## Notes to Financial Statements

2007年3月31日

31 March 2007

#### 1. 公司資料

中港照相器材集團有限公司為一間於英屬處 女群島註冊成立之有限公司。本公司註冊辦 事處位於Canon's Court, 22 Victoria Street, Hamilton HM 12, Bermuda。主要經營業 務地址為香港荃灣德士古道220-248號荃灣 工業中心8字樓。

年內,集團主要從事推廣及經銷照相沖印產 品,以及經營照相沖印零售門市。

董事會認為,本公司的控股公司及最終控股公司是英屬處女群島註冊成立之Fine Products Limited。

#### 2.1 編製基準

本財務報表乃按香港會計師公會頒佈的香港 財務報告準則(亦包括香港會計準則及詮 釋)、香港普遍採用之會計準則及香港公司 條例的披露要求而編製。除投資物業乃按公 平價值計量外,財務報表採用歷史成本法編 製。本財務報表乃以港幣呈報,除非另有註 明,所有數值四捨五入至最接近之千位。

#### 綜合基準

本綜合財務報表包括本公司及其附屬公司截至2007年3月31日止年度之財務報表。附屬公司之業績從收購日期(即本集團獲得控制權日期)直至該項控制權終止日期進行合併。集團內各公司間之所有重大交易及結餘經已於綜合時對銷。

少數股東權益代表外界股東於本公司附屬公司業績及淨資產中之並非由本集團持有之權 益。

#### 1. CORPORATE INFORMATION

China-Hongkong Photo Products Holdings Limited is a limited company incorporated in Bermuda. The registered office of the Company is located at Canon's Court, 22 Victoria Street, Hamilton, HM 12, Bermuda. The principal place of business of the Company is located at 8/F, Tsuen Wan Industrial Centre, 220-248 Texaco Road, Tsuen Wan, Hong Kong.

During the year, the Group was principally involved in the marketing and distribution of photographic developing, processing and printing products and the operations of retail photographic developing and processing shops.

In the opinion of the directors, the holding company and the ultimate holding company of the Company is Fine Products Limited, which is incorporated in the British Virgin Islands.

#### 2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which also include Hong Kong Accounting Standards ("HKASs") and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants, accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention except for investment properties which have been measured at fair value. These financial statements are presented in Hong Kong dollars and all values are rounded to the nearest thousand except when otherwise indicated.

#### **Basis of consolidation**

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 March 2007. The results of subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. All significant intercompany transactions and balances within the Group are eliminated on consolidation.

Minority interests represent the interest of outside shareholders not held by the Group in the results and net assets of the Company's subsidiaries.

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## 2.2 新訂及經修訂之香港財務報告準則 之影響

本集團已於本年度之財務務表首次採納下列 新訂及經修訂之香港財務報告準則。除某些 特定情形需要採用新訂及經修訂的會計政策 及額外披露外,採納此等新訂及經修訂準則 及詮釋對本財務報表並無重大影響。

香港會計準則第21號	對境外經營的淨投資
(經修訂)	
香港會計準則第39號及	財務擔保合約
香港財務報告準則第4號	
(經修訂)	
香港會計準則第39號	預測集團內交易的
(經修訂)	現金流量套期會計
香港會計準則第39號	公允價值計量選擇權
(經修訂)	
香港(國際財務報告	確定一項安排是否
詮釋委員會)	包含租賃
一詮釋第4號	

會計政策之主要變動如下:

### (a) 香港會計準則第21號「外幣匯率變動 的影響 |

在採用了香港會計準則第21號經修訂關於對境外經營的淨投資的條款後,作為本集團對境外經營淨投資一條款後,的貨幣項目產生的所有匯兑差額作為權益的單獨組成部分在合併財務報表中確認,無論該貨幣項目以何種貨幣列值。這一變化對於截至2007年3月31日或2006年3月31日止的財務報表無重大影響。

# 2.2 IMPACT OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The Group has adopted the following new and revised HKFRSs for the first time for the current year's financial statements. Except for in certain cases, giving rise to new and revised accounting policies and additional disclosures, the adoption of these new and revised standards and interpretation has had no material effect on these financial statements.

HKAS 21 Amendment	Net Investment in a Foreign Operation
HKAS 39 & HKFRS 4 Amendments	Financial Guarantee Contracts
HKAS 39 Amendment	Cash Flow Hedge Accounting of Forecast Intragroup Transactions
HKAS 39 Amendment	The Fair Value Option
HK(IFRIC)-Int 4	Determining whether an  Arrangement contains a Lease

The principal changes in accounting policies are as follows:

# (a) HKAS 21 "The Effects of Changes in Foreign Exchange Rates"

Upon the adoption of the HKAS 21 Amendment regarding a net investment in a foreign operation, all exchange differences arising from a monetary item that forms a part of the Group's net investment in a foreign operation are recognised in a separate component of equity in the consolidated financial statements irrespective of the currency in which the monetary item is denominated. This change has had no material impact on these financial statements as at 31 March 2007 or 31 March 2006.

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## 2.2 新增及經修訂之香港財務報告準則 之影響(續)

- (b) 香港會計準則第39號「金融工具:確認和計量 |
  - (i) 財務擔保合同的修訂

(ii) 公允價值計量選擇權的修訂 本修訂改變了以公允價值計量且 變動計入損益的金融工具的定 義,並且對指定任何金融資產或 金融負債為按公允價值計量並在 利潤表中確認公允價值變動的選 擇權使用進行了限制。本集團以 前未採用過此選擇權,因此,本

(iii) 預測集團內部交易的現金流量套 期會計的修訂

修改對財務報表無影響。

(c) 香港(國際財務報告詮釋委員會)一 詮釋第4號「確定一項安排是否包括 租賃 |

本集團自2006年4月1日起採用了本詮釋, 詮釋就確定安排是否包含一項必須採用租賃會計核算的租賃提供了指南。本詮釋對這些財務報表無重大影響。

# 2.2 IMPACT OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (Continued)

- (b) HKAS 39 "Financial Instruments: Recognition and Measurement"
  - (i) Amendment for financial guarantee contracts

    This amendment has revised the scope of HKAS 39 to require financial guarantee contracts issued that are not considered insurance contracts, to be recognised initially at fair value and to be remeasured at the higher of the amount determined in accordance with HKAS 37 "Provisions, Contingent Liabilities and Contingent Assets" and the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with HKAS 18 "Revenue". The adoption of this amendment has had no material impact on these financial statements.
  - (ii) Amendment for the fair value option

    This amendment has changed the definition of a financial instrument classified as fair value through profit or loss and has restricted the use of the option to designate any financial asset or any financial liability to be measured at fair value through the income statement. The Group had not previously used this option, and hence the amendment has had no effect on the financial statements.
  - (iii) Amendment for cash flow hedge accounting of forecast intragroup transactions
     This amendment has revised HKAS 39 to permit the foreign currency risk of a highly probable intragroup forecast transaction to qualify as a hedged item in a cash flow hedge, provided that the transaction is denominated in a currency other than the functional currency of the entity entering into that transaction and that the foreign currency risk will affect the consolidated income statement. As the Group currently has no such transactions, the amendment has had no effect on these financial statements.
- (c) HK(IFRIC)-Int 4 "Determining whether an Arrangement contains a Lease"

The Group has adopted this interpretation as of 1 April 2006, which provides guidance in determining whether arrangements contain a lease to which lease accounting must be applied. The adoption of this interpretation has had no effect on these financial statements.

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## **2.3** 已頒佈但尚未生效的香港財務報告 準則的影響

本集團在編制這些財務報表時尚未採用下列 已發佈但尚未生效的新制訂和經修訂的香港 財務報告準則。

香港會計準則第1號	資本披露
Δ777 MZ ≟T	

香港財務報告準則第8號

香港財務報告準則第7號 金融工具:披露

經營分部

香港(國際財務報告詮釋 香港財務報告準 委員會)-詮釋第8號 則第2號的範圍 香港(國際財務報告詮釋 嵌入衍生工具 委員會)-詮釋第9號 的重估 香港(國際財務報告詮釋 中期財務報告和 委員會)-詮釋第10號 減值 香港(國際財務報告詮釋 香港財務報告準 委員會)- 詮釋第11號 則第2號-集團 及庫存股份交易

香港(國際財務報告註 服務經營權安排 釋委員會)一詮釋第12號

香港會計準則第1號經修訂適用於自2007年 1月1日或以後開始的年度期間。該修訂後 準則將影響以下事項的披露:有關本集團資 本管理的目標、政策和程式的定性資訊、本 公司視作資本的定量資料,以及遵守所有資 本規定的情況以及任何不合規造成的後果。

香港財務報告準則第7號適用於2007年1月 1日或以後開始的年度期間。本準則要求披 露能使財務報表使用者能夠評估集團的金融 工具的重要性以及這些金融工具所產生風險 的性質和程度。

香港財務報告準則第8號適用於2009年1月 1日或以後開始的年度期間。該準則要求披露有關本集團經營分部之資料、分部提供之產品及服務、本集團分部經營地區,以及來自本集團主要客戶之收益。該準則將取代香港會計準則第14號「分類報告」。

香港(國際財務報告詮釋委員會) - 詮釋第8號、香港(國際財務報告詮釋委員會) - 詮釋第9號、香港(國際財務報告詮釋委員會) - 詮釋第10號、香港(國際財務報告詮釋委員會) - 詮釋第11號及香港(國際財務報告詮釋委員會) - 詮釋第12號分別適用於2006年5月1日、2006年6月1日、2006年11月1日、2007年3月1日及2008年1月1日或以後開始的年度期間。

# 2.3 IMPACT OF ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements.

HKAS 1 Amendment	Capital Disclosures
HKFRS 7	Financial Instruments: Disclosures
HKFRS 8	Operating Segments
HK(IFRIC)-Int 8	Scope of HKFRS 2
HK(IFRIC)-Int 9	Reassessment of Embedded Derivatives
HK(IFRIC)-Int 10	Interim Financial Reporting and Impairment
HK(IFRIC)-Int 11	HKFRS 2 – Group and Treasury Share Transactions
HK(IFRIC)-Int 12	Service Concession Arrangements

The HKAS 1 Amendment shall be applied for annual periods beginning on or after 1 January 2007. The revised standard will affect the disclosures about qualitative information about the Group's objectives, policies and processes for managing capital; quantitative data about what the Company regards as capital; and compliance with any capital requirements and the consequences of any noncompliance.

HKFRS 7 shall be applied for annual periods beginning on or after 1 January 2007. The standard requires disclosures that enable users of the financial statements to evaluate the significance of the Group's financial instruments and the nature and extent of risks arising from those financial instruments.

HKFRS 8 shall be applied for annual periods beginning on or after 1 January 2009. The standard requires the disclosure of information about the operating segments of the Group, the products and services provided by the segments, the geographical areas in which the Group operates, and revenues from the Group's major customers. This standard will supersede HKAS 14 "Segment Reporting".

HK(IFRIC)-Int 8, HK(IFRIC)-Int 9, HK(IFRIC)-Int 10, HK(IFRIC)-Int 11 and HK(IFRIC)-Int12 shall be applied for annual periods beginning on or after 1 May 2006, 1 June 2006, 1 November 2006, 1 March 2007 and 1 January 2008, respectively.

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## **2.3** 已頒佈但尚未生效之香港財務報告 準則之影響(續)

本集團正在評估首次採用這些新制訂和經修訂的香港財務報告準則的影響。到目前為止,本集團得出如下結論:採用香港會計準則第1號經修訂、香港財務報告準則第7號和香港財務報告準則第8號可能需要做出新的披露或修改目前披露。這些新制訂和經修訂的香港財務報告準則不會對本集團的經營成果和財務狀況產生重大影響。

#### 3. 主要會計政策撮要

附屬公司

附屬公司乃本公司直接或間接透過控制其財 務及營運政策而享有業務利益之實體。

附屬公司之業績中之已收取或應收股息乃計 入本公司損益賬。本公司持有之附屬公司權 益乃按原值扣除任何減值虧損列出。

#### 合營企業

合營企業乃指按合約安排成立之實體,據此,本集團及其他各方共同進行一項經濟業務。合營企業以獨立實體方式經營,而本集團及其他各方擁有其中之權益。

由合營人訂立之合營協議訂明合營各方之出 資額、合營期及合營企業解散時將資產變現 之基準。合營企業業務帶來之損益及任何盈 餘資產分派,均由合營人按各自之出資比例 或按合營協議之條款分攤。

### 合營企業之處理方式如下:

- (a) 如本集團直接或間接擁有合營企業單 方面控制權,會視作附屬公司;或
- (b) 如本集團並無擁有合營企業單方面或 共同控制權,惟只直接或間接擁有不 少於20%之合營企業註冊股本及有能力 對其行使重大影響力,會視作聯營公 司。

# 2.3 IMPACT OF ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS

(Continued)

The Group is in the process of making an assessment of the impact of these new and revised HKFRSs upon initial application. So far, it has concluded that the adoption of the HKAS 1 Amendment, HKFRS 7 and HKFRS 8 may result in new or amended disclosures. The Group has already commenced an assessment of the impact of the other new and revised HKFRSs but is not yet in a position to state whether these new and revised HKFRSs would have a significant impact on the results of operations and financial position.

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Subsidiaries

A subsidiary is an entity whose financial and operating policies the Company controls, directly or indirectly, so as to obtain benefits from its activities.

The results of subsidiaries are included in the Company's income statement to the extent of dividends received and receivable. The Company's interests in subsidiaries are stated at cost less any impairment losses.

### **Joint ventures**

A joint venture is an entity set up by contractual arrangement, whereby the Group and other parties undertake an economic activity. The joint venture operates as a separate entity in which the Group and the other parties have an interest.

The joint venture agreement between the venturers stipulates the capital contributions of the joint venture parties, the duration of the joint venture entity and the basis on which the assets are to be realised upon its dissolution. The profits and losses from the joint venture's operations and any distributions of surplus assets are shared by the venturers, either in proportion to their respective capital contributions, or in accordance with the terms of the joint venture agreement.

A joint venture is treated as:

- (a) a subsidiary, if the Group has unilateral control, directly or indirectly, over the joint venture; or
- (b) an associate, if the Group does not have unilateral or joint control, but holds, directly or indirectly, generally not less than 20% of the joint venture's registered capital and is in a position to exercise significant influence over the joint venture.

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#### 3. 主要會計政策撮要(續)

#### 聯營公司

聯營公司乃本集團長期持有其一般不少於 20%之投票權並可對其發揮重大影響力、但 並非歸類為附屬公司或共同控制實體之實 體。

本集團應佔聯營公司之收購後業績及儲備分別計入綜合損益賬及綜合儲備內。本集團於聯營公司之權益,乃以權益會計法,按本集團應佔之資產淨值減去減值虧損後,列於綜合資產負債表內。

#### 商譽

收購附屬公司而產生之商譽乃是於收購日, 業務合併成本較本集團佔可識別之已收購資 產、已承擔負債及或然負債公平價值淨額之 權益超出之數額。

收購產生之商譽乃於綜合資產負債表內確認 為資產,初步按成本值列賬,其後則按成本 減任何累計減值虧損列賬。

商譽之賬面值每年進行減值檢討,或如發生 某些事件或情況變化顯示可能出現賬面減 值,則會更頻密地進行減值檢討。

為進行減值測試,因業務合併而購入之商譽 自購入之日起分配至預期可從合併產生之協 同效益中獲益之本集團各個現金產生單位或 現金產生單位組別,而無論本集團資產或負 債是否已分配予該等單位或單位組別。獲分 配商譽之各單位或單位組別:

- 為就內部管理而言對商譽進行之監察 屬本集團內的最低水平;及
- 不超過按香港會計準則第14號「分類報告」而釐定之本集團主要或次要申報方式所得出之一個分類。

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### **Associate**

An associate is an entity, not being a subsidiary or a jointly-controlled entity, in which the Group has a long term interest of generally not less than 20% of the equity voting rights and over which it is in a position to exercise significant influence.

The Group's share of the post-acquisition results and reserves of an associate are included in the consolidated income statement and consolidated reserves, respectively. The Group's interest in an associate is stated in the consolidated balance sheet at the Group's share of net assets under the equity method of accounting, less any impairment losses.

#### Goodwill

Goodwill arising on the acquisition of subsidiaries represents the excess of the cost of the business combination over the Group's interest in the net fair value of the acquirees' identifiable assets acquired, and liabilities and contingent liabilities assumed as at the date of acquisition.

Goodwill arising on acquisition is recognised in the consolidated balance sheet as an asset, initially measured at cost and subsequently at cost less any accumulated impairment losses.

The carrying amount of goodwill is reviewed for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units. Each unit or group of units to which the goodwill is so allocated:

- represents the lowest level within the Group at which the goodwill is monitored for internal management purposes; and
- is not larger than a segment based on either the Group's primary or the Group's secondary reporting format determined in accordance with HKAS 14 "Segment Reporting".

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#### 3. 主要會計政策撮要(續)

#### 商譽(續)

減值乃通過評估與商譽有關之現金產生單位 (或現金產生單位組別)之可收回金額來確 定。凡現金產生單位(或現金產生單位組 別)之可收回金額低於賬面值,即確認減值 虧損。

倘商譽構成現金產生單位(或現金產生單位 組別)之部份而該單位之部份業務已出售, 則在釐定所出售業務之盈虧時,與所出售業 務相關之商譽計入該業務賬面值。在這種情 況下出售之商譽根據所出售業務之相對價值 和現金產生單位之保留份額進行計量。

就商譽確認之減值虧損不會於往後期間回撥。

#### 非金融資產減值(商譽除外)

倘有跡象顯示出現減值或須就資產進行年度 減值測試(存貨、金融資產及商譽等項目除 外),則會估計該資產之可收回金額。可收 回金額按資產或現金產生單位之使用價值或 其公平價值(以較高者為準)減銷售成本計 算,並就個別資產而釐定,除非有關資產並 無產生現金流入,且在頗大程度上獨立於其 他資產或資產組別。在此情況下,可收回金 額就資產所屬之現金產生單位而釐定。

減值虧損僅於資產賬面值超出其可收回金額時予以確認。於評估使用價值時,估計日後現金流量按可反映現時市場評估之貨幣時值及資產特定風險之除税前折現率折減至現值。減值虧損於產生期間自損益賬內與減值資產功能一致的開支類別扣除,惟倘若資產以估值入賬,則會根據有關資產之會計政策將減值虧損入賬。

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

#### Goodwill (Continued)

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised.

Where goodwill forms part of a cash-generating unit (group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

An impairment loss recognised for goodwill is not reversed in a subsequent period.

#### Impairment of non-financial assets other than goodwill

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories, deferred tax assets, financial assets, investment properties and goodwill), the asset's recoverable amount is estimated. An asset's recoverable amount is calculated as the higher of the asset's or cash-generating unit's value in use and its fair value less costs to sell, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to the income statement in the period in which it arises in those expense categories consistent with the function of the impaired asset, unless the asset is carried at a revalued amount, in which case the impairment loss is accounted for in accordance with the relevant accounting policy for that revalued asset.

## Notes to Financial Statements

2007年3月31日

31 March 2007

#### 3. 主要會計政策撮要(續)

### 資產減值(續)

於各申報日會評定是否有跡象顯示先前已確認之減值虧損不再存在或減少。倘出現該等跡象,則會估計可收回金額。過往確認之資產減值虧損(商譽及若干金融資產除外)僅會於用以釐定資產可收回金額之估計改變時撥回,惟撥回後之數額不得高於假設過往年度並無就資產確認減值虧損而應有之賬面值(扣除折舊/攤銷後)。減值虧損之撥回自於產生期間計入損益賬,惟倘若資產以估值虧,則會根據有關資產之會計政策將減值虧損之撥回入賬。

#### 關連人士

在下列情況下,有關人士將視為本集團關連 人士:

- (a) 有關人士直接或透過一名或多名中介 人間接(i)控制本集團,或受到本集團或 本集團及其他人士共同控制;(ii)擁有 本集團權益,並可對本集團發揮重大 影響力;或(iii)與他人共同擁有本集團 的控制權;
- (b) 有關人士為聯營公司;
- (c) 有關人士為本集團或其母公司主要管理人員;
- (d) 有關人士為(a)或(c)項所述人士之直系 親屬;
- (e) 有關人士受直接或間接歸屬於(c)或(d) 項所述人士之實體所控制、與他人共 同控制或發揮重大影響力,或擁有重 大投票權;或
- (f) 有關人士為本集團或其關連人士之僱 傭後福利計劃之受益人。

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Impairment of non-financial assets other than goodwill (Continued)

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill and certain financial assets is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, however not to an amount higher than the carrying amount that would have been determined (net of any depreciation/ amortisation), had no impairment loss been recognised for the asset in prior years. A reversal of such impairment loss is credited to the income statement in the period in which it arises, unless the asset is carried at a revalued amount, in which case the reversal of the impairment loss is accounted for in accordance with the relevant accounting policy for that revalued asset.

#### Related parties

A party is considered to be related to the Group if:

- (a) the party, directly or indirectly through one or more intermediaries, (i) controls, is controlled by, or is under common control with, the Group; (ii) has an interest in the Group that gives it significant influence over the Group; or (iii) has joint control over the Group;
- (b) the party is an associate;
- (c) the party is a member of the key management personnel of the Group or its parent;
- (d) the party is a close member of the family of any individual referred to in (a) or (c);
- (e) the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (c) or (d); or
- (f) the party is a post-employment benefit plan for the benefit of the employees of the Group, or of any entity that is a related party of the Group.

31 March 2007

#### 3. 主要會計政策撮要(續)

#### 物業、廠房及設備及折舊

物業、廠房及設備乃按成本值減累積折舊及 任何減值虧損列賬。物業、廠房及設備項目 之成本包括購入價及任何令資產達致運作狀 態及運作擬定用途之地點的直接有關成本。 物業、廠房及設備項目運作後所需支出如如 修及保養,則一般在產生期間內自損益賬撒 除。如能清楚證明支出將增加日後使用物 業、廠房及設備項目帶來的經濟利益及該項 目之成本能可靠計量,則支出撥作該資產之 額外成本或作為一項置換處理。

估值乃於物業、廠房及設備轉讓時進行。

折舊乃按直線法計算,按各物業、廠房及設 備項目之估計可使用年期撇銷其成本值至其 剩餘價值。以下為折舊之主要年率:

租賃土地及樓宇 5%或租約剩餘年期

傢俬、裝置及 20%至33<sup>1</sup>/<sub>3</sub>% 租賃物業裝修

機器及設備 20% 汽車 20%

倘若物業、廠房及設備項目之部份具不同使 用期限,該項目之成本按合理基準分配至各 部份,由各部份各自計算折舊。

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Property, plant and equipment and depreciation

Property, plant and equipment are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to the income statement in the period in which it is incurred. In situations where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property, plant and equipment, and where the cost of the item can be measured reliably, the expenditure is capitalised as an additional cost of that asset or as a replacement.

Valuations are performed upon the transfer from property, plant and equipment to investment properties.

Depreciation is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The principal annual rates used for this purpose are as follows:

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately.

31 March 2007

#### 3. 主要會計政策撮要(續)

#### 物業、廠房及設備與折舊(續)

剩餘價值、可使用年期及折舊方法於各結算 日審閱及在適當時進行調整。

物業、廠房及設備項目於出售或預期日後使 用或出售不再產生經濟利益時取消確認。取 消確認年內在損益賬確認出售或棄用資產所 產生之盈虧指出售所得款項淨額與有關資產 賬面值之差額。

#### 投資物業

投資物業指為賺取租賃收入及/或資本升值 而持有之土地及樓宇(包括物業經營租約之 契約權益並附合投資物業之定義),而非用 作生產或提供貨品或服務,或用作行政用 途,或用作在日常業務中出售。該等物業初 步按成本計量,包括交易成本。於初步確認 後,投資物業按反映結算日市場狀況之公平 價值列賬。

投資物業公平價值變動所產生之盈虧計入產 生年度之損益賬。

棄用或出售投資物業之盈虧在棄用或出售當 年之損益賬中確認。

就業主佔用物業轉撥為投資物業而言,本集團前根據「物業、廠房及設備與折舊」所述之政策將有關物業列賬,直至用途變更當日為止,於該日有關物業之賬面值與公平值間之任何差異乃列作重估值。重估盈餘會計入損益表,金額以過往扣除之減值為限,而餘下之重估盈餘將視作資產重估儲備之變動處理。於出售重估資產時,就過往估值變現之資產重估儲備之相關部分將撥入保留溢利。

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

# Property, plant and equipment and depreciation (Continued)

Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at each balance sheet date.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in the income statement in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

#### **Investment properties**

Investment properties are interests in land and buildings (including the leasehold interest under an operating lease for a property which would otherwise meet the definition of an investment property) held to earn rental income and/or for capital appreciation, rather than for use in the production or supply of goods or services or for administrative purposes; or for sale in the ordinary course of business. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the balance sheet date.

Gains or losses arising from changes in the fair values of investment properties are included in the income statement in the year in which they arise.

Any gains or losses on the retirement or disposal of an investment property are recognised in the income statement in the year of the retirement or disposal.

For a transfer from an owner-occupied property to an investment property, the Group accounts for such property in accordance with the policy stated under "Property, plant and equipment and depreciation" up to the date of change in use, and any difference at that date between the carrying amount and the fair value of the property is accounted for as a revaluation. The revaluation surplus is credited to the income statement to the extent of the impairments previously charged, while the remaining revaluation surplus is dealt with as a movement in the asset revaluation reserve. On disposal of a revalued asset, the relevant portion of the asset revaluation reserve realised in respect of previous valuations is transferred to retained profits as a movement in reserves.

2007年3月31日

31 March 2007

#### 3. 主要會計政策撮要(續)

#### 經營租賃

凡資產擁有權之絕大部份回報及風險歸予租賃公司所有之租約,均列為經營租約。倘集團為出租人,按經營租約出租之資產將列為非流動資產,其租金收入於租期內按直線法記入損益賬內。倘集團為承租人,經營租約之租金支出於租期內按直線法從損益賬支銷。

經營租約之預付土地租金初步按成本值列 賬,其後則於租期內按直線法確認入賬。倘 租金未能可靠分配至土地及樓宇部份,則全 部租金計入物業、廠房及設備之土地及樓宇 成本作為融資租賃。

#### 貸款及應收賬項

貸款及應收賬項為具有固定或可確定款項,但在活躍市場中無報價之非衍生金融資產。該等資產初步以公平值計量,其後用實際利息法按攤銷成本列賬。攤銷成本乃於計及收購之任何折讓或溢價而計算,並計入構成實際利率及交易成本不可分割部分之費用。該等貸款及應收賬項取消確認、出現減值或進行攤銷時產生之盈虧計入損益賬。

#### 金融資產減值

本集團於各結算日評估有否客觀跡象表明一 項金融資產或一組金融資產出現減值。

### 按攤銷成本列賬之資產

如果有客觀跡象表明按攤銷成本列值之貸款 及應收賬項已產生減值虧損,資產賬面值與 估算未來現金流量(不包括尚未產生之未來 信貸損失)以原始實際利率(即初步確認時 計算之實際利率)折現的現值之間差額確認 為損失金額。有關資產之賬面值可通過直接 沖減或通過撥備賬目降低。有關減值虧損在 損益表中確認。

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### **Operating leases**

Leases where substantially all the rewards and risks of ownership of assets remain with the lessor are accounted for as operating leases. Where the Group is the lessor, assets leased by the Group under operating leases are included in non-current assets, and rentals receivable under the operating leases are credited to the income statement on the straight-line basis over the lease terms. Where the Group is the lessee, rentals payable under the operating leases, net of any incentives received from the lessor, are charged to the income statement on the straight-line basis over the lease terms.

Prepaid land lease payments under operating leases are initially stated at cost and subsequently recognised on the straight-line basis over the lease terms. When the lease payments cannot be allocated reliably between the land and buildings elements, the entire lease payments are included in the cost of the land and buildings as a finance lease in property, plant and equipment.

#### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are initially measured at fair value, and are subsequently carried at amortised cost using the effective interest method. Amortised cost is calculated taking into account any discount or premium on acquisition and includes fees that are an integral part of the effective interest rate and transaction costs. Gains and losses are recognised in the income statement when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

#### Impairment of financial assets

The Group assesses at each balance sheet date whether there is any objective evidence that a financial asset or a group of financial assets is impaired.

### Assets carried at amortised cost

If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (i.e., the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced either directly or through the use of an allowance account. The amount of the impairment loss is recognised in the income statement.

31 March 2007

#### 3. 主要會計政策撮要(續)

#### 金融資產減值(續)

按攤銷成本列賬之資產(續)

本集團首先對具個別重要性之金融資產進行評估,評估有否客觀跡象顯示個別存有減值,並對非具個別重要性之金融資產進行評估,評估有否客觀跡象顯示個別或共同存有減值。倘若經個別評估之金融資產(無論具重要性與否)釐定並無客觀跡象顯示存有減值,該項資產會歸入一組具有類似信資產是內,並對該組金融資產是否存有減值共同作出評估。倘資產乃經個別評估減值且其減值虧損會或將繼續確認入賬,則有關資產不會歸入共同減值評估之內。

於往後期間,倘若減值虧損金額減少,而減少原因客觀上與確認減值後所發生之事件相關聯,則先前確認之減值虧損可予撥回。於撥回當日,倘若資產賬面值並無超出其攤銷成本,則任何減值虧損之其後撥回將於損益賬內確認入賬。

就應收賬項而言,倘有客觀憑證(例如債務 人有可能無力償債或有重大財政困難)顯示 本集團將未能收回所有根據原有發票條款應 收之款項,則會作出減值。應收款項之賬面 值乃透過使用撥備賬而減少。減值債務於獲 確認為不可收回時予以取消確認。

#### 取消確認金融資產

金融資產(或(倘適用)一項金融資產之一部份或一組類似金融資產之一部份)在下列情况將取消確認:

- 收取該項資產所得現金流量之權利經 已屆滿;
- 本集團保留收取該項資產所得現金流量之權利,惟須根據一項「轉付」安排,在未有嚴重遲延之情況下向第三者全數付款;或
- 本集團已轉讓其收取該項資產所得現金流量之權利,並(a)已轉讓該項資產之絕大部份風險及回報;或(b)並無轉讓或保留該項資產絕大部份風險及回報,但已轉讓該項資產之控制權。

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Impairment of financial assets (Continued)

Assets carried at amortised cost (Continued)

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and that group is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. Any subsequent reversal of an impairment loss is recognised in the income statement, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

included in a collective assessment of impairment.

In relation to trade receivables, impairment is made when there is objective evidence (such as the probability of insolvency or significant financial difficulties of the debtor) that the Group will not be able to collect all of the amounts due under the original term of an invoice. The carrying amount of the receivables is reduced through the use of an allowance account. Impaired debts are derecognised when they are assessed as uncollectible.

#### Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised where:

- the rights to receive cash flows from the asset have expired;
- the Group retains the rights to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or
- the Group has transferred its rights to receive cash
  flows from the asset and either (a) has transferred
  substantially all the risks and rewards of the asset, or
  (b) has neither transferred nor retained substantially all
  the risks and rewards of the asset, but has transferred
  control of the asset.

2007年3月31日

31 March 2007

#### 3. 主要會計政策撮要(續)

#### 取消確認金融資產(續)

倘本集團已轉讓其收取該項資產所得現金流量之權利,但並無轉讓或保留該項資產之絕大部份風險及回報,亦無轉讓該項資產之控制權,則該項資產將確認入賬,惟本集團須持續介入該項資產。倘持續介入之形式為就已轉讓資產作出保證,則按該項資產之原賬面值及本集團或須償還之代價金額上限(以較低者為準)計算。

#### 按攤銷成本列賬之金融負債

金融負債(包括應付賬款及票據及應計負債 及其他應付款項)初步乃以公平值減直接應 佔交易成本列賬,其後則以實際利率法按攤 銷成本計量,除非折讓之影響將並非重大, 在該情況下則以成本列賬。

當負債取消確認及透過攤銷程序處理時,盈虧乃於損益表確認。

#### 取消確認金融負債

倘負債之責任被解除、取消或到期,則須取 消確認金融負債。

倘現有金融負債被來自同一貸款人之另一項 負債按實質不同之條款取代,或現有負債之 條款大部份被修訂,該項取代或修訂作為取 消確認原有負債及確認新負債處理,各自賬 面值之差額於損益表內確認。

#### 存貨

存貨以成本值與可變現淨值兩者中之較低者 入賬,成本值是按加權平均法計算。可變現 淨值乃根據估計售價減完成及出售前預期會 引致之其他費用計算。

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### **Derecognition of financial assets** (Continued)

Where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

#### Financial liabilities at amortised cost

Financial liabilities including trade and bills payables and accrued liabilities and other payables are initially stated at fair value less directly attributable transaction costs and are subsequently measured at amortised cost, using the effective interest method unless the effect of discounting would be immaterial, in which case they are stated at cost.

Gains and losses are recognised in the income statement when the liabilities are derecognised as well as through the amortisation process.

## **Derecognition of financial liabilities**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in the income statement.

#### **Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

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#### 3. 主要會計政策撮要(續)

### 現金及現金等值項目

就綜合現金流動表而言,現金及現金等值項目包括手頭現金及活期存款,以及可隨時轉換為已知數額之現金、價值變動風險不大並於短期內到期(一般為在購入時於3個月內到期)之高流動性之短期投資,減去須於要求時償還之銀行透支。現金及現金等值項目為本集團現金管理之一部份。

按資產負債表內的分類,現金及現金等值項目包括無限定用途的手頭現金及銀行存款 (包括定期存款)。

#### 撥備

凡過往事故產生現有責任(法律或推定責任),而將來或須撥出資源以履行此責任, 則須作出撥備,惟須能夠對有關金額作出可 靠評估。

如貼現影響重大,則確認之撥備額按日後履 行責任預期所需開支於結算日之現值計算, 因時間消逝而增加之貼現值列為損益賬內之 融資成本處理。

#### 所得税

所得税包括即期及遞延税項。所得税於損益 脹入賬,如有關項目於同期或不同期於股本 入賬,則其相關所得税亦於股本入賬。

當前及過往期間之即期税項資產和負債按預期可收回或支付予稅務機構之金額作計量。

就財務報告而言,遞延税項乃就於結算日所 有資產及負債之稅基及其賬面值之暫時差額 以負債法提撥準備。

遞延税項負債確認所有可課税暫時差額,惟 下列者除外:

 除卻商譽或最初入賬一項資產或負債 所引至之遞延税項負債乃非因業務組 合之交易所產生,而於交易發生時並 無影響會計溢利或可課税溢利或虧 損;及

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Cash and cash equivalents

For the purpose of the consolidated cash flow statement, cash and cash equivalents comprise cash on hand and demand deposits, and short term highly liquid investments which are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, and have a short maturity of generally within three months when acquired, less bank overdrafts which are repayable on demand and form an integral part of the Group's cash management.

For the purpose of the balance sheets, cash and cash equivalents comprise cash on hand and at banks, including term deposits, which are not restricted as to use.

#### **Provisions**

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the effect of discounting is material, the amount recognised for a provision is the present value at the balance sheet date of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in finance costs in the income statement.

#### Income tax

Income tax comprises current and deferred tax. Income tax is recognised in the income statement, or in equity if it relates to items that are recognised in the same or a different period directly in equity.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities.

Deferred tax is provided, using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

 where the deferred tax liability arises from goodwill or the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

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#### 3. 主要會計政策撮要(續)

#### 所得税(續)

 就有關投資附屬公司及聯營公司之可 課税暫時差額,除卻暫時差額之撥回 時間可被控制及於可見未來不可能撥 回暫時差額。

遞延税項乃按可導致可扣稅未用税項資產及 未用税項虧損可被動用之税項溢利可能出現 的情況之所有可扣稅之暫時差額及前期帶來 之未用税項資產及未用税項虧損被入賬,惟 下列者除外:

- 除卻最初入賬之一項資產或負債所導致之可扣税暫時差額之相關遞延税項資產於交易進行時不會影響會計溢利及可課稅溢利或虧損;及
- 就有關投資附屬公司及聯營公司之可 扣税暫時差額,遞延税項資產於可見 未來可能撥回之暫時差額及可導致暫 時差額可被動用之可課税溢利出現時 方會被入賬。

遞延税項資產面值於每一個結算日修訂並按 可導致全部或部份遞延稅項資產可被運用之 充足可課稅溢利不再有可能出現的情況予以 調低。另外,較早前未被入賬之遞延稅項資 產則按可導致全部或部份遞延稅項資產可被 運用之充足可課稅溢利可能出現的情況被入 賬。

遞延税項資產及負債按資產實現或負債繳清 期內之預期實行税率(基於於結算日期已被 實行或大部份實行之税率(及税項法例))計 算。

倘若存在可強制執行之法律權利,將有關同一課税實體及同一税務機構之流動税項資產 與流動税項負債及遞延税項抵銷,則對銷遞 延税項資產與遞延税項負債。

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

#### **Income tax** (Continued)

 in respect of taxable temporary differences associated with investments in subsidiaries and an associate, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carryforward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences
   associated with investments in subsidiaries and an
   associate, deferred tax assets are only recognised to
   the extent that it is probable that the temporary
   differences will reverse in the foreseeable future and
   taxable profit will be available against which the
   temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Conversely, previously unrecognised deferred tax assets are reassessed at each balance sheet date and are recognised to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

## Notes to Financial Statements

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#### 3. 主要會計政策撮要(續)

#### 收入確認

當本集團可能獲得收入的經濟利益能夠可靠 地計算時,收入將按下列情況確認:

- (a) 銷貨方面,在貨物擁有權所附的重大 風險及回報已轉移至買家時,確認銷 售收入,惟集團對已售貨物不時維持 因擁有貨物而通常享有的管理參與權 及有效控制權;
- (b) 菲林沖晒及照片沖印服務之收入於提供服務時確認;
- (c) 供應商之津貼,在擁有收取權利時確 認:
- (d) 利息收入乃按應計基準使用實際利息 法計算,須採用能把金融工具預期期 限下估計未來現金收入折算至金融資 產賬面淨值的利率;及
- (e) 租金收入於租期內按時間比例確認。

#### 僱員福利

基於股份支付

本公司為獎勵及報答曾對集團業務成功作出 貢獻之合資格參與者而設立購股權計劃。本 集團僱員(包括董事)以基於股份支付的方 式收取報酬,而僱員則提供服務以權益性工 具作為代價(「權益結算交易」)。

與僱員的權益結算交易的成本以權益性工具 授予日的公平價值計算。公平價值按柏力克 一舒爾斯期權定價模式確定。在評估權益結 算交易時,如適用,除與本公司股價相聯繫 的條件(「市場情況」)外,並不考慮任何績 效條件。

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

## Revenue recognition

Revenue is recognised when it is probable that the economic benefits will flow to the Group and when the revenue can be measured reliably, on the following bases:

- (a) from the sale of goods, when the significant risks and rewards of ownership have been transferred to the buyer, provided that the Group maintains neither managerial involvement to the degree usually associated with ownership, nor effective control over the goods sold;
- (b) from the provision of film processing and photofinishing services, when the services have been rendered;
- (c) subsidies from a supplier, when the right to receive payment has been established;
- (d) interest income, on an accrual basis using the effective interest method by applying the rate that discounts the estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset; and
- (e) rental income, on a time proportion basis over the lease terms.

#### **Employee benefits**

Share-based payment transactions

The Company operates share option schemes for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Employees (including directors) of the Group receive remuneration in the form of share-based payment transactions, whereby employees render services as consideration for equity instruments ("equity-settled transactions").

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by an external valuer using a binomial model. In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of the Company ("market conditions"), if applicable.

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#### 3. 主要會計政策撮要(續)

#### 僱員福利(續)

基於股份支付(續)

權益結算交易的成本,在績效和/或服務條件得到履行的期間內分期確認,直至相關僱員完全可享有該報酬的那天(「歸屬日」),並相應記錄權益的增加。在授予日之前的每一結算日對於權益結算交易所確認的累計費用,反映了授予期屆滿的程度和本集團對於最終將授予的權益性工具數量的最佳估計。當期損益賬借記或貸記的金額代表了當期期初和期末所確認的累計費用的變動。

除報酬以市場情況為授予條件外,對於最終 沒有授予的報酬並不確認為費用。而對於授 予條件為市場情況的報酬,在所有其他的績 效條件都符合的情況下,不管市場情況是否 符合,都視作已授予。

倘權益結算獎勵之條款被修訂,將確認最低 限額開支猶如條款未經修訂。此外,任何增 加基於股權支付安排公平價值總額或於修訂 日期計量對僱員有利之任何修訂均予確認開 支。

倘權益結算獎勵被取消,將視之為於取消日期已歸屬,該獎勵任何尚未確認之開支即時予以確認。然而,倘被取消獎勵由新獎勵所取代,亦於授出日期指定為替代獎勵,則被取消獎勵和新獎勵均視為猶如原有獎勵之修訂(誠如前一段所述)。

尚未行使購股權之攤薄效力於計算每股盈利 時反映為額外股份攤薄。

本集團已採納香港財務報告準則第2號有關權益結算獎勵之過渡性條文,並僅將香港財務報告準則第2號應用於2002年11月7日以後授出但於2005年4月1日仍未歸屬以及該等於2005年4月1日或以後授出之權益結算獎勵。

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued

**Employee benefits** (Continued)

Share-based payment transactions (Continued)
The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the "vesting date"). The cumulative expense recognised for equity-settled transactions at each balance sheet date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The charge or credit to the income statement for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification, which increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and is designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of earnings per share.

The Group has adopted the transitional provisions of HKFRS 2 in respect of equity-settled awards and has applied HKFRS 2 only to equity-settled awards granted after 7 November 2002 that had not vested by 1 April 2005 and to those granted on or after 1 April 2005.

## Notes to Financial Statements

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#### 3. 主要會計政策撮要(續)

#### 僱員福利(續)

#### 稍付有薪假期結轉

本集團根據僱傭合約按曆年基準給予其僱員 有薪年假。在若干情形下,於結算日未支取 之年假准予結轉,留待有關僱員於來年享 用。於結算日,已就僱員於年內獲取並予結 轉之有薪年假之預期未來成本作出累算。

#### 僱傭條例之長期服務金

本集團若干僱員之服務年資符合資格於終止 僱傭時領取香港僱傭條例項下之長期服務 金,而本集團有責任於上述僱員終止受聘符 合僱傭條例所指定情況下發放有關金額。

#### 退休金計劃

本集團根據強制性公積金計劃條例設立界定 供款強制性公積金退休福利計劃及根據職業 退休計劃條例設立界定供款職業退休福利計劃 (「職業退休計劃」)。根據該等計劃之規 則,供款額為僱員基本薪金之某個百分出 並於應繳付時在損益賬扣除。兩個計劃之 產與本集團之資產分開持有,並由獨立運作 之基金管理。本集團對兩個計劃之僱員,惟 於對兩個計劃供款時已全數歸於僱員,惟本 計劃之條款對職業退休計劃之條款對職業退休計 劃作出之自願性僱主供款,倘有關僱員在全 數收歸前離職,則退回本集團所有。

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

#### **Employee benefits** (Continued)

Prepaid leave carried forward

The Group provides paid annual leave to its employees under their employment contracts on a calendar year basis. Under certain circumstances, such leave which remains untaken as at the balance sheet date is permitted to be carried forward and utilised by the respective employees in the following year. An accrual is made at the balance sheet date for the expected future cost of such paid leave earned during the year by the employees and carried forward.

#### Employment Ordinance long service payments

Certain of the Group's employees have completed the required number of years of service to the Group in order to be eligible for long service payments under the Hong Kong Employment Ordinance in the event of the termination of their employment. The Group is liable to make such payments in the event that such a termination of employment meets the circumstances specified in the Employment Ordinance.

#### Pension schemes

The Group operates a defined contribution Mandatory Provident Fund retirement benefits scheme under the Mandatory Provident Fund Schemes Ordinance and a defined contribution occupational retirement scheme (the "ORSO scheme") under the Occupational Retirement Schemes Ordinance, for all of its employees. Contributions are made based on a percentage of the employees' basic salaries and are charged to the income statement as they become payable in accordance with the rules of the schemes. The assets of both schemes are held separately from those of the Group in independently administered funds. The Group's employer contributions to both schemes vest fully with the employees when contributed into the schemes, except for the Group's employer voluntary contributions to the ORSO scheme, which are refunded to the Group when the employee leaves employment prior to the contributions vesting fully, in accordance with the rules of the ORSO scheme.

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#### 3. 主要會計政策撮要(續)

#### 僱員福利(續)

#### 退休金計劃(續)

本集團於中國內地經營之附屬公司之僱員須 參加地方市政府主理之中央退休金計劃。該 等附屬公司必須撥出員工薪酬某個百分比作 為該退休金計劃之供款。供款於按照中央退 休金計劃應付時自損益賬扣除。

#### 股息

董事擬派之末期股息於資產負債表獨立按股本及儲備項下保留溢利分配列賬,直至此等股息獲股東於股東大會批准。當此等股息獲股東批准及宣派後始確認為負債。

中期股息乃同時予以擬派及宣派,此乃本公司細則授予董事宣派中期股息之權力。因此,中期股息於擬派及宣派時即確認為負債。

#### 外幣

財務報表以本公司功能及呈報貨幣港幣呈報。本集團內各實體自行決定其功能貨幣,其財務報表項目均以所定功能貨幣之匯率換算日的,於結算日以外幣為單位之貨幣資產及負債按該日之適用匯率折算,匯兌差額撥入負益脹內。按歷史成本列脹、以外幣為單位之非貨幣項目,採用都步交易日期之匯率換算。按公平值列賬、以外幣為單位之非貨幣項目,採用釐定公平值日期之匯率換算。

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(Continued)

#### **Employee benefits** (Continued)

Pension schemes (Continued)

The employees of the Group's subsidiaries which operate in Mainland China are required to participate in a central pension scheme operated by the local municipal government. These subsidiaries are required to contribute a certain percentage of their payroll costs to the central pension scheme. The contributions are charged to the income statement as they become payable in accordance with the rules of the central pension scheme.

#### Dividends

Final dividends proposed by the directors are classified as a separate allocation of retained profits within the equity section of the balance sheet, until they have been approved by the shareholders in a general meeting. When these dividends have been approved by the shareholders and declared, they are recognised as a liability.

Interim dividends are simultaneously proposed and declared, because the Company's bye-laws grant the directors the authority to declare interim dividends.

Consequently, interim dividends are recognised immediately as a liability when they are proposed and declared.

### Foreign currencies

These financial statements are presented in Hong Kong dollars, which is the Company's functional and presentation currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Foreign currency transactions are initially recorded using the functional currency rates ruling at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rates of exchange ruling at the balance sheet date. All differences are taken to the income statement. Nonmonetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

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#### 3. 主要會計政策撮要(續)

#### 外幣(續)

本集團位於中國大陸之若干附屬公司及一間 聯營公司之功能貨幣並非港幣。於結算日 時,有關實體之資產與負債,按結算日之適 用匯率換算為本公司呈報貨幣,彼等之損益 賬則按年內之加權平均匯率換算為港幣。因 此而產生之匯兑差額於匯率變動儲備內列 賬。於出售海外實體時,於權益確認之有關 該特定海外業務之遞延累積金額於損益表確 認。

為符合綜合現金流動報表要求,位於中國大陸之附屬公司之現金流動情況按於現金流動日期之匯率換算為港幣。海外附屬公司於全年均有發生之經常性重覆現金流動情況則按年內匯率加權平均數換算為港幣。

#### 4. 重大會計判斷及估計

#### 判斷

於應用本集團會計政策過程中,除涉及估計 者外,管理層已作出下列判斷,該些判斷對 財務報告內確認之數額具有非常重大影響:

- (i) 經營租約承擔一本集團作為出租人 本集團就其投資物業組合訂立商業物 業租賃,並決定保留按經營租約出租 之物業擁有權之所有重大風險及回
- (ii) 投資物業與自用物業之區別

本集團釐定一項物業是否符合資格為 投資物業,並制定判斷標準。投資物 業乃持有作賺取租金或資本升值用途 或兼有兩種用途之物業,故本集團會 考慮該物業所產生之現金流量是否基 本不受集團所持其他資產影響。

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Foreign currencies (Continued)

The functional currencies of certain subsidiaries and an associate located in Mainland China are currencies other than the Hong Kong dollar. As at the balance sheet date, the assets and liabilities of these entities are translated into the presentation currency of the Company at the exchange rates ruling at the balance sheet date, and their income statements are translated into Hong Kong dollars at the weighted average exchange rates for the year. The resulting exchange differences are included in the exchange fluctuation reserve. On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in the income statement.

For the purpose of the consolidated cash flow statement, the cash flows of subsidiaries located in Mainland China are translated into Hong Kong dollars at the exchange rates ruling at the dates of the cash flows. Frequently recurring cash flows of overseas subsidiaries which arise throughout the year are translated into Hong Kong dollars at the weighted average exchange rates for the year.

# 4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

#### Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

- (i) Operating lease commitments Group as lessor The Group has entered into commercial property leases on its investment property portfolio. The Group has determined that it retains all the significant risks and rewards of ownership of these properties which are leased out on operating leases.
- (ii) Classification between investment properties and owner-occupied properties

The Group determines whether a property qualifies as an investment property, and has developed criteria in making that judgement. Investment property is a property held to earn rentals or for capital appreciation or both. Therefore, the Group considers whether a property generates cash flows largely independently of the other assets held by the Group.

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#### 4. 重大會計判斷及估計(續)

#### 判斷(續)

(ii) 投資物業與自用物業之區別(續)

若干物業部份持有作賺取租金或資本 升值用途,另一部份則持有作生產產 提供貨品或服務或作行政用途。領租賃 分開出售(或根據一項融資租赁 分開出租),本集團之賬目須就各售赁 分開入賬。倘各部份不可分開出電份 則僅在持有作生產或提供貨品或服務 或作行政用途之部份為微不足道的業 況下,該物業會入賬列作投資物業。

本集團須判斷配套服務所佔比例是否 較高以致有關物業不符合投資物業要 求。在作出判斷時,本集團須考慮每 項物業之個別情況。

#### (iii) 資產減值

### 估計不明朗因素

有關未來之主要假設,及於結算日估計不明 朗因素之其他主要來源之討論見下文所述, 兩者均對下個財政年度為資產及負債之賬面 值作出重大調整具有重大風險。

# **4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES** (Continued)

**Judgements** (Continued)

(ii) Classification between investment properties and owner-occupied properties (Continued)
Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under finance leases), the Group accounts for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes.

Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as an investment property.

#### (iii) Impairment of assets

The Group has to exercise judgement in determining whether an asset is impaired or the event previously causing the asset impairment no longer exists, particularly in assessing: (1) whether an event has occurred that may affect the asset value or such event affecting the asset value has not been in existence; (2) whether the carrying value of an asset can be supported by the net present value of future cash flows which are estimated based upon the continued use of the asset or derecognition; and (3) the appropriate key assumptions to be applied in preparing cash flow projections including whether these cash flow projections are discounted using an appropriate rate. Changing the assumptions selected by management to determine the level of impairment, including the discount rates or the growth rate assumptions in the cash flow projections, could materially affect the net present value used in the impairment testing.

### **Estimation uncertainty**

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 discussed below.

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#### 4. 重大會計判斷及估計(續)

## 估計不明朗因素(續)

(i) 投資物業公平值之估計

公平值之最佳憑證為同類租約及其他 合約於活躍市場之最新價格。倘缺乏 此方面資料,本集團會考慮多方面資 料,其中包括(i)參考獨立估值意見; (ii)不同性質、狀況或地點(或受不同租 約或其他合約規限)物業當時在活躍市 場之最新價格(須就各項差異作出調 整);(iii)活躍程度稍漲之市場所提供 同類物業最近期價格(須按自有關價格 成交當日以來經濟狀況出現之任何變 化作出調整);及(iv)根據未來現金流 量所作可靠估計而預測之折讓現金流 量,此項預測源自任何現有租約與其 他合約之條款及(指在可能情況下)外 在因素(如地點及狀況相同之類似物業 最新市場租值),並採用足以反映當時 無法肯定有關現金流量金額及時間之 折讓率計算。

支持本集團所作公平值估計之主要假 設涉及地點及狀況相同之類似物業最 新市場租值、適當之折讓率、預計未 來市場租值及未來保養費用。

(ii) 物業、廠房及設備項目之可使用年期 及餘值

# **4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES** (Continued)

## **Estimation uncertainty** (Continued)

(i) Estimation of fair value of investment properties The best evidence of fair value is current prices in an active market for similar lease terms and other contracts. In the absence of such information, the Group considers information from a variety of sources, including (i) by reference to independent valuations; (ii) current prices in an active market for properties of a different nature, condition and location (or subject to different leases or other contracts), adjusted to reflect those differences; (iii) recent prices of similar properties in less active markets, with adjustments to reflect any changes in economic conditions since the date of transactions that occurred at those prices; and (iv) discounted cash flow projections based on reliable estimates of future cash flows, derived from the terms of any existing lease and other contracts, and (where possible) from external evidence such as current market rents for similar properties in the same location and condition, and using discount rates that reflect current market assessments of the uncertainty in the amount and timing of cash flows.

The principal assumptions for the Group's estimation of the fair value include those related to current market rents for similar properties in the same location and condition, appropriate discount rates, expected future market rents and future maintenance costs

(ii) Useful lives and residual values of items of property, plant and equipment

In determining the useful lives and residual values of items of property, plant and equipment, the Group has to consider various factors, such as technical or commercial obsolescence arising from changes or improvements in production, or from a change in the market demand for the product or service output of the asset, expected usage of the asset, expected physical wear and tear, the care and maintenance of the asset, and legal or similar limits on the use of the asset. The estimation of the useful life of the asset is based on the experience of the Group with similar assets that are used in a similar way. Additional depreciation is made if the estimated useful lives and/or the residual values of items of property, plant and equipment are different from previous estimation. Useful lives and residual values are reviewed, at each financial year end date based on changes in circumstances.

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#### 4. 重大會計判斷及估計(續)

#### 估計不明朗因素(續)

#### (iii) 金融資產或商譽減值

#### (iv) 遞延税項資產

遞延税項資產乃就因應收賬款及票據 及存貨減值而產生之所有未動用税項 虧損及可扣税暫時差額而確認,直至 將可能有應課税溢利可用作對銷虧損 及可扣税暫時差額可予動用。管理層 須根據未來應課税溢利之可能時間及 水平連同日後税務計劃策略,就釐定 可予確認之遞延税項資產金額作出重 大判斷。於2007年3月31日,有關已 確認税務虧損、應收賬款減值之可扣 税暫時差額及存貨撥備之遞延税項資 產之賬面值分別為港幣6,898,000元 (2006年:港幣8,183,000元)、無 (2006年:港幣5.539.000元)及港幣 34,000元(2006年:港幣37,000元)。 於 2007年 3月 31日 , 未確認税務虧 損、應收賬款減值之暫時差額及存貨 撥備之金額分別為港幣24,975,000元 (2006年:港幣31,557,000元)、港幣 141.745.000元(2006年:港幣 111,341,000元)及無(2006年:港幣 5,401,000元)。進一步詳情載於財務 報表附註28。

# **4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES** (Continued)

## **Estimation uncertainty** (Continued)

(iii) Impairment of financial assets or goodwill The Group determines whether a financial asset or goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cashgenerating units to which the financial asset or goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the financial asset or cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. A change in the estimated future cash flows and/or the discount rate applied will result in an adjustment to the estimated impairment provision previously made. The carrying amount of goodwill at 31 March 2007 was HK\$35,878,000 (2006: HK\$35,878,000). More details of impairment testing of goodwill are set out in note 18 to the financial statements.

#### (iv) Deferred tax assets

Deferred tax assets are recognised for all unused tax losses and deductible temporary differences arising from impairment on trade and bills receivables and inventories to the extent that it is probable that taxable profit will be available against which the losses and deductible temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. The carrying values of deferred tax assets relating to recognised tax losses and deductible temporary differences on impairment on trade receivables and provision against inventories as at 31 March 2007 were HK\$6,898,000 (2006: HK\$8,183,000), nil (2006: HK\$5,539,000) and HK\$34,000 (2006: HK\$37,000), respectively. The amounts of unrecognised tax losses and temporary differences on impairment on trade receivables and provision against inventories as at 31 March 2007 were HK\$24.975.000 (2006: HK\$31,557,000), HK\$141,745,000 (2006: HK\$111,341,000) and nil (2006: HK\$5,401,000). Further details are contained in note 28 to the financial statements.

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#### 5. 分類資料

分類資料採用以下兩部形式呈報: (i)以業務分類作為主要分類呈報基準;及(ii)按地區分類為次要分類呈報基準。

本集團經營之業務乃根據各項業務之性質 及所提供之產品及服務劃分架構及管理。 本集團每項分類業務代表一策略性經營單位,其提供之產品及服務所承擔之風險及 回報均有別於其他分類業務。本集團業務 分類概要如下:

- (a) 批發業務,從事攝影及沖印產品之市 場推廣及分銷;
- (b) 零售業務,透過零售門市提供菲林沖 灑;照相沖印服務,以及銷售照相商 品;及
- (c) 企業及其他業務,包括集團的投資地 產業務,連同企業收支項目。

確定本集團之地區分類時,收益乃按客戶所在地分類,資產則按資產所在地分類。

部門間之銷售及轉讓按成本值加上約百分之二十五(2006年:百分之二十八)之附加值計算。

#### 5. SEGMENT INFORMATION

Segment information is presented by way of two segment formats: (i) on a primary segment reporting basis, by business segment; and (ii) on a secondary segment reporting basis, by geographical segment.

The Group's operating businesses are structured and managed separately according to the nature of their operations and the products and services they provide. Each of the Group's business segments represents a strategic business unit that offers products and services which are subject to risks and returns that are different from those of the other business segments. Summary details of the business segments are as follows:

- (a) the wholesale segment engages in the marketing and distribution of photographic developing, processing and printing products;
- (b) the retail segment engages in the provision of film processing, photo-finishing services and the sale of photographic merchandise through retail outlets; and
- (c) the corporate and others segment comprises the Group's investment property business together with corporate income and expense items.

In determining the Group's geographical segments, revenues are attributed to the segments based on the location of the customers, and assets are attributed to the segments based on the location of the assets.

Intersegment sales and transfers are transacted at cost plus a mark-up of approximately 25% (2006: 28%).

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## 5. 分類資料(續)

### (a) 分類業務

下表詳列本集團截至2007年及2006年 3月31日止年度分類業務之現有收益、 溢利/(虧損)及若干資產、負債及開 支之資料。

## 5. **SEGMENT INFORMATION** (Continued)

### (a) Business segments

The following tables present revenue, profit/(loss) and certain asset, liability and expenditure information of the Group's business segments for the years ended 31 March 2007 and 2006.

		Wholesale 批發 2007	_	Retail s 零售 2007		006	Corporate 企業及 2007	and Othe 其他業務 20		minations 註銷 07 200		olidated 綜合 2006
		HK\$'000	HK\$'000	HK\$'000	HK\$'(		HK\$'000	HK\$'0				HK\$'000
分類收益: 外界客戶之銷售 及服務收入 部門間之銷售額 其他收入及收益	Segment revenue: Sales to external customers and service income Intersegment sales Other income and gains	656,959 35,722 747	1,070,916 48,317 6,326	170,245 - 3,314	179,6 1,0	579 - 052	- - 2,377	2,5	- - ( <b>35,7</b> 7		- <b>827,204</b> 7) - <b>6,438</b>	1,250,595 - 9,884
總額	Total	693,428	1,125,559	173,559	180,7	731	2,377	2,5	06 (35,77	(48,31	7) 833,642	1,260,479
分類業績	Segment results	55,581	106,002	2,435	3,0	010	(2,984	) (4,2	06)	-	- 55,032	104,806
利息收入及 未分配收益 協議收入 應佔聯營公司溢利	Interest income and unallocated gains Settlement income Share of profit of an associate	140,400	- 1,027	-		-	-		- -	-	38,282 - 140,400 - ~	14,666 - 1,027
除税前溢利税項	Profit before tax Tax										233,714 (14,979)	120,499
本年度溢利	Profit for the year										218,735	120,599
					006				Corporate a 企業及其 2007 HK\$'000		Consoli 線 2007 HK\$'000	
資產及負債 分類資產 於聯營公司之權益 未分配資產	Assets and liabilities Segment assets Interest in an associate Unallocated assets		126,49		005 607	87,8	- 14 10	03,501 -	50,323	50,125	264,636 - 973,541	442,631 9,607 667,925
總資產	Total assets										1,238,177	1,120,163
分類負債 未分配負債	Segment liabilities Unallocated liabilities		76,80	99,	371	22,04	<b>42</b> 2	27,638	8,819	8,319	107,668 5,624	135,328 9,177
總負債	Total liabilities										113,292	144,505
其他分類資料: 折舊及確認預付 土地租金 物業、廠房及	Other segment information: Depreciation and recogniti prepaid land lease paym Reversal of impairment on	on of ients	4,10	5 <b>0</b> 5,	586	13,54	<b>40</b> 1	3,890	1,842	2,606	19,542	22,182
設 備減值回撥 資本開支 投資物業公平值變動	of property, plant and e Capital expenditure Changes in fair value of in		(3,10 1,25		- 154	7,0	30	- 5,254	- 565	34	(3,102) 8,853	- 7,442
應收賬項及票據減值	properties Impairment on trade and bills receivables		1,29	-	578		-	-	2,972	900	2,972 1,293	900 578
其他應收款項減值 存貨撥備/(回撥)	Impairment on an other re Provision/(write-back of pragainst inventories		1,00 (28,60		865	(!	92)	(336)	-	-	1,000 (28,692)	4,529

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### 5. 分類資料(續)

#### (b) 地區分類

下表詳列本集團截至2007年及2006年 3月31日止年度地區業務之現有收益、 若干資產及開支之資料。

### 5. **SEGMENT INFORMATION** (Continued)

#### (b) Geographical segments

The following table presents revenue and certain asset and expenditure information of the Group's geographical segments for the years ended 31 March 2007 and 2006.

		Hong Kong 香港			ind China 國內地	Consolidated 綜合	
		2007 HK\$'000	2006 HK\$'000	2007 HK\$'000	2006 HK\$'000	2007 HK\$'000	2006 HK\$'000
分類收益: 外界客戶之銷售及服務收入	Sales to external customers and service income	650,636	1,036,597	176,568	213,998	827,204	1,250,595
其他分類資料: 分類資產 資本開支	Other segment information: Segment assets Capital expenditure	1,110,504 8,826	906,491 7,180	127,673 27	213,672 262	1,238,177 8,853	1,120,163 7,442

### 6. 收益、其他收入及收益

收益亦即本集團之營業額,指(i)銷售貨品之發票淨值(已扣除折扣及退貨)及(ii)提供沖印服務之收入。

收益、其他收入及收益之分析如下:

#### 6. REVENUE, OTHER INCOME AND GAINS

Revenue, which is also the Group's turnover, represents (i) the net invoiced value of goods sold, after allowances for returns and trade discounts; and (ii) the income from the rendering of film processing and photo-finishing services.

An analysis of revenue, other income and gains is as follows:

		2007 HK\$'000	2006 HK\$'000
收益:	Revenue		
產品銷售	Sale of goods	702,058	1,123,222
沖印服務收入	Income from the rendering of film processing		
	photo-finishing services	125,146	127,373
		827,204	1,250,595
其他收入及收益	Other income and gains		
利息收入	Interest income	31,508	14,666
租金收入總值(附註8)	Gross rental income (note 8)	2,367	2,506
供應商之津貼	Subsidies from a supplier	458	5,265
出售聯營公司收益(附註20)	Gain on disposal of an associate (note 20)	6,774	_
其他	Others	3,613	2,113
		44,720	24,550

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#### 7. 協議收入

於2006年6月30日,本集團與一位主要供應 商訂立一項協議,以由2006年10月20日起 終止與本集團若干附屬公司訂立的若干分銷 協議(「終止協議」)。根據終止協議,本集 團不再為該主要供應商的若干產品之分銷 商,並於年內從該主要供應商收取協議收 入。

#### 8. 除税前溢利

本集團除税前溢利已扣除/(計入):

#### 7. SETTLEMENT INCOME

On 30 June 2006, the Group entered into an agreement with a major supplier to terminate certain distributorship agreements with certain subsidiaries of the Group with effect from 20 October 2006 (the "Termination Agreement"). Pursuant to the Termination Agreement, the Group ceased to be the distributor of certain products of this major supplier and received the settlement income from this major supplier during the year.

#### 8. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/ (crediting):

		Notes 附註	2007 HK\$'000	2006 HK\$'000
銷售存貨成本	Cost of inventories sold		591,067	934,397
提供服務成本	Cost of services provided		53,979	64,513
核數師酬金	Auditors' remuneration		1,100	1,200
折舊	Depreciation	15	18,852	21,492
物業、廠房及	Reversal of impairment on items of			
設備減值回撥*	property, plant and equipment*	15	(3,102)	-
確認預付土地租金	Recognition of prepaid land lease payments	17	690	690
土地及樓宇之	Minimum lease payments under operating leases			
最低經營租約租金	on land and buildings		31,782	32,961
出售物業、廠房及	Loss/(gain) on disposal of items of property,			
設備項目虧損/(收益)*	plant and equipment*		(354)	1,198
存貨撥備/(回撥)**	Provision/(write-back of provision) against			
	inventories**		(28,692)	4,529
應收賬項減值*	Impairment on trade receivables*		1,293	578
其他應收款項減值*	Impairment on an other receivable*		1,000	-
收回壞賬*	Bad debts recovered*		(1,568)	-
投資物業公平值變動*	Changes in fair value of investment properties*	16	2,972	900
僱員福利開支(包括附註9所載	Employee benefits expense (including directors'			
之董事酬金)	remuneration as set out in note 9)			
工資及薪金	Wages and salaries		60,449	72,652
退休金計劃供款	Pension scheme contributions		2,553	2,754
長期服務金撥備	Provision for long service payments		162	615
減:被沒收之供款***	Less: Forfeited contributions***		~	_
退休金計劃供款淨額	Net pension scheme contributions		2,715	3,369
			63,164	76,021
租金收入總值	Gross rental income	6	(2,367)	(2,506)
賺取租金之投資物業產生之 直接開支(包括維修及保養)	Direct expenses (including repairs and maintenance) arising on rental-earning investment properties		1,123	383
租金收入淨值	Net rental income		(1,244)	(2,123)
<b>正</b> 兑差額,淨額	Foreign exchange differences, net		(1,443)	(2,568)

- 該等項目已於綜合損益表「其他經營開支」一 欄內列賬。
- \*\* 該等項目已於綜合損益表「銷售成本」一欄內 列賬。
- \*\*\* 於2007年3月31日本集團並無減低未來退休 金計劃供款之已沒收退休計劃供款(2006 年:無)。
- Included in "Other operating expenses" on the face of the consolidated income statement.
- \*\* Included in "Cost of sales" on the face of the consolidated income statement.
- \*\*\* As at 31 March 2007, the Group had no forfeited contributions available to reduce its contributions to the pension schemes in future years (2006: Nil).

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### 9. 董事酬金

年內根據香港聯合交易所有限公司主板證券 上市規則(「上市規則」)及香港公司條例第 161條披露之董事酬金如下:

#### 9. DIRECTORS' REMUNERATION

Directors' remuneration for the year, disclosed pursuant to the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited (the "Listing Rules") and Section 161 of the Hong Kong Companies Ordinance, is as follows:

		C	Group		
			集團		
		2007	2006		
		HK\$'000	HK\$'000		
· · · · · · · · · · · · · · · · · · ·	Fees	840	760		
其他酬金:	Other emoluments:				
薪金及津貼	Salaries and allowances	4,889	4,825		
非強制性花紅	Discretionary bonuses	1,139	750		
退休金計劃供款	Pension scheme contributions	48	36		
		6,916	6,371		

### (a) 獨立非執行董事

年內支付予獨立非執行董事之袍金如 下:

### (a) Independent non-executive directors

The fees paid to independent non-executive directors during the year were as follows:

		2007 HK\$'000	2006 HK\$'000
區文中	Au Man Chung Malcolm	100	110
黃子欣	Wong Chi Yun Allan	110	100
李家暉	Li Ka Fai David	120	120
		330	330

年內並無其他應付予獨立非執行董事

之酬金(2006年:無)。

There were no other emoluments payable to the independent non-executive directors during the year (2006: Nil).

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## 9. 董事酬金(續)

## (b) 執行董事及非執行董事

## 9. DIRECTORS' REMUNERATION (Continued)

### (b) Executive directors and non-executive directors

	Pension					
Total	scheme	Discretionary	Salaries and			
remuneration	contributions	bonuses	allowances	Fees		
	退休金					
酬金總額	計劃供款	非強制性花紅	薪金及津貼	袍金		
HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000		
					2007	2007年
					Executive directors:	執行董事:
3,245	12	602	2,541	90	Sun Tai Lun Dennis	孫大倫
1,164	12	207	865	80	Ng Yuk Wah Eileen	吳玉華
1,135	12	178	865	80	Tang Kwok Tong Simon	鄧國棠
862	12	152	618	80	Sun Tao Hung Stanley	孫道弘
6,406	48	1,139	4,889	330		
					Non-executive directors:	非執行董事:
90	_	_	_	90	Liu Hui Allan	劉暉
90	-	-	-	90	Chiang Yun Rachel	張昀
6,586	48	1,139	4,889	510		
					2006	2006年
					Executive directors:	執行董事:
3,391	12	384	2,905	90	Sun Tai Lun Dennis	孫大倫
1,218	12	166	960	80	Ng Yuk Wah Eileen	吳玉華
1,252	12	200	960	80	Tang Kwok Tong Simon	<b>鄧國棠</b>
5,861	36	750	4,825	250		
					Non-executive directors:	非執行董事:
90	-	-	-	90	Liu Hui Allan	劉暉
90	-	-	-	90	Chiang Yun Rachel	張昀
6,041	36	750	4,825	430		

截至2007年及2006年3月31日止年度,並無任何安排使董事放棄或同意放棄任何酬金。

There was no arrangement under which a director waived or agreed to waive any remuneration during the years ended 31 March 2007 and 2006.

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#### 10.5位最高薪酬僱員

年內5位最高薪人士包括4位(2006年:3位) 董事,其薪酬已在上文附註9披露。年內其 餘1位非董事及最高薪酬僱員酬金(2006年:2位)之詳情如下:

#### **10. FIVE HIGHEST PAID EMPLOYEES**

The five highest paid employees during the year included four (2006: three) directors, details of whose remuneration are set out in note 9 above. Details of the remuneration of the remaining one (2006: two) non-director, highest paid employee for the year are as follows:

		Group		
		集團		
		2007	2006	
		HK\$'000	HK\$'000	
薪金及津貼	Salaries and allowances	755	1,596	
退休金計劃供款	Pension scheme contributions	12	24	
		767	1,620	

酬金收入在下列範圍之非董事及最高薪酬僱員人數:

The number of non-director, highest paid employees whose remuneration fell within the following band is as follows:

		Number of employees	
		僱員人數	
		2007	2006
無-港幣1,000,000元	Nil to HK\$1,000,000	1	2

### 11. 税項

香港利得税根據年內在香港賺取之估計應課 税溢利,按税率17.5%(2006年:17.5%)作 提撥準備。中華人民共和國(「中國」)應課 税溢利的利得税按本集團經營業務之地區現 行税率並根據現行法例、闡釋及運作計算。

#### 11. TAX

Hong Kong profits tax has been provided at the rate of 17.5% (2006: 17.5%) on the estimated assessable profits arising in Hong Kong during the year. Taxes on profits assessable in the People's Republic of China (the "PRC") have been calculated at the rates of tax prevailing in the location in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

		2007 HK\$'000	2006 HK\$'000
集團:	Group:		
本年-香港	Current - Hong Kong		
年內計提	Charge for the year	4,933	7,191
往年超額撥備	Overprovision in prior years	(374)	(1,722)
本年-中國內地	Current – Mainland China	3,818	238
		8,377	5,707
遞延税項(附註28)	Deferred (note 28)	6,602	(5,807)
年內税項支出/(抵免)	Total tax charge/(credit) for the year	14,979	(100)

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## 11. 税項(續)

使用本公司及其附屬公司經營所在地區之法 定税率計算之除税前溢利/(虧損)之適用 税項開支/(抵免),與按實際税率計算之 税項開支/(抵免)之對賬,以及法定税率 與實際税率之對賬如下:

## Group - 2007

集團-2007年

### 11. TAX (Continued)

A reconciliation of the tax expense/(credit) applicable to profit/(loss) before tax using the statutory rates for the location in which the Company and its subsidiaries are domiciled to the tax expense/(credit) at the effective tax rates is as follows:

		Hong Kong 香港 HK\$'000	Mainland China 中國內地 HK\$'000	Total 總計 HK\$'000
除税前溢利	Profit before tax	228,545	5,169	233,714
法定税率	Statutory tax rate	17.5%	33%	
按法定税率計算之税項就過往年度當期税項之調整	Tax at the statutory tax rate Adjustments in respect of current tax of previous	39,995	1,706	41,701
就過往期間遞延税項之調整	periods  Adjustments in respect of deferred tax of previous	(374)	-	(374)
取消確認遞延税項資產	periods  Derecognition of deferred	503	(35)	468
	tax assets	6,824	_	6,824
免繳税收入	Income not subject to tax	(33,354)	(1)	(33,355)
不可扣税支出	Expenses not deductible for tax	1,190	1,832	3,022
抵銷過往年度產生	Tax losses utilised from			
之税務虧損	previous periods	(3,307)	_	(3,307)
按本集團實際税率計算	Tax charge at the			
之税項支出	Group's effective rate	11,477	3,502	14,979

## Notes to Financial Statements

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## 11. 税項(續)

Group - 2006 集團 - 2006年

### 11. TAX (Continued)

		Hong Kong 香港 HK\$'000	Mainland China 中國內地 HK\$'000	Total 總計 HK\$'000
除税前溢利/(虧損)	Profit/(loss) before tax	129,076	(8,577)	120,499
法定税率	Statutory tax rate	17.5%	33%	
按法定税率計算之税項就過往年度當期税項之調整	Tax at the statutory tax rate Adjustments in respect of current tax of previous	22,588	(2,830)	19,758
就過往年度遞延税項之調整	periods Adjustments in respect of deferred tax of previous	(1,722)	-	(1,722)
	periods	(5,944)	1,405	(4,539)
聯營公司應佔溢利	Profits attributable to an associate	_	(339)	(339)
免繳税收入 不可扣税支出	Income not subject to tax  Expenses not deductible	(2,956)	(44)	(3,000)
	for tax	393	3,450	3,843
抵銷過往年度產生 之稅務虧損	Tax losses utilised from previous periods	(14,101)	-	(14,101)
按本集團實際税率計算	Tax charge/(credit) at the			
之税項支出/(抵免)	Group's effective rate	(1,742)	1,642	(100)

## 12. 本公司股權持有人應佔溢利

截至2007年3月31日止年度,本公司股權持有人應佔綜合利潤為港幣106,213,000元(2006年:港幣73,159,000元),已於本公司財務報表中呈列(附註31(b))。

# 12. PROFIT ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

The consolidated profit attributable to equity holders of the Company for the year ended 31 March 2007 includes a profit of HK\$106,213,000 (2006: HK\$73,159,000) which has been dealt with in the financial statements of the Company (note 31(b)).

## Notes to Financial Statements

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31 March 2007

#### 13. 股息

#### 13. DIVIDENDS

		2007	2006
		HK\$'000	HK\$'000
中期-每股普通股港幣3.8仙 (2006年:港幣2.2仙) 擬派末期-每股普通股 港幣5.2仙	Interim – HK3.8 cents (2006: HK2.2 cents) per ordinary share Proposed final – HK5.2 cents (2006: HK4.2 cents)	44,225	25,604
(2006年:港幣4.2仙)	per ordinary share	60,519	48,881
		104,744	74,485

派發本年度末期股息之提議須待本公司股東 於下一次召開之股東週年大會上批准後,方 可作實。

## 14. 本公司普通股股權持有人應佔每股 盈利

## (a) 每股基本盈利

每股基本盈利是根據以下項目計算:

The proposed final dividend for the year is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

# 14. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

### (a) Basic earnings per share

The calculation of basic earnings per share is based on:

Group 集團

		2007 HK\$	2006 HK\$
<b>盈利</b> 本公司普通股股權持有人 應佔溢利	Earnings  Profit attributable to ordinary equity  holders of the Company	218,824,000	120,496,000
股份 年內已發行普通股 加權平均數	Shares Weighted average number of ordinary shares in issue during the year	1,163,828,377	1,163,828,377

#### (b) 每股攤薄盈利

由於截至2007年及2006年3月31日止年度內概無存在具攤薄影響之事件。 故本公司並無披露截至2007年及2006年3月31日止年度之每股攤薄盈利賬目。

### (b) Diluted earnings per share

Diluted earnings per share amounts for the years ended 31 March 2007 and 2006 have not been disclosed as no diluting event existed during the years ended 31 March 2007 and 2006.

## Notes to Financial Statements

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## 15. 物業、廠房及設備

Group 集團

## 15. PROPERTY, PLANT AND EQUIPMENT

賬面淨值	Net carrying amount	22,264	5,884	19,956	2,330	50,434
累計折舊及減值	Accumulated depreciation and impairment	(25,010)	(49,462)	(82,829)	(4,378)	(161,679)
於2007年3月31日: 成本	At 31 March 2007: Cost	47,274	55,346	102,785	6,708	212,113
於2007年3月31日, 扣除累計折舊	At 31 March 2007, net of accumulated depreciation and impairment	22,264	5,884	19,956	2,330	50,434
匯兑調整	properties Exchange realignment	(63,819)	24	36	1	(63,819)
重估 撥往投資物業	Revaluation upon transfer Transfer to investment	23,731	-	-	-	23,731
減值回撥/(減值)	Reversal of impairment/ (impairment)	3,234	-	(132)	-	3,102
年內折舊撥備	Depreciation provided  during the year	(3,738)	(6,472)	(8,046)	(596)	(18,852)
減值增加出售	and impairment Additions Disposals	62,329	6,368 6,195 (231)	27,561 1,428 (891)	1,918 1,230 (223)	98,176 8,853 (1,345)
於2006年4月1日, 扣除累計折舊及	At 1 April 2006, net of accumulated depreciation					
賬面淨值	Net carrying amount	62,329	6,368	27,561	1,918	98,176
成本 累計折舊及減值	Cost  Accumulated depreciation  and impairment	121,400 (59,071)	71,085 (64,717)	110,438 (82,877)	8,860 (6,942)	311,783
<b>2007年3月31日</b> 於2006年4月1日:	<b>31 March 2007</b> At 1 April 2006:					
		及樓宇 HK\$'000	租賃物業裝修 HK\$'000	機器及設備 HK\$'000	汽車 HK\$'000	合計 HK\$'000
		land and buildings 租賃土地	leasehold improvements 傢俬裝置及	and equipment	Motor vehicles	Total
朱団		Leasehold	Furniture, fixtures and	Machinery		

31 March 2007

#### 15. 物業、廠房及設備(續)

### 15. PROPERTY, PLANT AND EQUIPMENT (Continued)

Furniture,

Group 集團

			rurniture,			
		Leasehold	fixtures and	Machinery		
		land and	leasehold	and	Motor	
		buildings	improvements	equipment	vehicles	Total
		租賃土地	傢俬裝置及			
		及樓宇	租賃物業裝修	機器及設備	汽車	合計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
2006年3月31日	31 March 2006					
於2005年4月1日:	At 1 April 2005:					
成本	Cost	119,994	68,558	116,270	8,291	313,113
累計折舊及減值	Accumulated depreciation					
	and impairment	(53,026)	(60,110)	(75,848)	(7,823)	(196,807)
賬面淨值	Net carrying amount	66,968	8,448	40,422	468	116,306
於2005年4月1日,	At 1 April 2005, net of					
扣除累計折舊及減值	accumulated depreciation					
	and impairment	66,968	8,448	40,422	468	116,306
增加	Additions	-	5,512	38	1,892	7,442
出售	Disposals	-	(737)	(4,577)	(69)	(5,383)
年內折舊撥備	Depreciation provided					
	during the year	(5,428)	(6,919)	(8,772)	(373)	(21,492)
匯兑調整	Exchange realignment	789	64	450	-	1,303
於2006年4月1日, 扣除累計折舊及減值	At 1 April 2006, net of accumulated depreciation					
	and impairment	62,329	6,368	27,561	1,918	98,176
於2006年3月31日:	At 31 March 2006:					
成本	Cost	121,400	71,085	110,438	8,860	311,783
累計折舊及減值	Accumulated depreciation					
	and impairment	(59,071)	(64,717)	(82,877)	(6,942)	(213,607)
賬面淨值	Net carrying amount	62,329	6,368	27,561	1,918	98,176

於2007年3月31日,位於中國內地之租賃土地及樓宇乃列入本集團總成本港幣47,274,000元(2006年:港幣121,400,000元)之租賃土地及樓宇,總成本為港幣26,799,000元(2006年:港幣80,277,000元),其中港幣26,799,000元(2006年:港幣39,640,000元)及港幣0元(2006年:港幣40,637,000元)分別為長期及中期租約。由於有關預付土地租金不能可靠地於土地及樓宇之間作出分配,全部租金乃包括在租賃土地及樓宇之成本內,根據香港會計準則第17號之條文,成為物業、廠房及設備之融資租賃。

Included in the Group's leasehold land and buildings with a total cost of HK\$47,274,000 (2006: HK\$121,400,000) are leasehold land and buildings situated in Mainland China with an aggregate cost of HK\$26,799,000 (2006: HK\$80,277,000) as at 31 March 2007, of which HK\$26,799,000 (2006: HK\$39,640,000) and nil (2006: HK\$40,637,000) are under long term leases and medium term leases, respectively. As the related prepaid land lease payments cannot be allocated reliably between the land and buildings elements, the entire lease payment is included in the cost of leasehold land and buildings as a finance lease in property, plant and equipment in accordance with the provision of HKAS 17.

## Notes to Financial Statements

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#### 16. 投資物業

#### **16. INVESTMENT PROPERTIES**

		Group	
		集團	
		2007	2006
		HK\$'000	HK\$'000
年初之賬面值	Carrying amount at beginning of year	35,958	35,850
自自用物業及	Transfer from owner-occupied properties		
預付土地租金轉撥	and prepaid land lease payments	69,448	_
公平值調整之	Net loss from a fair value		
虧損淨額(附註8)	adjustment (note 8)	(2,972)	(900)
匯 兑 調 整	Exchange realignment	814	1,008
於3月31日之賬面值	Carrying amount at 31 March	103,248	35,958

集團之投資物業按以下租約持有:

The Group's investment properties are held under the following lease terms:

		2007 HK\$'000	2006 HK\$'000
位於香港之中期租約物業 位於中國內地之中期租約物業 位於中國內地之長期租約物業	Medium term leases in Hong Kong Medium term leases in Mainland China Long term leases in Mainland China	32,098 41,900 29,250	4,100 31,858
於3月31日,按估值	At 31 March, at valuation	103,248	35,958

集團之投資物業由獨立執行合資格估價師衡量行(Chung, Chan & Associates)於2007年3月31日根據現時用途按公開市價基準進行重估,重估值為港幣103,248,000元。投資物業已按經營租約租予第三者,其摘要資料已載於財務報表附註34(a)。

有關集團投資物業之進一步詳情載於本年報 第107及108頁。 The Group's investment properties were revalued at HK\$103,248,000 as at 31 March 2007 by Chung, Chan & Associates, independent professionally qualified valuers, on an open market, existing use basis. The investment properties are leased to third parties under operating leases arrangements, further summary details of which are included in note 34(a) to the financial statements.

Further particulars of the Group's investment properties are set out on pages 107 and 108 of the annual report.

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#### 17. 預付土地租賃開支

#### 17. PREPAID LAND LEASE PAYMENTS

		Group		
			集團	
		2007	2006	
		HK\$'000	HK\$'000	
年初之賬面值	Carrying amount at beginning of year	9,799	10,489	
於年內確認	Recognised during the year	(690)	(690)	
轉撥至投資物業	Transfer to investment properties	(5,629)	-	
於3月31日之賬面值	Carrying amount at 31 March	3,480	9,799	
列入預付款、按金及	Current portion included in prepayments,			
其他應收款項之即期部分	deposits and other receivables	(209)	(690)	
非即期部分	Non-current portion	3,271	9,109	

集團之預付土地租賃開支按以下租約持有:

The Group's prepaid land lease payments are held under the following lease terms:

		2007 HK\$'000	2006 HK\$'000
位於香港之中期租約物業 位於中國內地之中期租約物業	Medium term leases in Hong Kong Medium term leases in Mainland China	3,480	7,839 1,960
於3月31日	At 31 March	3,480	9,799

#### 18. **商譽** 18. **GOODWILL**

			Group 集團
		2007 HK\$'000	2006 HK\$'000
年初及3月31日之成本 及賬面淨值	Cost and net carrying amount at beginning of year and 31 March	35,878	35,878

### 商譽減值測試

透過業務合併收購之商譽獲分配至零售業務 現金產生單位(即呈報類別)進行減值測試。

零售業務現金產生單位之可收回金額乃按照 使用價值計算而釐定,根據以公司管理層批 准之三年期現金流量預測計算。現金流量預 測適用之折現率為4%(2006年:4%)。

## Impairment testing of goodwill

Goodwill acquired through a business combination has been allocated to the retail operation cash-generating unit, which is a reportable segment, for impairment testing.

The recoverable amount of the retail operation cashgenerating unit has been determined based on a value in use calculation using cash flow projections approved by the Company's directors covering a period of three years. The discount rate applied to cash flow projections is 4% (2006: 4%).

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#### 18. 商譽 (續)

於2007年3月31日及2006年3月31日,零售業務現金產生單位之使用價值計算採用了主要假設。下文載述管理層就現金流量預測所依賴之各主要假設,藉以進行商譽減值測試:

預期毛利率-預期毛利率乃根據預算年度前 之最近年度內已達到之平均毛利率及預期增 長情況釐定。

折現率-折現率乃剔除納税影響,並反應同 現金生產單位相關之特定風險。

購買價格上漲-存貨價格上漲之決定基準乃 按購買存貨之預算年度之預測價格指標。主 要假設之價值與外部資料來源相符一致。

#### 18. GOODWILL (Continued)

Key assumptions were used in the value in use calculation of the retail operation cash-generating unit for 31 March 2007 and 31 March 2006. The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill:

Budgeted gross margins – The basis used to determine the value assigned to the budgeted gross margins is the average gross margins achieved in the year immediately before the budget year, increased for expected efficiency improvements.

Discount rates – The discount rates used are before tax and reflect specific risks relating to the relevant units.

Purchase price inflation – The basis used to determine the value assigned to inventory price inflation is the forecast price indices during the budget year from where inventories are sourced. The values assigned to key assumptions are consistent with external information sources.

#### 19. 附屬公司權益

#### 19. INTERESTS IN SUBSIDIARIES

		Co	ompany		
			公司		
		2007	2006		
		HK\$'000	HK\$'000		
非上市股份,按原值	Unlisted shares, at cost	193,540	193,540		
應收附屬公司欠款	Amounts due from a subsidiary	662,204	648,385		
		855,744	841,925		
減:即期部分	Less: Current portion	(60,519)	(48,881)		
非即期部分	Non-current portion	795,225	793,044		

除了一筆並非於未來12個月內償還的金額 港幣601,685,000元(2006年:港幣599,504,000元),所有應收附屬公司之欠款均為無抵押、免息並須於要求時償還。應收附屬公司款項之賬面值與其公平值相若。 The amounts due from a subsidiary are unsecured, non-interest-bearing and repayable on demand, except for an amount of HK\$601,685,000 (2006: HK\$599,504,000) which is not repayable within the next twelve months. The carrying amounts of the amounts due from the subsidiary approximate to their fair values.

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# 19. 附屬公司權益(續)

# 19. INTERESTS IN SUBSIDIARIES (Continued)

本集團主要附屬公司資料如下:

Particulars of the principal subsidiaries are as follows:

Name 名稱	Place of incorporation/ registration and operations 成立/註冊地點 及營業地點	Nominal value of issued ordinary/ registered share capital 已發行普通股股本/ 註冊資本面值	att to the( 本	ercentage of equity cributable Company 公司應佔 益百分比 Indirect 間接	Principal activities 主要業務
Callas Investments Limited 嘉麗詩投資有限公司	Hong Kong 香港	Ordinary HK\$2 普通 港幣2元	-	100	Property holding 物業持有
China-Hongkong Photo Retail Limited 中港照相零售有限公司	British Virgin Islands/ Mainland China 英屬處女群島/ 中國內地	Ordinary US\$1 普通 1美元	-	100	Investment holding 投資控股
C.Y. Sun Holdings Limited	British Virgin Islands 英屬處女群島	Ordinary US\$10,000 普通 10,000美元	100	-	Investment holding 投資控股
Fotomax (F.E.) Ltd. 快圖美(遠東)公司	Hong Kong 香港	Ordinary HK\$1,000,000 普通 港幣1,000,000元	-	100	Provision of photographic developing and processing services and retail of photographic merchandise 提供相片沖印服務 及攝影器材零售
Fuji Graphic Arts Products Co., Ltd. 富士印刷器材有限公司	Hong Kong 香港	Ordinary HK\$10,000 普通 港幣10,000元	-	100	Marketing and distribution of printing products 推廣及經銷印刷器材
Fuji Medical Products Limited 富士醫療產品有限公司	Hong Kong 香港	Ordinary HK\$2 普通 港幣2元	-	100	Marketing and distribution of medical imaging products 推廣及經銷醫療 影像產品
Fuji Photo Products (China) Co., Limited 富士攝影器材(中國) 有限公司	British Virgin Islands/ Hong Kong 英屬處女群島/ 香港	Ordinary US\$10,000 普通 10,000美元	-	100	Purchase agent of photographic goods 採購攝影產品

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# 19. 附屬公司權益 (續) 19. INTERESTS IN SUBSIDIARIES (Continued)

Name 名稱	Place of incorporation/ registration and operations 成立/註冊地點 及營業地點	Nominal value of issued ordinary/ registered share capital 已發行普通股股本/ 註冊資本面值	atti to the C 本	rcentage of equity ributable Company 公司應佔 益百分比 Indirect 間接	Principal activities 主要業務
Fuji Photo Products (China) Co., Ltd. 富士攝影器材(中國) 有限公司	Hong Kong 香港	Ordinary HK\$2 普通 港幣2元	-	100	Marketing and distribution of photographic developing and processing products 推廣及經銷照相及
Fuji Photo Products Company, Limited 富士攝影器材有限公司	Hong Kong 香港	Ordinary HK\$10,000,000 普通 港幣10,000,000元	-	100	Marketing and distribution of photographic developing and processing products 推廣及經銷攝影及 沖印產品
Great Earnings Investments Limited 溢進投資有限公司	Hong Kong 香港	Ordinary HK\$2 普通 港幣2元	~	100	Property holding 物業持有
Imaging and Information Products Trading Limited ("IIP") 影像及資訊產品貿易 有限公司	Hong Kong 香港	Ordinary HK\$1,000 普通 港幣1,000元	-	100	Marketing and distribution of photographic developing and processing products 推廣及經銷攝影及 沖印產品
Majestic Income Limited 高息有限公司	Hong Kong 香港	Ordinary HK\$2 普通 港幣2元	-	100	Property holding 物業持有
Orderly Mind Enterprises Limited 精幹企業有限公司	Hong Kong 香港	Ordinary HK\$2 普通 港幣2元	-	100	Property holding 物業持有
Palace Glory Limited 滿堂有限公司	Hong Kong 香港	Ordinary HK\$2 普通 港幣2元	-	100	Property holding 物業持有

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### 19. 附屬公司權益(續)

#### 19. INTERESTS IN SUBSIDIARIES (Continued)

		Nominal value			
	Place of	of issued	P	ercentage	
	incorporation/	ordinary/		of equity	
	registration	registered	at	tributable	Principal
Name	and operations	share capital	to the	Company	activities
	成立/註冊地點	已發行普通股股本/	Z	<b>以</b> 公司應佔	
名稱	及營業地點	註冊資本面值	股本權	<b>堇益百分比</b>	主要業務
			Direct	Indirect	
			直接	間接	
Pride High Company	Hong Kong	Ordinary	_	100	Property holding
Limited	香港	HK\$2			物業持有
傲翔有限公司		普通			
		港幣2元			
Sky Rich (Asia)	Hong Kong	Ordinary	_	100	Property holding
Limited	香港	HK\$2			物業持有
天富(亞洲)有限公司		普通			
		港幣2元			
Sky Year Resources	Hong Kong	Ordinary	_	100	Property holding
Limited	香港	HK\$2			物業持有
天業資源有限公司		普通			
		港幣2元			
中商中港(上海)	PRC/Mainland	Registered	_	100	Marketing and
國際貿易有限公司*	China	capital			distribution of
	中國/中國內地	US\$300,000			printing products
		註冊資本			in Mainland China
		300,000美元			於中國推廣及
					經銷沖印產品
Fuji Photo Products	PRC/Mainland	Registered	_	100	Marketing and
Trading (China)	China	capital			distribution of
Co. Ltd*	中國/中國內地	RMB10,000,000			photographic
富士攝影器材貿易		註冊資本			developing
(中國)有限公司		人民幣10,000,000元			and processing
					products
					推廣及經銷攝影
					及沖印產品

<sup>\*</sup> 該等附屬公司是以外商獨資企業根據中國法 律註冊,並非由中國安永會計師事務所或安 永國際成員公司核數。

上表所列乃董事會認為對本集團本年度業績 有重大影響或佔本集團淨資產主要部份之本 公司附屬公司。董事會認為,倘列出其他附 屬公司之詳情會使篇幅過於冗長。 The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally affected the results for the year or formed a substantial portion of the net assets of the Group. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

<sup>\*</sup> These subsidiaries are registered as wholly-owned foreign enterprises under the PRC law and are not audited by Ernst & Young China or other Ernst & Young International member firms.

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#### 20. 聯營公司權益

#### **20. INTEREST IN AN ASSOCIATE**

				Group		
			2007			
			HK\$	'000	HK\$'000	
應佔資產淨值	Share of net a	ssets		_	9,607	
聯營公司詳情如下:		Particulars of the	associate are as follo	ws:		
			Percentage			
			of ownership			
	Nominal value		interest			
	of registered	Place of	attributable		Principal	
Name	share capital	registration	to the Group		activities	
			本集團應佔			
名稱	註冊股本面值	註冊及營運地點	擁有權益百分比		主要業務	
Fujifilm Medical	US\$5,500,000	PRC	20	i	Marketing and	
Systems (Shanghai)	5,500,000美元	中國			distribution of	
Co., Ltd.					medical	
					products	
				推廣團	醫療產品及分銷	

該聯營公司並非由中國安永會計師事務所或 安永國際成員公司核數。

聯營公司之財務報表乃截至12月31日止財政年度,與本集團並不一致。聯營公司以3月31日作為報告日期,以符合本公司之報告日期。

下表顯示本集團聯營公司之財務資料概要, 乃摘錄自其管理賬目: The associate was not audited by Ernst & Young China or other Ernst & Young International member firms.

The financial statements of the associate, which has a financial year ending 31 December, were non-coterminous with those of the Group. The associate used 31 March as its reporting date to conform with the Company's reporting date.

The following table illustrates the summarised financial information of the Group's associate extracted from its management accounts:

		2007 HK\$ <sup>,</sup> 000	
資產	Assets	_	85,329
負債	Liabilities	_	(37,296)
收益	Revenues	_	122,749
溢利	Profit	-	5,133

本集團年內已出售聯營公司,產生出售收益 為港幣6,774,000元(附註6)。 The associate was disposed of during the year, resulting in a gain on disposal of HK\$6,774,000 (note 6).

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#### 21. 存貨

集團存貨主要為供轉售之照相沖印產品。

#### 22. 應收賬項及票據

本集團與顧客之交易主要以賒賬方式進行,惟新客戶一般需要預先付款。顧客通常須於發票發出後30日內結賬,但部份長期顧客的賬期可延長至120日。每位客戶均有最高信貸限額,並由高級管理層批准。本集團致力嚴格控制未償還之應收賬款,並設有信貸短制部門以盡量減低信貸風險。高層管理人員定期檢視逾期賬款。鑑於本集團之應收賬 項與多位不同客戶有關,並無重大集中信貸風險。

按逾期日計算,以下為扣除撥備後應收賬項及票據之賬齡分析:

#### 21. INVENTORIES

The Group's inventories principally consist of photographic developing, processing and printing products for resale.

#### 22. TRADE AND BILLS RECEIVABLES

The Group's trading terms with its customers are mainly on credit, except for new customers, where payment in advance is normally required. The credit period is generally 30 days, except for certain well-established customers where the terms are extended to 120 days. Each customer has a maximum credit limit pre-approved by senior management. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk.

An aged analysis of the trade and bills receivables as at the balance sheet date, based on the payment due date and net of impairment, is as follows:

		Group		
		集團		
		2007	2006	
		HK\$'000	HK\$'000	
即期至3個月	Current to 3 months	16,686	80,311	
4至6個月	4 to 6 months	808	4,128	
7至9個月	7 to 9 months	43	357	
9個月以上	Over 9 months	1,064	1,901	
		18,601	86,697	

本集團之應收賬項及票據為免息,其賬面值 與公平值相若。

**23.** 預付款、按金及其他應收款項及租 賃按金

> 本公司之其他應收款項及本集團之預付款、 按金及其他應收款項及租賃按金為免息,且 其賬面值與其公平值相若。

The Group's trade and bills receivables are non-interestbearing and their carrying amounts approximate to their fair values.

# 23. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES AND RENTAL DEPOSITS

The Company's other receivables and the Group's prepayments, deposits and other receivables and rental deposits are non-interest-bearing and their carrying amounts approximate to their fair values.

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#### 24. 現金及現金等值項目

#### 24. CASH AND CASH EQUIVALENTS

		Gro 集	oup 團	Company 公司		
		2007 HK\$'000	2006 HK\$'000	2007 HK\$'000	2006 HK\$'000	
現金及銀行結餘 定期存款	Cash and bank balances Time deposits	66,212 899,045	105,731 550,474	383	420	
現金及現金等值項目 減:非即期部分	Cash and cash equivalents Less: Non-current portion	965,257	656,205 (38,785)	383	420	
即期部分	Current portion	965,257	617,420	383	420	

於結算日,本集團以人民幣(「人民幣」)計值之現金及銀行結餘約港幣38,686,000元(2006年:約港幣32,395,000元)。人民幣並不能自由兑換為其他貨幣,惟根據中國內地之《外匯管理條例》及《結匯、售匯及付匯管理規定》,本集團獲准透過特許進行外匯業務之銀行將人民幣兑換為其他貨幣。

存於銀行之現金根據銀行每日存款率賺取浮動利息。根據本集團對現金需求之急切性,短期定期存款由一日及一年以上不等,以分別賺取不同之短期定期利息。現金及現金等值項目及長期定期存款之賬面值與其公平值相若。

# 25. 應付賬項及票據

根據購買貨品及獲得服務之日期計算,應付 賬項及票據之賬齡分析如下: At the balance sheet date, the cash and bank balances of the Group denominated in Renminbi ("RMB") amounted to approximately HK\$38,686,000 (2006: HK\$32,395,000). The RMB is not freely convertible into other currencies, however, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between one day and over one year depending on the immediate cash requirements of the Group, and earn interest at the respective time deposit rates. The carrying amounts of the cash and cash equivalents and long term time deposits approximate to their fair values.

## 25. TRADE AND BILLS PAYABLES

An aged analysis of the trade and bills payables as at the balance sheet date, based on the date of goods purchased and services rendered, is as follows:

		Group 集團		
		2007 HK\$'000	2006 HK\$'000	
即期至3個月 3個月以上	Current to 3 months Over 3 months	11,498 5,111	45,401 4,435	
		16,609	49,836	

本集團之應付賬項及票據為免息,且通常須 於30日期限內繳訖,其賬面值與公平值相 若。 The Group's trade and bills payables are non-interestbearing and are normally settled on 30-day terms, and their carrying amounts approximate to their fair values.

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#### 26. 應計負債及其他應付賬項

本公司及本集團之應計負債及其他應付賬項 為免息,其賬面值與其公平值相若。

#### 27. 長期服務金撥備

#### 26. ACCRUED LIABILITIES AND OTHER PAYABLES

The Company's and Group's accrued liabilities and other payables are non-interest-bearing and their carrying amounts approximate to their fair values.

#### 27. PROVISION FOR LONG SERVICE PAYMENTS

			Group 集團		
		2007 HK\$'000	2006 HK\$'000		
於年初 額外撥備 付款	At beginning of year Additional provision Payment	2,810 162 (233)	2,195 615 -		
於3月31日	At 31 March	2,739	2,810		

本集團已就根據香港《僱傭條例》預期須向僱員發放之可能未來長期服務金作出撥備,詳情如財務報表附註3「僱員福利」所詳釋。此項撥備乃基於截至結算日時僱員之服務年資計算僱員預期享有之可能領取之未來長期服務金之最佳推測而作出。

The Group provides for the probable future long service payments expected to be made to employees under the Hong Kong Employment Ordinance, as further explained under the heading "Employee benefits" in note 3 to the financial statements. The provision is based on the best estimate of the probable future payments which have been earned by the employees from their services to the Group as at the balance sheet date.

#### 28. 遞延税項

年內遞延税項負債及資產變動如下:

#### 遞延税項負債

Group 本集團

#### 28. DEFERRED TAX

The movements in deferred tax liabilities and assets during the year are as follows:

#### Deferred tax liabilities

			Depreciation		
			allowance	Losses available	
		Revaluation of	in excess	for offset	
		property, plant	of related	against future	
		and equipment	depreciation	taxable profits	Total
			超過相關	可供抵消	
		重估物業、	折舊費用之	未來應課税	
		廠房及設備	折舊免税額	溢利之虧損	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
於2005年4月1日	At 1 April 2005	-	308	_	308
年內於損益賬扣除/ (增加)之遞延税項(附註11)	Deferred tax charged/(credited to the income statement	)			
	during the year (note 11)	-	4,355	(2,575)	1,780
於2006年3月31日	At 31 March 2006 and				
及2006年4月1日	1 April 2006	_	4,663	(2,575)	2,088
年內於損益賬扣除/(增加) 之遞延税項(附註11)	Deferred tax charged/(credited to the income statement	)			
	during the year (note 11)	_	(640)	1,119	479
於股本權益扣除之遞延税項	Deferred tax charged to equity	3,057	-	-	3,057
於2007年3月31日	At 31 March 2007	3,057	4,023	(1,456)	5,624

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# **28.** 遞延税項 (續) 遞延税項資產

**28. DEFERRED TAX** (Continued) **Deferred tax assets** 

Group 本集團

			Depreciation			
			expense in		Losses	
			excess of	Impairment	available for	
		Provision	related	on trade	offset against	
		against	depreciation	and bills	future taxable	
		inventories	allowance	receivables	profits	Total
			超過相關折舊		可供抵消	
			免税額之	應付賬款	未來應課税	
		存貨撥備	折舊費用	及票據減值	溢利之虧損	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
於2005年4月1日	At 1 April 2005	(3,815)	(318)	-	_	(4,133)
年內於損益賬扣除/	Deferred tax charged/					
(增加)之遞延税項	(credited) to the income					
(附註11)	statement during the					
	year (note 11)	3,778	(218)	(5,539)	(5,608)	(7,587)
於2006年3月31日及	At 31 March 2006 and					
2006年4月1日	1 April 2006	(37)	(536)	(5,539)	(5,608)	(11,720)
年內於損益賬扣除	Deferred tax charged					
之遞延税項	to the income statement					
(附註11)	during the year (note 11)	3	415	5,539	166	6,123
於2007年3月31日	At 31 March 2007	(34)	(121)	-	(5,442)	(5,597)

於2007年3月31日,本集團香港之税項虧損為港幣24,975,000年(2006年:港幣31,557,000元),以及可扣減暫時性差異為港幣141,745,000元(2006年:港幣116,742,000元),可於往後任何期間用以抵銷產生虧損公司未來之應課税溢利。由於遞延稅項資產乃於已有一段時間錄得不確定未來經營溢利之附屬公司出現,故並未確認該等虧損及可扣減暫時性差額入賬。

於2007年3月31日,就本集團附屬公司及聯營公司若干不能免除之應付税項而言,並無重大未入賬之遞延税項負債(2006年:無),因集團並無責任在若該等款項經免除後付予額外税款。

本公司向其股東發息之款項並無帶來所得稅 後果。 At 31 March 2007, the Group had tax losses arising in Hong Kong of HK\$24,975,000 (2006: HK\$31,557,000) and deductible temporary differences of HK\$141,745,000 (2006: HK\$116,742,000) that are available indefinitely for offsetting against future taxable profits of the companies in which the losses arose. Deferred tax assets have not been recognised in respect of these losses and deductible temporary differences as they have arisen in subsidiaries with uncertain future operating profit streams.

At 31 March 2007, there was no significant unrecognised deferred tax liability (2006: Nil) for taxes that would be payable on the unremitted earnings of certain of the Group's subsidiaries and the associate as the Group has no liability to additional tax should such amounts be remitted.

There are no income tax consequences attaching to the payment of dividends by the Company to its shareholders.

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# 29. 股本

# 29. SHARE CAPITAL Shares

		2007 HK\$'000	2006 HK\$'000
法定: 普通股2,000,000,000股 (2006年:2,000,000,000股) 每股面值港幣一角	Authorised: 2,000,000,000 (2006: 2,000,000,000) ordinary shares of HK\$0.10 each	200,000	200,000
已發行及繳足: 普通股1,163,828,377股 (2006年:1,163,828,377股) 每股面值港幣一角	Issued and fully paid: 1,163,828,377 (2006: 1,163,828,377) ordinary shares of HK\$0.10 each	116,383	116,383

#### 購股權

本公司購股權計劃之詳情載於財務報表附註 30。

#### 30. 購股權計劃

本公司為獎勵及酬報曾對本集團業務成功作出貢獻之合資格參與者而設立購股權計劃。

在公司於2002年8月30舉行之股東週年大會上,本公司股東通過一項普通決議案,以採納遵循經修訂之上市規則第17章規定之新購股權計劃(「新計劃」),以及終止本公司於1994年8月31日採納之舊購股權計劃(「舊計劃」)。舊計劃終止後,本公司不得再據此授出任何購股權,惟於舊計劃終止前授出之所有購股權繼續有效,並可根據舊計劃條文予以行使。

新計劃之合資格參與者,包括本公司之董事 (包括獨立非執行董事)、本集團其他僱 員、本集團貨品及服務供應商、本集團客 戶、本集團持有股權之公司、任何向本集團 提供研究、開發或其他技術支持的代理商、 諮詢人、顧問、策略員、承包商、分包商或 專家,或由本集團任何成員公司所發行之證 券之持有人。

年內及過往年度,並無根據新計劃授出購股權。新計劃於2002年8月30生效,而除非被註銷或經修改,否則自該日起10年內仍然有效。

#### **Share options**

Details of the Company's share option schemes are included in note 30 to the financial statements.

#### **30. SHARE OPTION SCHEMES**

The Company operates share option schemes for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations.

In the Company's annual general meeting held on 30 August 2002, an ordinary resolution was passed by the Company's shareholders for the adoption of a new share option scheme (the "New Scheme") in compliance with the amended Chapter 17 of the Listing Rules and the termination of the Company's old share option scheme (the "Old Scheme") adopted on 31 August 1994. Upon termination of the Old Scheme, no further options can be granted thereunder but all options granted prior to such termination shall continue to be valid and exercisable in accordance with the provisions of the Old Scheme.

Eligible participants of the New Scheme include the Company's directors, including independent non-executive directors, other employees of the Group, suppliers of goods and services to the Group, customers of the Group, any entity in which the Group holds any equity interest, any agent, advisor, consultant, strategist, contractor, subcontractor or expert that provides research, development or other technological support to the Group or any holder of any securities issued by any member of the Group.

In the current and prior years, no share options were granted under the New Scheme. The New Scheme became effective on 30 August 2002 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

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#### 30. 購股權計劃(續)

根據購股權計劃,現時容許授出而尚未行使之最高數目購股權乃指於2002年8月30日行使時佔本公司不時已發行股份10%。於2006年及2007年3月31日,並無於舊計劃及新計劃下尚未行使之購股權。於任何12個月期間,根據授予新計劃各合資格參與者之購股權可發行股份之最高數目均限於本公司當時已發行股份之1%。在此限制之外授出購股權須在股東大會上獲得股東批准。

向本公司各董事、行政總裁或主要股東或彼等之任何聯繫人士授予購股權,須事先獲得獨立非執行董事批准。此外,倘於任何12個月授予本公司主要股東或獨立非執行董事或彼等之任何聯繫人士之購股權超逾本公司不時已發行股份之0.1%或總值(根據授出購股權當日本公司股份價格計算)超逾港幣5,000,000元,則須事先在股東大會上獲得股東批准。

授出購股權之要約可於要約日期起計28日內授納。接納購股權要約時須支付代價港幣1元。已授出購股權之行使期由董事釐定,於若干歸屬期後開始並於購股權要約日期起計不多於10年之某個日子後終止。

購股權之行使價由董事釐定,惟不得少於以下三者之最高者:(i)本公司股份於要約授出日期(必須為交易日)在香港聯合交易所有限公司(「聯交所」)之收市價;(ii)緊接要約授出日期前5個交易日本公司股份於聯交所之平均收市價;及(iii)本公司股份面值。

購股權並不授予持有人享有股息或於股東大 會上投票之權力。

#### **30. SHARE OPTION SCHEMES** (Continued)

The maximum number of unexercised share options currently permitted to be granted under the share option schemes is an amount equivalent, upon their exercise, to 10% of the shares of the Company in issue at 30 August 2002. At 31 March 2006 and 2007, there were no outstanding share options granted under either the Old Scheme or the New Scheme. The maximum number of shares issuable under share options to each eligible participant in the New Scheme within any 12-month period is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in advance in a general meeting.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the price of the Company's shares at the date of grant) in excess of HK\$5 million, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

The offer of a grant of share options may be accepted within 28 days from the date of offer. A consideration of HK\$1 is payable on acceptance of the offer of a grant of an option. The exercise period of the share options granted is determinable by the directors, and commences after a certain vesting period and ends on a date which is not later than 10 years from the date of offer of the share options.

The exercise price of the share options is determinable by the directors, but may not be less than the highest of (i) The Stock Exchange of Hong Kong Limited (the "Stock Exchange") closing price of the Company's shares on the date of offer of the share options, which must be a trading date; (ii) the average Stock Exchange closing price of the Company's shares for the five trading days immediately preceding the date of offer; and (iii) the nominal value of the Company's shares.

Share options do not confer rights on the holders to dividends or to vote at shareholders' meetings.

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### 31. 儲備

#### (a) 集團

本集團儲備以及於本年及過往年度之變動,載於財務報表第50頁之綜合權 益變動表。

### (b) 公司

#### 31. RESERVES

#### (a) Group

The amounts of the Group's reserves and the movements therein for the current and prior years are presented in the consolidated statement of changes in equity on page 50 of the financial statements.

#### (b) Company

				-			
			Share	Capital			
			premium	redemption	Contributed	Retained	
		Notes	account	reserve	surplus	profits	Total
		附註	股份溢價賬	資本贖回儲備	實繳盈餘	保留溢利	總額
			HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
於2005年4月1日	At 1 April 2005		478,773	1,619	193,340	1,620	675,352
年度溢利	Profit for the year	12	-	-	-	73,159	73,159
2006年中期股息	2006 Interim dividend	13	-	-	-	(25,604)	(25,604)
2006年擬派末期股息	2006 Proposed final dividend	13	-	~	~	(48,881)	(48,881)
於2006年3月31日	At 31 March 2006 and						
及2006年4月1日	1 April 2006		478,773	1,619	193,340	294	674,026
年度溢利	Profit for the year	12	-	-	_	106,213	106,213
2007年中期股息	2007 Interim dividend	13	-	-	_	(44,225)	(44,225)
2007年擬派末期股息	2007 Proposed final dividend	13	-	-	-	(60,519)	(60,519)
於2007年3月31日	At 31 March 2007		478,773	1,619	193,340	1,763	675,495

本公司之實繳盈餘為所收購附屬公司 股份之公平值超逾本公司就此作出交 換而發行之股份之賬面值之部分。根 據百慕達1981年公司法(經修訂),一 間公司可於若干情況下自實繳盈餘向 其股東作出分派。 The Company's contributed surplus represents the excess of the fair value of the shares of the subsidiaries acquired over the nominal value of the Company's shares issued in exchange therefor. Under the Companies Act 1981 of Bermuda (as amended), a company may make distributions to its members out of the contributed surplus in certain circumstances.

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## 32. 綜合現金流動表附註

# 32. NOTE TO THE CONSOLIDATED CASH FLOW STATEMENT

		2007 HK\$'000	2006 HK\$'000
於3月31日綜合資產 負債表之現金及 現金等值項目(附註24) 未抵押及原訂期限於 獲得時超過三個月 之定期存款	Cash and cash equivalents for the purpose of the consolidated balance sheet as at 31 March (note 24) Non-pledged time deposits with original maturity of more than three months when acquired	965,257 (628,569)	656,205 (62,099)
於3月31日綜合現金 流動表之現金及 現金等值項目	Cash and cash equivalents for the purpose of the consolidated cash flow statement as at 31 March	336,688	594,106

#### 33. 或然負債

(a) 於結算日,於財務報表未撥備之或然 負債如下:

#### 33. CONTINGENT LIABILITIES

(a) At the balance sheet date, contingent liabilities not provided for in the financial statements were as follows:

		Group 集團		Company 公司	
		2007 HK\$'000	2006 HK\$'000	2007 HK\$'000	2006 HK\$'000
向附屬公司 所獲銀行 信貸作出擔保	Guarantees given to banks in connection with facilities granted to				
	subsidiaries	-	-	714,000	714,000

本公司就附屬公司所獲銀行信貸而作 出港幣714,000,000元(2006年:港幣 714,000,000元)之擔保,其中應付票 據港幣7,880,000元(2006年:港幣 29,311,000元)於結算日已獲附屬公司 提用。

(b) 年內,稅務局向本集團發出查詢信件,內容有關動用本集團全資附屬公司於過往數年結轉之虧損港幣221,000,000元。本集團現正收集有關資料以證明這些稅務虧損適用,董事認為本集團有足夠的證明支持本集團的立場。由於董事認為現在估計該查詢的結果過早,2007年3月31日不會作出撥備。

Out of the HK\$714,000,000 (2006: HK\$714,000,000) corporate guarantees to banks in respect of banking facilities granted to subsidiaries, bills payable totalling HK\$7,880,000 (2006: HK\$29,311,000) were utilised by the subsidiaries at the balance sheet date.

(b) During the year, the Inland Revenue Department issued an enquiry letter to the Group in relation to the setting off of tax losses of HK\$221 million which were carried forward by a wholly-owned subsidiary of the Group in prior years. The Group is now gathering relevant information to support the setting off of the tax losses, and the directors are of the opinion that there is adequate evidence to support the Group's position. As the directors considered that it is premature to draw a conclusion on the possible outcome of the enquiry, no provision was made as of 31 March 2007.

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#### 34. 經營租約安排

#### (a) 出租人

本集團根據經營租約安排租出其投資物業(財務報表附註16),經磋商訂定租期為1至5年(2006年:2至9年)。租約條款亦一般規定租戶須支付按金及根據當時市況定期調整租金。

於2007年3月31日,本集團就與租戶 訂立之不可撇銷經營租約而可於未來 收取之最低租金總額到期如下:

#### 34. OPERATING LEASE ARRANGEMENTS

#### (a) As lessor

The Group leases its investment properties (note 16 to the financial statements) under operating lease arrangements, with leases negotiated for terms ranging from one to five years (2006: two to nine years). The terms of the leases generally also require the tenants to pay security deposits and provide for periodic rent adjustments according to the then prevailing market conditions.

At 31 March 2007, the Group had total future minimum lease receivables under non-cancellable operating leases with its tenants falling due as follows:

			Group
			集團
		2007	2006
		HK\$'000	HK\$'000
1年內	Within one year	3,809	830
2至5年(包括首尾2年)	In the second to fifth years, inclusive	6,378	327
5年後	After five years	-	191
		10,187	1,348

#### (b) 承租人

本集團按經營租約安排承租若干零售門市物業,物業租期經磋商訂定為期1至3年(2006年:1至5年)。

於2007年3月31日, 本集團就不可撤 銷之經營租約而須於未來支付之最低 租金總額到期如下:

# (b) As lessee

The Group leases certain of its retail outlets under operating lease arrangements. Leases for retail outlets are negotiated for terms ranging from one to three years (2006: one to five years).

At 31 March 2007, the Group had total future minimum lease payments under non-cancellable operating leases falling due as follows:

			Group		
			集團		
		2007	2006		
		HK\$'000	HK\$'000		
1年內	Within one year	26,999	27,383		
2至5年(包括首尾2年)	In the second to fifth years, inclusive	21,943	21,470		
		48,942	48,853		

於結算日, 本公司並無任何經營租賃 安排(2006年:無)。 The Company did not have any operating lease arrangements as at the balance sheet date (2006: Nil).

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#### 35. 關連人士交易

- (a) 預付款項、按金及其他應收款項內一間附屬公司少數股東之欠款合共港幣 5,996,000元(2006年:無),為無抵 押、免息及無固定還款期。
- (b) 本集團之主要管理人員為本公司董事,董事酬金之進一步詳情載於財務報表附註9。

#### 36. 財務風險管理目標及政策

本集團之主要財務工具包括現金及銀行結存 及定期存款。該等金融工具之主要目的是為 本集團業務籌集資金。本集團擁有多項其他 金融資產及負債,例如應收賬項及票據以及 應付賬項及票據,均直接由其業務產生。

於回顧年度,本集團之政策一直為不進行買 賣財務工具。

本集團財務工具所面對之主要風險為外匯風 險、信貸風險及流動資金風險。董事會檢討 及同意管理每項風險之政策,並概述如下。

#### 外匯風險

本集團因交易而面對外匯風險。本集團有關 風險源自營運單位以單位功能貨幣以外之貨 幣計值之收益、購入及開支。本集團之貨幣 資產、融資及交易主要以人民幣及港元列 值。本集團面對外匯風險,有關風險由港元 兑人民幣之匯率變動而產生。目前,本集團 無意尋求對沖其外匯波動之風險。然而,本 集團將定期檢討經濟狀況及其外匯風險,並 於未來考慮合適之對沖措施。

#### 信貸風險

本集團只會與已確認及有信用之第三方交易。本集團政策規定為所有擬用信貸條款交易之客戶進行信用審核程式。另外,本集團會持績監察應收款項結餘,因此壞賬風險相當少。本集團信貸政策之詳情載於財務報表附註22。

#### 35. RELATED PARTY TRANSACTIONS

- (a) Included in prepayments, deposits and other receivables is an amount due from a minority shareholder of a subsidiary totalling HK\$5,996,000 (2006: Nil) which is unsecured, non-interest-bearing and has no specific terms of repayment.
- (b) The Group's key management personnel are the directors of the Company and further details of directors' remuneration are included in note 9 to the financial statements.

# 36. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments comprise cash and bank balances and time deposits. The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial assets and liabilities such as trade and bills receivables and trade and bills payables, which arise directly from its operations.

It is, and has been, throughout the year under review, the Group's policy that no trading in financial instruments shall be undertaken.

The main risks arising from the Group's financial instruments are foreign currency risk, credit risk and liquidity risk. The board reviews and agrees policies for managing each of these risks and they are summarised below.

### Foreign currency risk

The Group has transactional currency exposures. Such exposures arise from revenue, purchases or expenses of operating units in currencies other than the units' functional currency. The Group's monetary assets, financing and transactions are principally denominated in RMB and HK\$. The Group is exposed to the foreign exchange risk arising from changes in the exchange rate of HK\$ against RMB. At present, the Group does not intend to seek to hedge its exposure to foreign exchange fluctuations. However, the Group will constantly review the economic situation and its foreign exchange risk profile, and will consider appropriate hedging measures in future as may be necessary.

#### Credit risk

The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant. Details of the Group's credit policy are set out in note 22 to the financial statements.

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#### 36. 財務風險管理目標及政策(續)

#### 信貸風險(續)

本集團其他金融資產(主要包括現金及現金 等值項目、定期存款及預付款、按金及其他 應收款項)之信貸風險,乃來自對方不能歸 還之款項,而最大風險等同該等工具之賬面 值。

由於本集團只會與已確認及有信用之第三方 交易,所以沒有質押要求。

#### 流動資金風險

本集團將持續維持穩健之融資政策,並致力確保能維持充裕之現金及信貸狀況,藉以滿足流動資金需求。

#### 37. 批准財務報表

董事會於2007年6月28日批准及授權發行此 財務報表。

# **36. FINANCIAL RISK MANAGEMENT OBJECTIVES AND**

**POLICIES** (Continued)

Credit risk (Continued)

The credit risk of the Group's other financial assets, which mainly comprise cash and cash equivalents, time deposits, and prepayments, deposits and other receivables, arises from default of the counterparties, with a maximum exposure equal to the carrying amounts of these instruments.

Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral.

#### Liquidity risk

The Group consistently maintains a prudent financing policy and strives to ensure that it maintains sufficient cash and credit lines to meet its liquidity requirements.

#### 37. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 28 June 2007.