股息

		Six months ended 30 September 截至九月三十日止六個月	
		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Dividends recognised as distributions to equity holders of the Company during the current period:	於現期內確認為向本公司股權持有人分派之股息：		
Final dividend approved for prior year – 5.0 HK cents (2005: 6.0 HK cents) per share	於去年批准之末期股息 — 每股5.0港仙 (二零零五年： 6.0港仙)	29,098	34,602
Dividends proposed:	擬派股息：		
Interim dividend proposed for the current period – 3.5 HK cents (2005: 3.0 HK cents) per share	本期擬派中期股息 — 每股3.5港仙 (二零零五年： 3.0港仙)	20,395	17,391

The amount of the interim dividend proposed for the six months ended 30 September 2006, which will be in scrip form with a cash option, has been calculated by reference to the 582,705,379 issued shares as at the date of this interim report.

就截至二零零六年九月三十日止六個月宣派之中期股息將按以股代息連同現金選擇權之方式支付，其數額乃參照於本中期報告日期之已發行股份582,705,379股計算。

7. Earnings Per Share

7. 每股盈利

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

期間內本公司之股權持有人應佔之每股基本及攤薄盈利乃根據以下數據計算：

		Earnings Six months ended 30 September 盈利 截至九月三十日止六個月	
		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Profit for the period attributable to equity holders of the Company and earnings for the purposes of basic and diluted earnings per share	本公司之股權持有人應佔期內溢利及計算每股基本及攤薄盈利	54,188	45,754

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		Number of shares Six months ended 30 September 股份數目 截至九月三十日止六個月	
		2006 二零零六年	2005 二零零五年
Weighted average number of ordinary shares for the purposes of basic earnings per share	計算每股基本盈利之普通股加權平均數	581,958,779	576,699,394
Effect of dilutive potential ordinary shares: Share options	對普通股之潛在攤薄影響：購股權	548,071	—
Weighted average number of ordinary shares for the purposes of diluted earnings per share	計算每股攤薄盈利之普通股加權平均數	582,506,850	576,699,394

No diluted earnings per share was presented for the six months ended 30 September 2005 as no potential ordinary shares were outstanding during that period.

由於截至二零零五年九月三十日止六個月本公司並無任何未行使潛在普通股，故並無列報該期間內之每股攤薄盈利。

8. Property, Plant and Equipment

During the period, the Group spent approximately HK\$4,052,000 (2005: HK\$4,279,000) on property, plant and equipment to expand and upgrade its operating capacity. The Group also disposed of property, plant and equipment with an aggregate carrying value of approximately HK\$1,304,000 (2005: HK\$2,911,000).

8. 物業、機械及設備

於本期間內，本集團動用約4,052,000港元(二零零五年：4,279,000港元)於物業、機械及設備以擴張及提升經營能力。本集團亦出售總賬面值約1,304,000港元(二零零五年：2,911,000港元)之物業、機械及設備。

9. Debtors, Deposits and Prepayments

The Group's credit terms for its contracting business are negotiated at terms determined and agreed with its trade customers.

9. 應收賬款、訂金及預付款項

本集團合約承包業務之信貸期乃與貿易客戶磋商及訂立。

The following is an aged analysis of trade debtors at the reporting date:

以下為應收貿易賬款於報告日期之賬齡分析：

		30/9/2006 二零零六年 九月三十日 HK\$'000 千港元	31/3/2006 二零零六年 三月三十一日 HK\$'000 千港元
Within 90 days	90日內	555,205	504,501
More than 90 days and within 180 days	超過90日但於180日內	3,459	13,703
More than 180 days	超過180日	48,986	54,490
		607,650	572,694

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10. Creditors and Accrued Expenses

The following is an aged analysis of trade creditors at the reporting date:

		30/9/2006 二零零六年 九月三十日 HK\$'000 千港元	31/3/2006 二零零六年 三月三十一日 HK\$'000 千港元
Within 90 days	90日內	226,675	312,038
More than 90 days and within 180 days	超過90日但於180日內	12,644	22,037
More than 180 days	超過180日	8,872	13,085
		248,191	347,160

10. 應付賬款及應計開支

以下為應付貿易賬款於報告日期之賬齡分析：

11. Contingent Liabilities

		30/9/2006 二零零六年 九月三十日 HK\$'000 千港元	31/3/2006 二零零六年 三月三十一日 HK\$'000 千港元
Guarantee given to a bank in respect of banking facilities granted to an associate	就授予聯營公司之銀行信貸向銀行授出之擔保	9,454	9,454

11. 或然負債

In addition, a subsidiary of the Company is a defendant in a lawsuit brought during 2002 claiming approximately HK\$1,733,000 relating to the outstanding sum of the contract works done by a sub-contractor, Swee Kheng & Aster Marble Company Limited ("Swee Kheng"). The subsidiary filed a defence and counterclaim claiming payment from Swee Kheng of a sum of approximately HK\$162,000. The subsidiary has contested the claim vigorously and no provision has been made in the condensed consolidated financial statements.

此外，本公司之一家附屬公司於二零零二年內提出之一宗訴訟中為被告人，牽涉承包商瑞慶寶盈雲石有限公司(「瑞慶」)申索承造合約工程之逾期款項約1,733,000港元。該附屬公司已提出抗辯，並向瑞慶提出反索償約162,000港元。該附屬公司對該宗索償提出強烈爭議，簡明綜合財務報表內並無就此作出任何撥備。

12. Capital Commitments

		30/9/2006 二零零六年 九月三十日 HK\$'000 千港元	31/3/2006 二零零六年 三月三十一日 HK\$'000 千港元
Capital expenditure in respect of acquisition of property, plant and equipment contracted for but not provided in the condensed consolidated financial statements	就收購若干物業、機械及設備之已訂約但未於簡明綜合財務報表內撥備之資本開支	10,499	—

12. 資本承擔

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13. Related Party Transactions

- (a) During the period, the Group entered into the following transactions with related parties:

Class of related party 關連人士之類別	Nature of transactions 交易性質	Six months ended 30 September 截至九月三十日止六個月	
		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Associates of the Group 本集團之聯營公司	Rentals and related building management fee charged to the Group 本集團支付租金及相關物業管理費	6,649	—
	Purchase of concrete products by the Group 本集團購買混凝土產品	35	112
	Building manager remuneration charged by the Group 本集團收取物業經理酬金	600	—
	Carpark rental and consultancy fee charged by the Group 本集團收取租賃停車場及顧問費用	247	—
	Carpark rental, building management fee and motor car expenses charged to the Group 本集團支付租賃停車場、樓宇管理費用及汽車開支	1,834	—
Jointly controlled entity of the Group 本集團之共同控制機構	Service fee charged by the Group 本集團收取服務費	15	29
	Project management fee charged by the Group 本集團收取項目管理費	—	825
Fellow subsidiaries of the Group 本集團之同系附屬公司	Construction works charged by the Group 本集團收取建築工程費	—	242
	Rentals and related building management fee charged to the Group 本集團支付租金及相關物業管理費	—	5,706
	Building manager remuneration charged by the Group 本集團收取物業經理酬金	275	—
	Project management fee charged by the Group 本集團收取項目管理費	2,550	—
Other related company 其他關連公司	Interest charged by the Group 本集團收取利息	31	—

Other related company is a company in which certain close family members of a director of PYI Corporation Limited, the Company's ultimate holding company, have beneficial interest.

其他關連公司指本公司最終控股公司保華集團有限公司之董事之若干親密家族成員實益擁有之公司。

- (b) The remuneration of directors and other members of key management during the period was as follows:

		Six months ended 30 September 截至九月三十日止六個月	
		2006 二零零六年 HK\$'000 千港元	2005 二零零五年 HK\$'000 千港元
Short-term benefits	短期福利	4,749	2,468
Post-employment benefits	退休福利	57	65
Share-based payment expenses	以股份為基礎之付款	711	—
		5,517	2,533

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.

董事及主要行政人員之薪酬乃由薪酬委員會參考個別人員之表現及市場情況而釐定。

13. 關連人士交易

- (a) 期內，本集團與其關連人士訂立以下交易：

- (b) 董事及其他主要管理層成員之期內薪酬如下：