SUNWAY INTERNATIONAL HOLDINGS LIMITED
(Incorporated in Bermuda with limited liability)
Stock Code: 00058

2009 Annual Report

Contents

Corporate Information

DIRECTORS

Executive:
Wong King Ching, Helen (Chairman)
Wong King Man (Deputy Chairman)
Leung Chi Fai (Finance Director)

Non-executive:
Wong Chun Ying
Wong Kim Seong
Kan Lai Kuen *
So Day Wing *
Wong Kun Kim *

* Independent non-executive director

COMPANY SECRETARY
Leung Chi Fai

LEGAL ADVISERS TO THE COMPANY
As to Bermuda law:
Conyers Dill & Pearman
2901 One Exchange Square
8 Connaught Place
Central
Hong Kong

AUDITORS
PCP CPA Limited
Suites 2205–6
Island Place Tower
510 King's Road
North Point
Hong Kong

AUTHORISED REPRESENTATIVES
Wong King Ching, Helen
Leung Chi Fai

AUDIT COMMITTEE MEMBERS
Kan Lai Kuen
So Day Wing
Wong Kun Kim

REMUNERATION COMMITTEE
Wong King Ching, Helen
Leung Chi Fai
Kan Lai Kuen
So Day Wing
Wong Kun Kim

NOMINATION COMMITTEE
Wong King Ching, Helen
Wong King Man
Leung Chi Fai
Kan Lai Kuen
So Day Wing
Wong Kun Kim

REGISTERED OFFICE
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS
Room 1708–1710
Nan Fung Centre
264–298 Castle Peak Road
Tsuen Wan
New Territories
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE
The Bank of Bermuda Limited
Bank of Bermuda Building
6 Front Street
Hamilton HM 11
Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE
Tricor Tengis Limited
26th Floor
Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

PRINCIPAL BANKERS
In Hong Kong:
Bank of China (Hong Kong) Ltd.
Citic Ka Wah Bank Limited
Dah Sing Bank Ltd.
The Hong Kong and Shanghai Banking Corporation Ltd.
DBS Bank (Hong Kong) Ltd.

In The People's Republic of China:
Bank of China Ltd.
Industrial and Commercial Bank of China Ltd.

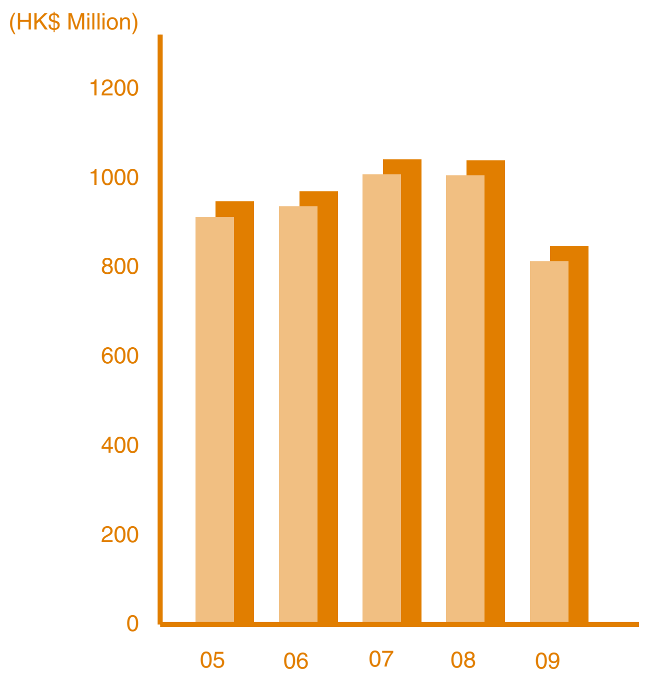
WEBSITE ADDRESS AND CONTACT
http://www.sunwayhk.com
http://www.irasia.com/listco/hk/sunway
Telephone : (852) 2413 6812
Fax : (852) 2413 6859

STOCK CODE
The Stock Exchange of Hong Kong Limited: 58
The Singapore Exchange Securities Trading Limited: Sunway

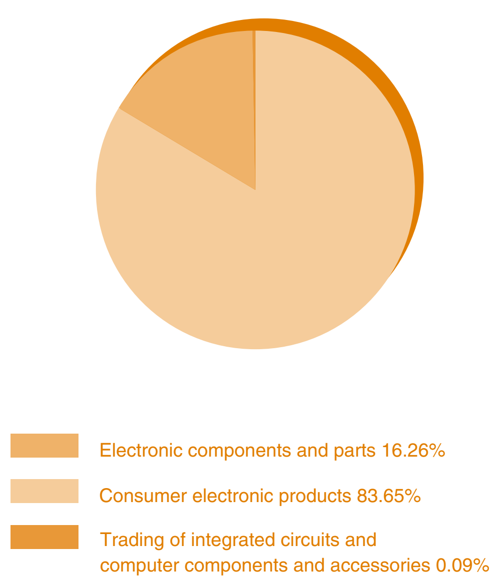
Financial Highlights

	2009 HK$'000	2008 HK$'000
OPERATING RESULTS		
Revenue	941,458	1,091,120
Loss for the year attributable to equity holders of the parent	(172,569)	(95,162)
Loss per share-basic	(17 cents)	(9.4 cents)
Proposed final dividend per share	Nil	0.5 cent
FINANCIAL POSITION		
Total assets	1,103,009	1,492,208
Cash and bank balances	109,918	237,094
Shareholders' funds	805,657	988,741
FINANCIAL RATIOS		
Current ratio	1.9	1.9
Gearing ratio	36.9%	50.9%

SHAREHOLDERS' FUNDS



TURNOVER BY BUSINESS SEGMENTS



Chairman's Statement

On behalf of the Board of Directors, I am pleased to present Sunway International Holdings Limited's Annual Report for the year ended 30 September 2009.

The financial year 2009 has been challenging for Sunway, given the difficult global economic conditions. Like most of the manufacturing enterprises, the Group was negatively impacted by the rapid global economic downturn. During the year under review, the economic environment was difficult and the decline in global economic activities suppressed consumption and affected the Group's sales in Americans and European markets. The reduction in demand in most of our major markets resulted in fall in commodity prices as well. It was particularly challenging when revenue from most of our major markets contracted simultaneously that posed considerable pressure to the performance of the Group.

The Group has different strategies to cope with the depressing economic and business environment. We pursued product innovation over the years. The Group also emphasizes product differentiation and endeavors to develop high-end products. During the year, the Group has launched new products like wireless rear view camera and computer netbook, we also produce electronic toys by OEM and market to the United States and European countries.

Calculators remained to be one of our core products. We manufacture our own brand calculators as well as OEM ones. During the year, the Group became one of the major original equipment manufacturers in Mainland China for the production of leading brands calculators. At the same time, we have also developed a series of high-end electronic calculators under our own brand names "SUNWAY" and "KENKO".

For watches and clocks sections, we have developed middle-end products to meet the customer's needs. The Group continued to launch new models of electronic watches and clocks to attract new customers and expand our market share.

There was a substantial drop in turnover for digital products section. The major markets for the digital products were America and Europe and the sales of this segment were seriously affected by the economic downturn of these countries.

In order to control our cost of production, the Group has increased the percentage of outwards sub-contracting. During the year, the Group has undergone re-organization and two factories, one in Jiangle and one in Duwei, in Mainland China were closed. We would continue to scale down those operations which are less profitable and rely more on sub-contracting services. We expect that it can improve the cost effectiveness of our manufacturing operations in light of the rising labour and operating costs.

We are encouraged to see signs of recovery in the export business. Although the global economies has stabilized, we do not expect consumer confidence in Americans and European markets to rebound substantially especially when the unemployment rates are still at high level in the US and European countries.

However, as economic conditions are expected to gradually improve in 2010, along with the recovery, the Group is expected to achieve business growth through product innovation and market diversification. We plan to strengthen the working relationship with our existing customers as well as cultivating new customers in the emerging markets such as Mainland China and Middle East.

On behalf of the board, I would like to express my gratitude to our management and staff for their invaluable effort and contributions in the past year. I would also like to thank our customers, suppliers, business associates and shareholders for their continuous supports.

Wong King Ching, Helen
Chairman

Hong Kong
25 January 2010

Management Discussion and Analysis

REVIEW OF RESULTS AND OPERATION

Turnover of the Group for the year ended 30 September 2009 dropped by 13.7% to HK$941,458,000, compared to HK$1,091,120,000 reported last year. Gross loss for the year was HK$55,294,000 compared to HK$848,000 last year. The Group recorded an increase gross loss because there was a substantial provision made for the inventories. Depreciation also increased due to the upward revaluation of property, plant and equipment. The Group reported a net loss of HK$172,569,000 for the year ended 30 September 2009 compared to HK$95,162,000 last year. There was a substantial provision for accounts receivables for the year.

Turnover of electronic calculators was HK$520,876,000, representing an increase by 11% year-on-year. Sales of electronic calculators contributed 55.3% of the Group's turnover for the year and remained to be the largest business segment of the Group. The growth in sales of this segment was contributed by the increase in sales of high-end electronic calculators. The Group produced its own brand as well as OEM high-end calculators. We expected that the demand of these high-end calculators products will continue to grow in the coming years.

Sales of electronic watches and clocks dropped by 14.8% to HK$130,079,000 compared to HK$152,639,000 last year. It accounted for 13.8% of the Group's total turnover for the year. The Group will continue to launch new models of electronic watches and clocks to expand our market share.

Telephone products recorded a turnover of HK$94,647,000, dropped by 28.5% compared to HK$132,407,000 last year. It represented 10.1% of the Group's turnover for the year. The global economic downturn has negative impact on the telephone section and caused a significant drop in the turnover of this section.

Sales of digital products amounted to HK$41,875,000, dropped by 75.1% compared with last year. It represented 4.4% of the Group's turnover for the year. The major markets for the digital products were America and Europe and the sales of this segment were affected by the economic downturn of these countries.

Revenue from liquid crystal displays ("LCD") was HK$78,343,000, dropped by 3% compared to HK$80,794,000 last year. It represented 8.3% of the Group's turnover for the year.

Finance costs were HK$7,951,000 due to the cost of financing for our operations in China.

LIQUIDITY AND FINANCIAL RESOURCES

The Group normally finances its operations with internally generated cash flow and banking facilities provided by its principal bankers in both Hong Kong and Mainland China. At 30 September 2009, the total shareholders' equity of the Group was approximately HK$805,657,000, a decrease of 18.5% over last year. The Group's cash and bank balances and time deposits stood at HK$109,918,000. The Group's bank loans were HK$91,881,000 and trust receipt loans were HK$5,250,000 this year. During the year, the Group did not use any financial instruments for any hedging purposes. The gearing ratio, which was computed by dividing the current liabilities and long term liabilities by shareholders' equity, was 36.9%. The Group is dedicated to maintaining a sound financial position and improving the equity return to its shareholders.

CAPITAL STRUCTURE

No repurchases of shares were made during the year. On 2 November 2009, 90,600,000 share options were granted to certain directors and employees of the Group. No share options were exercised or cancelled during the year.

PLEDGE OF ASSETS

The Group's certain leasehold land and buildings of the Group and time deposits of HK$11,190,000 of the Group, together with the corporate guarantees given by the Company are used to secure banking facilities for the Group. At 30 September 2009, such facilities were utilised to the extent of approximately HK$27,591,000.

Management Discussion and Analysis

APPLICATIONS OF PROCEEDS OF SHARE OFFER

The remaining balance of about HK$65.4 million of the net proceeds raised from the share offer in 1999 has been allocated to the investment in the joint venture, Taiwan Communication (Fujian) Company Ltd. As progress of the projects as implemented by Taiwan Communication (Fujian) Company Ltd proceeded at a slower pace than anticipated, the Directors are considering allocating part of such proceeds to other investment opportunities. If any specific targets are identified, the Directors will make announcement in accordance with the applicable rules.

EMPLOYEES AND REMUNERATION POLICIES

The Group has approximately 10,000 full time management, administrative, technical and production staff in Mainland China and Hong Kong. Their remuneration, promotion and salary review are assessed based on job responsibilities, work performance, professional experiences and the prevailing industry practice. The Group's Directors and employees in Hong Kong joined the Mandatory Provident Fund Scheme. Other staff benefit includes share options granted or to be granted under the share option scheme.

FOREIGN EXCHANGE AND CURRENCY RISKS

Since most of the revenue generated from the sale of products and the payment for purchases of materials, components, equipment and salaries are either made in Hong Kong Dollar, Renminbi or US Dollar, financial instruments for hedging purposes is considered not necessary as the exposure to exchange rate fluctuations is minimal.

CONTINGENT LIABILITIES

At 30 September 2009, the Company had contingent liabilities in relation to corporate guarantees executed by the Company in favour of banks for general banking facilities granted to subsidiaries of the Company amounting to HK$58,000,000.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

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

PROSPECTS

Looking forward, the US and European economies have stabilized and we have seen sign of recovery in global economy. Yet the operating environment remains to be challenging as Chinese yuan has pressure to rise and the interest rate is anticipated to rise in the coming year as well.

The Group gives considerable weight to product innovation and product development with a view to sustain business growth and development. We are directing to expand our market share and attract new customers. We are committed to provide high quality, innovative products to meet the market needs.

In the coming year, the Group will continue to focus in developing new models of high-end products such as computer netbook, electronic toy, digital photo frame, camera, pedometer and high-end calculators.

The business of OEM calculators section was under steady growth. We produce high quality OEM calculators for the world's leading brands and we would continue to cooperate with these customers in the future. When the production scale of this section expands, we hope that we can achieve economy of scale.

Management Discussion and Analysis

Meanwhile, we are developing a wide range of new electronic calculators under our own labels, "SUNWAY" and "KENKO". These high-end calculators include foreign language talking calculators, check & correct calculators, currency calculators and world time calendar calculators. The major markets for these products are Americas and Europe now. With our aggressive sales force, we hope that we can expand the sales in the markets like Middle East, Korea, South East Asia and Russia.

For watches and clocks section, research is made in the development of middle-end products. The Group expects that these value-added products can attract new customers worldwide.

Despite the challenging market condition, we remain confident that the Group is well positioned to take advantages of the recovery in global economy. We hope that by continuous effort in innovation, product differentiation, market diversification and effective cost control, we can overcome the challenges and improve our performance in the coming year.

Wong King Ching, Helen
Chairman

Hong Kong
25 January 2010

Biographical details of Directors and Senior Management

DIRECTORS

Executive Directors

Ms. Wong King Ching, Helen, aged 36, is the Chairman of the Group. Ms. Wong is responsible for directing the Group's development, formulation of business policies and overall corporate management. She also oversees the Group's marketing and sales strategies and activities in Mainland China and the Asia-Pacific markets. After completion of her studies in the United States of America, Ms. Wong joined the Group in 1996 as an Executive Director and has over 13 years of experience in corporate management in electronics industry.

Ms. Wong King Man, aged 35, is the Deputy Chairman of the Group. She is responsible for overseeing the Group's procurement policies and materials management. Ms. Wong graduated from The University of Toronto with a Bachelor of Arts degree major in Economics. She has participated in the operations of the Group for more than 12 years. She is the younger sister of Ms. Wong King Ching, Helen.

Mr. Leung Chi Fai, aged 42, is the finance director and the company secretary of the Group. He is responsible for the finance, accounting and corporate secretarial functions. Prior to joining the Group in 1996, Mr. Leung had 5 years of working experience in an international auditing firm. Mr. Leung is a Fellow Member of The Association of Chartered Certified Accountants and The Hong Kong Institute of Certified Public Accountants.

Non-executive Directors

Ms. Kan Lai Kuen, aged 55, is accredited as investment adviser by the Securities and Futures Commission in Hong Kong. Ms. Kan is a fellow member of the Association of Chartered Certified Accountants, a fellow member of CPA Australia and an associate member of the Hong Kong Institute of Certified Public Accountants. Ms. Kan has over 21 years of experience in finance and accounting of which over 16 years are in corporate finance.

Mr. So Day Wing, aged 61, graduated with a Bachelor of Business Administration degree from the Chinese University of Hong Kong and also holds a Postgraduate Diploma from the University of Strathclyde. He is a Member of the Institute of Chartered Accountants of Scotland and a Member of The Hong Kong Institute of Certified Public Accountants.

Ms. Wong Chun Ying, aged 57, has been working as a manager with a wholly-owned subsidiary of the Company for over 11 years and has accumulated rich experience in the electronics industry. She is the mother of Ms. Wong King Ching, Helen and Ms. Wong King Man, both being executive directors of the Company.

Mr. Wong Kim Seong, aged 79, the grandfather of Ms. Wong King Ching, Helen, is the honorary chairman of the Group. He acts as the Group's advisor on business development. Mr. Wong has been engaged in the electronics industry for over 23 years with extensive experience in production, marketing and sales of electronic products.

Mr. Wong Kun Kim, aged 65, is a registered investment advisor with The Securities and Futures Commission in Hong Kong. Mr. Wong had previously served as consultants and directors for different listed companies in Hong Kong, Taiwan, China and United States of America. He has over 37 years of experience working as senior executives for various multinational corporations engaged in trading, manufacturing, finance and real estates.

Biographical details of Directors and Senior Management

SENIOR MANAGEMENT

Mr. Chen Yun Kai, aged 37, is the research and development manager, who specialises in the design of moulds. Prior to joining the Group, he has over 13 years of experience in moulds designing.

Mr. Huang Ming Tan, aged 44, is the manager of quality assurance department and is responsible for quality control functions in Mainland China. He graduated from Fuzhou University and has accumulated over 15 years of experience in quality assurance and control.

Mr. Li Wei, aged 43, is the assistant technical manager who specialises in printed circuit board production and development. He has worked for many famous companies and has accumulated over 21 years of experience in the field.

Mr. Rui Jian Hua, aged 52, is the Deputy General Manager of the Group. He oversees the purchasing and maintenance of the Group's production facilities as well as the sales operations in Mainland China factory. Mr. Rui holds a bachelor's degree from The Jiangsu Television University, the Mainland China. Prior to joining the Group in 1996, he worked for various international electronics companies at management level and has 28 years of experience in the electronics industry.

Mr. Xiang Hou Lin, aged 41, is the research and development manager. He has over 15 years of experience in designing and developing electronic products in certain large electronics manufacturers and he specialises in designing and developing electronic consumer products in the Group.

Mr. Xu Jian Xing, aged 38, the manager of quartz crystals production department. He has worked for the Group for 15 years, with focus on the production planning and management of quartz crystals.

Mr. Xu Jing Xing, aged 43, is the deputy finance manager and is responsible for financial and accounting functions in Mainland China. Prior to joining the Group, he has worked as a senior accountant for over 13 years.

Mr. Zheng Xiang Yang, aged 42, is the assistant production planning manager. He has 18 years of experience in computing software development and internet management and materials management and has held related position in the Group for 13 years. He is responsible for internal coordination, materials management and production planning and control.

Report of the Directors

The directors present their annual report and the audited financial statements of the Company and of the Group for the year ended 30 September 2009.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of the subsidiaries comprise the design, development, manufacture and sale of a wide range of (1) electronics and related components and parts (including principally quartz crystals, liquid crystal displays, printed circuit boards and watch movements); and (2) consumer electronic products (including principally electronic calculators, telecommunication phones, electronic watches and clocks and digital products). They are also engaged in the trading of electronics and related components and parts and computer components and accessories.

There were no significant changes in the nature of the principal activities of the Company and of the Group during the year.

RESULTS AND DIVIDENDS

The Group's results for the year ended 30 September 2009 and the state of affairs of the Company and of the Group at that date are set out in the financial statements on pages 22 to 80.

The directors do not recommend the payment of final dividend in respect of current year to the shareholders.

SUMMARY FINANCIAL INFORMATION

A summary of the results and of the assets and liabilities of the Group for the last five financial years, as extracted from the published audited consolidated financial statements and restated as appropriate, is set out below. This summary does not form part of the audited financial statements.

	Year ended 30 September				
	2009	2008	2007	2006	2005
RESULTS	**HK$'000**	HK$'000	HK$'000	HK$'000	HK$'000
Revenue	**941,458**	1,091,120	1,088,876	1,027,607	956,134
(Loss)/Profit before tax	**(167,521)**	(92,164)	18,343	19,053	33,991
Tax	**(5,048)**	(2,998)	(4,765)	(4,576)	(6,882)
(Loss)/Profit for the year attributable to equity holders of the parent	**(172,569)**	(95,162)	13,578	14,477	27,109

SUMMARY FINANCIAL INFORMATION *(Continued)*

	As at 30 September				
	2009	2008	2007	2006	2005
ASSETS AND LIABILITIES	**HK$'000**	HK$'000	HK$'000	HK$'000	HK$'000
Non-current assets	**564,947**	593,635	551,335	466,209	456,288
Current assets	**538,062**	898,573	734,291	696,505	657,521
TOTAL ASSETS	**1,103,009**	1,492,208	1,285,626	1,162,714	1,113,809
Current liabilities	**279,560**	480,506	283,377	232,424	206,141
Non-current liabilities	**17,792**	22,961	6,428	5,843	6,287
TOTAL LIABILITIES	**297,352**	503,467	289,805	238,267	212,428
NET ASSETS	**805,657**	988,741	995,821	924,447	901,381

PROPERTY, PLANT AND EQUIPMENT AND INVESTMENT PROPERTIES

Details of movements in the property, plant and equipment and investment properties of the Group during the year are set out in notes 12 and 13 to the financial statements, respectively.

SHARE CAPITAL AND SHARE OPTIONS

There were no movements in either the Company's authorised or issued share capital during the year. Details of the share capital and share options of the Company are set out in notes 28 and 29 to the financial statements, respectively.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's bye-laws or the laws of Bermuda which would oblige the Company to offer new shares on a pro rata basis to existing shareholders.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

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

RESERVES

Details of movements in the reserves of the Company and the Group during the year are set out in note 30 to the financial statements and in the consolidated statement of changes in equity, respectively.

DISTRIBUTABLE RESERVES

As at 30 September 2009, the Company's reserves available for distribution, comprising the contributed surplus and retained profits, amounted to HK$230,348,000. In accordance with the Bermuda Companies Act 1981, the contributed surplus may be distributed in certain circumstances. In addition, the Company's share premium account of HK$177,325,000 as at 30 September 2009 may be distributed in the form of fully paid bonus shares.

MAJOR CUSTOMERS AND SUPPLIERS

In the year under review, sales to the Group's five largest customers accounted for 37% of the Group's total sales for the year and sales to the Group's largest customer accounted for 13% of the Group's total sales for the year. Purchases from the Group's five largest suppliers accounted for 20% of the Group's total purchases for the year and purchases from the Group's largest supplier accounted for 6% of the Group's total purchases for the year.

None of the directors of the Company or any of their associates (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules")), or any shareholders (which, to the best knowledge of the directors, own more than 5% of the Company's issued share capital) had any beneficial interest in the Group's five largest customers or suppliers.

DIRECTORS

The directors of the Company during the year and up to the date of this report were:

Executive directors:

Ms. Wong King Ching, Helen *(Chairman)*
Mr. Leung Chi Fai
Ms. Wong King Man *(Deputy chairman)*

Non-executive directors:

Mr. So Day Wing*
Mr. Wong Kim Seong
Mr. Wong Kun Kim*
Ms. Wong Chun Ying
Ms. Kan Lai Kuen*

* *Independent non-executive directors*

In accordance with clause 111 of the Company's bye-laws, Ms. Wong King Man and Mr. Wong Kun Kim will retire by rotation and, being eligible, will offer themselves for re-election at the forthcoming annual general meeting.

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES

Biographical details of the directors of the Company and the senior management of the Group are set out on pages 08 to 09 of the annual report.

DIRECTORS' SERVICE CONTRACTS

Ms. Wong King Ching, Helen, and Mr. Leung Chi Fai entered into service contracts with the Company for an initial term of three years commencing from 1 August 1999 which continues thereafter until terminated by not less than three months' notice in writing served by either party on the other. The Company has extended the service contracts with these directors until 31 July 2010.

DIRECTORS' SERVICE CONTRACTS *(Continued)*

Apart from the foregoing, no director proposed for re-election at the forthcoming annual general meeting has a service contract with the Company which is not determinable by the Company within one year without payment of compensation, other than statutory compensation.

The non-executive directors are subject to retirement by rotation in accordance with the Company's bye-laws.

DIRECTORS' INTERESTS IN CONTRACTS

No director had a material interest, either directly or indirectly, in any contract of significance to the business of the Group to which the Company or any of its subsidiaries was a party during the year.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

At 30 September 2009, the interests of the directors in the share capital of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Companies ("Model Code"), were as follows:

Long positions in ordinary shares of the Company:

	Number of shares held, capacity and nature of interest			
	Directly beneficially owned	Through controlled corporation	Total	Percentage of the Company's issued share capital
Executive directors:				
Ms. Wong King Ching, Helen and Ms. Wong King Man	200,000	400,000,000 (Note 1)	400,200,000	39.4
Non-executive directors:				
Mr. Wong Kim Seong	50,000,000	–	50,000,000	4.9
	50,200,000	400,000,000	450,200,000	44.3

Notes:

1. 400,000,000 shares are beneficially owned by Farnell Profits Limited, the entire issued share capital of which was previously held by the late Mr. Wong Choi Fung ("Mr. Wong") and currently forms part of the estate of the late Mr. Wong. Ms. Wong King Ching, Helen and Ms. Wong King Man, directors of the Company, are beneficiaries of the said estate, whose interests in the shares of Farnell Profits Limited will not be ascertained until completion of the administration of estate of the late Mr. Wong. 200,000 shares are directly held and owned by Ms. Wong King Ching, Helen.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES *(Continued)*

The interests of the directors in the share options of the Company are separately disclosed in note 29 to the financial statements.

Save as disclosed above, none of the directors had registered an interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations that was required to be recorded pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed under the heading "Directors' interests and short positions in shares and underlying shares" above and in the share option scheme disclosures in note 29 to the financial statements, at no time during the year were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any directors or their respective spouse or minor children, or were any such rights exercised by them; or was the Company or any of its subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

Save as disclosed under the heading "Directors' interests and short positions in shares and underlying shares" above, no person had registered an interest or short position in the shares or underlying shares of the Company that was required to be recorded pursuant to Section 336 of the SFO.

CONNECTED TRANSACTIONS

The directors have reviewed the connected transactions as defined under the Listing Rules, as set out in note 36 to the financial statements, and confirmed that such transactions were entered into in compliance with the following conditions:

(i) The audit committee had reviewed the transactions and confirmed that:

 (a) the transactions were entered into in the ordinary and usual course of business of the Group;

 (b) the transactions were entered into on normal commercial terms (to the extent that there were comparable transactions), and (where applicable) in accordance with the terms of the agreements governing such transactions or (where there was no agreement) on terms no less favourable than those available to or from independent third parties;

 (c) the transactions were entered into on terms that are fair and reasonable so far as the shareholders of the Company are concerned; and

 (d) the transactions do not exceed the limit set out in (iii)(d) below.

(ii) Details of the transactions were set out in the Company's annual report and financial statements as set out in Rule 14A.45(1) to (5) of the Listing Rules;

CONNECTED TRANSACTIONS *(Continued)*

(iii) The auditors of the Company have reviewed the transactions and confirmed that:

(a) the transactions were approved by the board of directors;

(b) the transactions were entered into in accordance with the terms of the agreements relating to the transactions in question;

(c) the transactions were entered into in accordance with the pricing policies of the Group; and

(d) the aggregate consideration paid or received in respect of the transactions in the financial year reported on did not exceed 3% of the consolidated turnover of the Group as shown in its audited financial statements.

CORPORATE GOVERNANCE

Details of the Company's corporate governance practices are set out in the Corporate Governance Report on pages 16 to 20 of the Annual Report.

AUDIT COMMITTEE

The Company's audit committee was established on 6 August 1999 in accordance with the requirements of the Code of Best Practice (the "Code") for the purposes of reviewing and providing supervision over the financial reporting process and internal controls of the Group. Members of the audit committee at the date of this report comprised Ms. Kan Lai Kuen, Mr. So Day Wing and Mr. Wong Kun Kim, the three independent non-executive directors of the Company. The Group's financial statements for the year ended 30 September 2009 have been reviewed by the audit committee, who are of the opinion that such statements comply with the applicable accounting standards, the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and legal requirements, and that adequate disclosures have been made.

AUDITORS

PCP CPA Limited retires and a resolution for their reappointment as auditors of the Company will be proposed at the forthcoming annual general meeting.

ON BEHALF OF THE BOARD

Wong King Ching, Helen
Chairman

Hong Kong
25 January 2010

Corporate Governance Report

CORPORATE GOVERNANCE PRACTICES

The Company is committed to maintain a high standard of corporate governance practices and procedures. The Company endeavors to ensure that its businesses are conducted in accordance with the rules and regulations and applicable codes and standards.

The Board of Directors (the "Board") will review and improve the corporate governance practices from time to time to ensure that the interests of its shareholders are properly protected and promoted.

For the year under review, the Company has complied with all the applicable code provisions of the Code on Corporate Governance Practices (the "Code") contained in Appendix 14 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited, except for the deviations as disclosed in this report.

BOARD OF DIRECTORS

(1) Responsibilities

The Board of Directors is responsible for the management and strategic directions of the Company. The Board is also accountable to shareholders for the performance and activities of the Company. The day-to-day management, operation and administration of the Company are delegated to the management, while certain key matters such as making recommendation of final dividend or other distributions are reserved for the approval by the Board. Other major corporate matters that are delegated by the Board to management include execution of business strategies, implementation of adequate systems of internal controls and risk management procedures, and compliance with relevant statutory requirements and rules and regulations.

The Directors are responsible for the preparation of financial statements which give a true and fair view of the Company for each financial period. In preparing the financial statements, the generally accepted accounting standards in Hong Kong have been adopted and accounting standards issued by the Hong Kong Institute of Certified Public Accountants have been complied with. Appropriate accounting policies have been selected and applied consistently. The accounts are prepared on a going concern basis with supporting assumptions or qualifications as necessary. The Directors are also responsible for keeping proper accounting records which disclose with reasonable accuracy the financial position of the Group.

BOARD OF DIRECTORS *(Continued)*

(2) Board Composition

The Board currently comprises 3 executive Directors, 2 non-executive Directors and 3 Independent non-executive Directors.

The Board members for the year ended 30 September 2009 are:

Executive Directors
Wong King Ching, Helen
Wong King Man
Leung Chi Fai

Non-executive Directors
Wong Chun Ying
Wong Kim Seong

Independent Non-executive Directors
Wong Kun Kim
So Day Wing
Kan Lai Kuen

The biographies of the Directors are set out on pages 08 to 09 of this annual report.

During the year ended 30 September 2009, the Board met the requirements of the Listing Rules relating to the appointment of at least three Independent Non-executive Directors. The Company has received a written confirmation of independence from all the Independent Non-executive Directors in accordance with Rule 3.13 of the Listing Rules. The Board is of the view that all the Independent Non-executive Directors are independent in accordance with the Listing Rules. All the independent non-executive directors have appropriate professional qualifications or accounting or related financial management expertise.

Under Code Provision A.2.1, the roles of Chairman and Chief Executive Officer should be separated and should not be performed by the same individual. During the reporting period, Ms. Wong King Ching, Helen holds both positions of the Chairman and the Chief Executive Officer of the Company. The Board is of the opinion that it is appropriate and in the best interests of the Company at the present stage for Ms. Wong to hold both positions as it helps to maintain the continuity of the Company's policies and the stability of the Company's operations.

Under Code Provision A.4.1, the non-executive directors should be appointed for a specific term, subject to re-election. The independent non-executive directors of the Company are not appointed for specific terms. According to the Company's Bye-Law 111(A), one third of the directors shall retire from the office by rotation at each annual general meeting and their appointments will be reviewed when they are due for re-election. In the opinion of the Board, this meets the same objectives and is no less exacting than those in the Code.

BOARD OF DIRECTORS *(Continued)*

(2) Board Composition *(Continued)*

Under Code Provision A.4.2, every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. The Company's Bye-Law 111(A) states that the Chairman is not subject to retirement by rotation and shall not be counted in determining the number of directors to retire. In the opinion of the Board, the continuity of leadership role of the Chairman is important for the stability of the Company and is considered beneficial to the growth of the Company. The Board is of the view that the Chairman should not be subject to retirement by rotation at the present time.

AUDIT COMMITTEE

The Audit Committee is comprised of three Independent Non-executive Directors. They together have substantial experience in the fields of accounting, business, corporate governance and regulatory affairs. The committee is responsible for reviewing the Company's financial information, the financial and accounting policies and practices adopted by the Group, the compliance of listing rules and statutory requirements, risk management, internal control and financial reporting matters of the Group. The committee also monitors the appointment, the audit fees and function of the Group's external auditor.

Two Audit Committee meetings were held in 2008/09 to discuss and review the following matters:

1. review of the annual results for the year ended 30 September 2008 and the interim results for the period ended 31 March 2009;

2. consideration of the principal accounting policies adopted by the Group;

3. review the cash flow of the Group;

4. discussion on the control of accounts receivables;

5. discussion on the control of inventories;

6. review the related parties transactions;

7. review the adequacy and effectiveness of the internal control system and make recommendation to the Board for improvement of internal control, credit control and risk management;

8. discussion on the corporate governance matters as required by the Code on Corporate Governance Practices.

AUDIT COMMITTEE *(Continued)*

Details of Directors' attendance at the Board meetings, Audit Committee meetings, Remuneration Committee meetings and Nomination Committee meetings held for the year ended 30 September 2009 are set out in the table below:

	No. of meetings attended/entitled to attend			
Directors	Board	Audit Committee	Remuneration Committee	Nomination Committee
Executive Directors				
Wong King Ching, Helen *(Chairman)*	2/2	–	1/1	1/1
Wong King Man *(Deputy Chairman)*	2/2	–	–	1/1
Leung Chi Fai	2/2	2/2	1/1	1/1
Non-executive Directors				
Wong Chun Ying	2/2	–	–	–
Wong Kim Seong	2/2	–	–	–
Independent Non-executive Directors				
Wong Kun Kim	2/2	2/2	1/1	1/1
So Day Wing	2/2	2/2	1/1	1/1
Kan Lai Kuen	2/2	2/2	1/1	1/1

AUDITOR'S REMUNERATION

The Group's external auditor is PCP CPA Limited. During the year ended 30 September 2009, the total fee paid/payable in respect of audit and non-audit services provided by the external auditor is set out below:

	2009 HK$'000	2008 HK$'000
Audit services	890	850
Tax services	48	48

REMUNERATION COMMITTEE

The Remuneration Committee, comprises the three independent non-executive directors of the Company, the Chairman and Mr. Leung Chi Fai, the Finance Director of the Company, is responsible for reviewing and evaluating the remuneration packages of the executive directors and making recommendations to the board of directors from time to time.

NOMINATION COMMITTEE

The Nomination Committee, comprises the three executive directors and the three independent non-executive directors of the Company. It is responsible for the appointment of new directors. To maintain the quality of the Board with a balance of skills and experience, the Committee will identify individuals suitably qualified to become directors when necessary. In evaluating whether an appointee is suitable to act as a director, the Committee will consider the experience, qualification and other relevant factors.

INTERNAL CONTROL

The Board is responsible for ensuring that a sound and effective internal control systems is maintained within the Group.

The Company has adopted a set of internal control procedures and policies to safeguard the Group's assets, to ensure proper maintenance of accounting records and reliability of financial reporting and to ensure compliance with relevant legislation and regulations. The internal control system is designed to ensure that the financial and operational functions, compliance control, material control, asset management and risk management functions are in place and functioning effectively.

Internal audit of the Group covered the review of financial, operational and compliance controls and risk management functions of the Group.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its own code of conduct regarding securities transactions by the directors of the Company. Having made specific enquiry of all directors of the Company, the Company confirms that all directors of the Company have complied with required standard set out in the Model Code throughout the year.

Independent Auditor's Report

TO THE SHAREHOLDERS OF
SUNWAY INTERNATIONAL HOLDINGS LIMITED
(Incorporated in Bermuda with limited liability)

We have audited the consolidated financial statements of Sunway International Holdings Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 22 to 80, which comprise the consolidated and company balance sheets as at 30 September 2009, and the consolidated income statement, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation and the true and fair presentation of these consolidated financial statements in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements of the Hong Kong Companies Ordinance. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit and to report our opinion solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act 1981, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and true and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 30 September 2009 and of the Group's loss and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

PCP CPA Limited
Certified Public Accountants
Hong Kong, 25 January 2010

Chua Suk Lin, Ivy
Practising Certificate No.: P02044

Consolidated Income Statement

For the year ended 30 September 2009

	Note	2009 HK$'000	2008 HK$'000
REVENUE	5	941,458	1,091,120
Cost of sales		(996,752)	(1,091,968)
Gross loss		(55,294)	(848)
Other income and gain	5	19,177	19,665
Selling and distribution costs		(14,212)	(14,295)
Administrative expenses		(61,896)	(67,907)
Other operating expenses		(47,944)	(17,730)
Finance costs	6	(7,951)	(10,632)
Share of profit/(loss) of a jointly-controlled entity		599	(417)
LOSS BEFORE TAX	6	(167,521)	(92,164)
Tax	8	(5,048)	(2,998)
LOSS FOR THE YEAR ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT	9, 30	(172,569)	(95,162)
DIVIDENDS	10	–	5,080
LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT			
Basic	11	(17 cents)	(9.4 cents)
Diluted	11	N/A	N/A

Consolidated Balance Sheet

At 30 September 2009

	Note	2009 HK$'000	2008 HK$'000
NON-CURRENT ASSETS			
Property, plant and equipment	12	419,642	460,198
Investment properties	13	48,450	45,080
Prepaid land lease payments	14	70,184	68,228
Interest in a jointly-controlled entity	16	14,985	14,386
Available-for-sale investments	17	7,337	–
Deposits paid for acquisition of prepaid land lease payments and property, plant and equipment	18	4,349	5,743
Total non-current assets		564,947	593,635
CURRENT ASSETS			
Inventories	19	222,643	394,489
Trade receivables	20	171,640	225,274
Prepayments, deposits and other receivables		33,225	34,079
Derivative financial instruments	21	556	7,610
Due from a jointly-controlled entity	16	–	27
Tax recoverable		80	–
Pledged time deposits	22	11,190	140,074
Cash and cash equivalents	22	98,728	97,020
Total current assets		538,062	898,573
CURRENT LIABILITIES			
Trade payables	23	121,672	145,649
Accrued liabilities and other payables	23	29,825	47,285
Due to a director	24	2,020	2,377
Due to a jointly-controlled entity	16	194	–
Interest-bearing bank borrowings	25	93,672	251,238
Tax payable		32,177	33,957
Total current liabilities		279,560	480,506
NET CURRENT ASSETS		258,502	418,067
TOTAL ASSETS LESS CURRENT LIABILITIES		823,449	1,011,702
NON-CURRENT LIABILITIES			
Interest-bearing bank borrowings	25	3,459	11,601
Deferred tax liabilities	26	13,515	10,572
Provision for long service payment	27	818	788
Net assets		805,657	988,741
EQUITY			
Equity attributable to equity holders of the parent			
Share capital	28	101,600	101,600
Reserves	30	704,057	882,061
Proposed final dividends	10	–	5,080
Total equity		805,657	988,741

Approved and authorised for issue by the board of directors on 25 January 2010

Wong King Ching, Helen
Director

Leung Chi Fai
Director

Consolidated Statement of Changes in Equity

At 30 September 2009

	Attributable to equity holders of the company										
	Share capital HK$'000	Share premium account HK$'000	Contributed surplus HK$'000	Capital redemption reserve HK$'000	Revaluation reserve HK$'000	Exchange fluctuation reserve HK$'000	Reserve fund HK$'000	Fair value reserves HK$'000	Retained profits HK$'000	Proposed final dividends HK$'000	Total HK$'000
At 1 October 2007	101,600	177,325	56,471	509	44,181	88,008	12,928	–	504,639	10,160	995,821
Exchange realignment on translation of the financial statements of foreign subsidiaries	–	–	–	–	–	88,449	–	–	–	–	88,449
Surplus on revaluation of property, plant and equipment	–	–	–	–	12,145	–	–	–	–	–	12,145
Transfer to retained profits	–	–	–	–	(1,485)	–	–	–	1,485	–	–
Deferred tax	–	–	–	–	(2,352)	–	–	–	–	–	(2,352)
Loss for the year	–	–	–	–	–	–	–	–	(95,162)	–	(95,162)
Final 2007 dividends paid	–	–	–	–	–	–	–	–	–	(10,160)	(10,160)
Proposed final 2008 dividends	–	–	–	–	–	–	–	–	(5,080)	5,080	–
At 30 September 2008	101,600	177,325	56,471	509	52,489	176,457	12,928	–	405,882	5,080	988,741
At 1 October 2008	101,600	177,325	56,471	509	52,489	176,457	12,928	–	405,882	5,080	988,741
Deficit on revaluation of property, plant and equipment	–	–	–	–	(7,087)	–	–	–	–	–	(7,087)
Transfer to retained profits	–	–	–	–	(77)	–	–	–	77	–	–
Change in fair value of available-for-sale investments	–	–	–	–	–	–	–	1,803	–	–	1,803
Deferred tax	–	–	–	–	(151)	–	–	–	–	–	(151)
Loss for the year	–	–	–	–	–	–	–	–	(172,569)	–	(172,569)
Final 2008 dividends paid	–	–	–	–	–	–	–	–	–	(5,080)	(5,080)
At 30 September 2009	101,600	177,325	56,471	509	45,174	176,457	12,928	1,803	233,390	–	805,657

Consolidated Cash Flow Statement

For the year ended 30 September 2009

	2009 HK$'000	2008 HK$'000
Cash flows from operating activities		
Loss before tax	(167,521)	(92,164)
Adjustments for:		
– Depreciation	61,897	54,209
– Recognition of prepaid land lease payments	1,428	1,356
– Loss on disposal of items of property, plant and equipment	986	203
– Bank and other interest income	(5,872)	(4,483)
– Dividend income	(103)	–
– Changes in fair value of investment properties	(6,270)	(2,056)
– Deficit/(surplus) on revaluation of property, plant and equipment	69	(1,663)
– Finance costs	7,951	10,632
– Allowance for doubtful debts	46,998	15,654
– Allowance for inventories	66,768	32,839
– Provision for long service payment	30	788
– Loss/(gain) on disposal of derivative financial instruments	2,059	(12)
– Changes in fair value of derivative financial instruments	133	729
– Share of (profit)/loss of a jointly-controlled entity	(599)	417
Operating profit before working capital changes	7,954	16,449
Decrease/(increase) in inventories	105,078	(61,728)
Decrease/(increase) in trade receivables	17,829	(1,092)
(Increase)/decrease in prepayments, deposits and other receivables	(13,357)	43,506
(Decrease)/increase in trade payables	(23,977)	57,822
(Decrease)/increase in accrued liabilities and other payables	(17,460)	18,552
(Decrease)/increase in amount due to a director	(357)	2,377
Cash generated from operations	75,710	75,886
Interest received	5,872	4,483
Interest paid	(7,951)	(10,632)
Mainland China corporate income tax paid	(4,116)	(2,941)
Net cash generated from operating activities	69,515	66,796

Consolidated Cash Flow Statement

For the year ended 30 September 2009

	Note	2009 HK$'000	2008 HK$'000
Cash flows from investing activities			
Purchases of property, plant and equipment		(10,656)	(21,946)
Purchases of available-for-sale investments		(672)	–
Proceeds from disposal of items of property, plant and equipment		142	46
Dividend income		103	–
Additions of prepaid land lease payments		–	(1,191)
Purchases of derivative financial instruments		–	(1,560)
Additions to construction in progress		(17,941)	(8,682)
Proceeds from disposal of derivative financial instruments		–	780
Proceeds from disposal of items of investment property		2,900	–
Decrease/(increase) in pledged time deposits		128,884	(136,809)
Additional interests of a jointly-controlled entity		–	(526)
Advance from a jointly-controlled entity		221	6,681
Net cash generated from/(used in) investing activities		102,981	(163,207)
Cash flows from financing activities			
Decrease in trust receipt loans		(1,586)	(819)
New bank loans		350,300	387,358
Repayment of bank loans		(514,422)	(267,098)
Dividends paid		(5,080)	(10,160)
Net cash (used in)/generated from financing activities		(170,788)	109,281
Net increase in cash and cash equivalents		1,708	12,870
Cash and cash equivalents at beginning of year		97,020	74,642
Effect of foreign exchange rate changes, net		–	9,508
Cash and cash equivalents at end of year		98,728	97,020
Analysis of balances of cash and cash equivalents			
Cash and bank balances	22	98,728	96,587
Non-pledged time deposits with original maturity of less than three months when acquired	22	–	433
		98,728	97,020

Balance Sheet

At 30 September 2009

	Note	2009 HK$'000	2008 HK$'000
NON-CURRENT ASSETS			
Interests in subsidiaries	15	118,577	118,577
Available-for-sale investments	17	7,337	–
		125,914	118,577
CURRENT ASSETS			
Due from subsidiaries	15	385,901	397,447
Derivative financial instruments	21	556	7,610
Cash and cash equivalents	22	170	741
Total current assets		386,627	405,798
CURRENT LIABILITIES			
Accrued liabilities and other payables	23	709	709
Due to a subsidiary	15	2	2
Total current liabilities		711	711
NET CURRENT ASSETS		385,916	405,087
NON-CURRENT LIABILITIES			
Provision for long service payment	27	245	279
Net assets		511,585	523,385
EQUITY			
Share capital	28	101,600	101,600
Reserves	30	409,985	416,705
Proposed final dividends	10	–	5,080
Total equity		511,585	523,385

Approved and authorised for issue by the board of directors on 25 January 2010

Wong King Ching, Helen
Director

Leung Chi Fai
Director

30 September 2009

1. CORPORATE INFORMATION

The Company was incorporated in Bermuda with limited liability under the Bermuda Companies Act 1981 as an exempted company, on 18 August 1998. Its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and The Singapore Exchange Securities Limited. The registered office and principal place of business of the Company are disclosed in the corporate information section of the annual report.

The consolidated financial statements are presented in Hong Kong dollars ("HK$"). Other than those subsidiaries established in the People's Republic of China (the "PRC") whose functional currency is Renminbi ("RMB"), the functional currency of the Company and its subsidiaries are HK$.

During the year, the Company's principal activity was investment holding. The principal activities of the subsidiaries comprised the design, development, manufacture and sale of a wide range of (1) electronics and related components and parts (including principally quartz crystals, liquid crystal displays, printed circuit boards and watch movements); and (2) consumer electronic products (including principally electronic calculators, telecommunication phones, electronic watches and clocks and digital products). They were also engaged in the trading of integrated circuits and computer components and accessories. There were no significant changes in the nature of the Company's and Group's principal activities during the year.

2.1 BASIS OF PREPARATION

The consolidated 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 Hong Kong Companies Ordinance. In addition, the consolidated financial statements also comply with the applicable disclosure provisions of the Rule Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited. They have been prepared under the historical cost convention, except for investment properties, certain property, plant and equipment, available-for-sale investments and derivative financial instruments, which have been measured at fair value.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries (together referred as the "Group") and the Group's interest in a jointly-controlled entity for the year ended 30 September 2009. 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.

2.2 APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

In the current year, the Group has applied, for the first time, a number of new standard, amendment and interpretations ("new HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

HK(IFRIC)-Int 9 and HKAS 39 (Amendments)	Embedded Derivatives
HK(IFRIC)-Int 12	Service Concession Arrangements
HK(IFRIC)-Int 13	Customer Loyalty Programmes
HK(IFRIC)-Int 14	HKAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction
HK(IFRIC)-Int 16	Hedges of a Net Investment in a Foreign Operation
HK(IFRIC)-Int 18	Transfers of Assets from Customers

The adoption of the new HKFRSs had no material effect on how the results and financial position for the current or prior accounting periods have been prepared and presented. Accordingly, no prior period adjustment has been required.

The Group has not early applied the following new and revised standards or interpretations that have been issued but are not yet effective.

HKFRSs (Amendments)	Improvements to HKFRSs[1]
HKFRSs (Amendments)	Improvements to HKFRSs 2009[2]
HKAS 1 (Revised)	Presentation of Financial Statements[3]
HKAS 23 (Revised)	Borrowing Costs[3]
HKAS 24 (Revised)	Related Party Disclosures[7]
HKAS 27 (Revised)	Consolidated and Separate Financial Statements[4]
HKAS 32 (Amendments)	Financial Instruments: Presentation – Classification of Rights Issues[6]
HKAS 32 and HKAS 1 (Amendments)	Puttable Financial Instruments and Obligations Arising on Liquidation[3]
HKAS 39 (Amendment)	Financial Instruments: Recognition and Measurement – Eligible Hedge Items[4]
HKFRS 1 (Revised)	First-time Adoption of Hong Kong Financial Report Standards[4]
HKFRS 1 (Amendment)	Additional Exemptions for First-time Adopters[5]
HKFRS 1 and HKAS 27 (Amendments)	Cost of an investment in a subsidiary, jointly-controlled entity or associate[3]
HKFRS 2 (Amendment)	Share-based Payment – Vesting Conditions and Cancellations[3]
HKFRS 2 (Amendment)	Group Cash-settled Share-based Payment Transactions[5]
HKFRS 3 (Revised)	Business Combinations[4]
HKFRS 7 (Amendments)	Financial Instruments: Disclosures – Improving Disclosures about Financial Instruments[3]
HKFRS 8	Operating Segments[3]
HKFRS 9	Financial Instruments[8]
HK(IFRIC)-Int 2 (Amendments)	Members' Shares in Co-operative Entities and Similar Instruments[4]
HK(IFRIC)-Int 14 (Amendments)	HKAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction[7]
HK(IFRIC)-Int 15	Agreements for the Construction of Real Estate[3]
HK(IFRIC)-Int 17	Distributions of Non-cash Assets to Owners[4]
HK(IFRIC)-Int 19	Extinguishing Financial Liabilities with Equity Instruments[9]

2.2 APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") *(Continued)*

[1] Effective for annual periods beginning on or after 1 January 2009, except the amendments to HKFRS 5 which are effective for annual periods beginning on or after 1 July 2009

[2] Effective for annual periods beginning on or after 1 January 2009, 1 July 2009 and 1 January 2010, as appropriate

[3] Effective for annual periods beginning on or after 1 January 2009

[4] Effective for annual periods beginning on or after 1 July 2009

[5] Effective for annual periods beginning on or after 1 January 2010

[6] Effective for annual periods beginning on or after 1 February 2010

[7] Effective for annual periods beginning on or after 1 January 2011

[8] Effective for annual periods beginning on or after 1 January 2013

[9] Effective for annual periods beginning on or after 1 July 2010

The application of HKFRS 3 (Revised) may affect the Group's accounting for business combination for which the acquisition dates are on or after 1 July 2009. HKAS 27 (Revised) will affect the accounting treatment for changes in the Group's ownership interest in a subsidiary. HKAS 1 (Revised) will introduce a number of terminology changes (including revised titles for the consolidated financial statements) and will result in a number of changes in presentation and disclosure. The directors of the Company anticipate that the application of the other new and revised standards, amendments or interpretations will have no material impact on the results and the financial position of the Group.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Subsidiaries

A subsidiary is an entity in which the Company, directly or indirectly, controls more than half of its voting power or issued share capital or controls the composition of its board of directors; or over which the company has a contractual right to exercise a dominant influence with respect to that entity's financial and operating policies.

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 accumulated impairment losses.

Joint venture companies

A joint venture company is an entity set up by contractual arrangement, whereby the Group and other parties undertake economic activity of the entity. The joint venture company operates as a separate entity in which the Group and 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 company and the basis on which the assets are to be realised upon its dissolution. The profits and losses from the joint venture company'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.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Joint venture companies *(Continued)*

A joint venture company is treated as:

(a) a subsidiary, if the Company has unilateral control, directly or indirectly, over the joint venture company; or

(b) a jointly-controlled entity, if the Company does not have unilateral control but has joint control, directly or indirectly, over the joint venture company; or

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

(d) an equity investment, accounted for in accordance with HKAS 39, if the Company holds, directly or indirectly, less than 20% of the joint venture company's registered capital and has neither joint control of, nor is in a position to exercise significant influence over, the joint venture company.

Jointly-controlled entity

A jointly-controlled entity is a joint venture company that is subject to joint control, resulting in none of the participating parties having unilateral control over the economic activity of the jointly-controlled entity.

The Group's share of the post-acquisition results and reserves of the jointly-controlled entity is included in the consolidated income statement and consolidated reserves, respectively. The Group's interest in the jointly-controlled entity 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.

The result of a jointly-controlled entity is included in the Company's income statement to the extent of dividends received and receivable. The Company's interest in the jointly-controlled entity is treated as non-current asset and is stated at cost less any impairment loss.

Impairment of non-financial assets

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories, deferred tax assets, financial assets and investment properties), 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.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Impairment of non-financial assets *(Continued)*

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, 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.

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 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), 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 a jointly-controlled entity;

(c) the party is a member of the key management personnel of the Group or its parent;

(d) the party is a close family member of an 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.

Close family members of an individual are those family members who may be expected to influence, or be influenced by, that individual in their dealings with the entity.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Property, plant and equipment and depreciation

Property, plant and equipment, other than construction in progress, are stated at cost or valuation 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.

Changes in the values of property, plant and equipment are dealt with as movements in the revaluation reserve. If the total of this reserve is insufficient to cover a deficit, on an individual asset basis, the excess of the deficit is charged to the income statement. Any subsequent revaluation surplus is credited to the income statement to the extent of the deficit previously charged. 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.

Depreciation is calculated on the straight-line basis to write-off the cost or valuation 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:

Buildings	2% to 5%
Leasehold improvements	10%
Plant, machinery and office equipment	10%
Motor vehicles	10%
Moulds	10%
Furniture and fixtures	10%

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

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.

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2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Property, plant and equipment and depreciation *(Continued)*

Construction in progress represents buildings and structures under construction, which is stated at cost less any impairment losses, and is not depreciated. Cost comprises the direct costs of construction during the period of construction. Construction in progress is reclassified to the appropriate category of property, plant and equipment or investment properties when completed and ready for use.

Investment properties

Investment properties are interests in land and buildings (include the leasehold interest under an operating lease for a property which would otherwise met the definition of an investment property) held to earn rental income and/or for capital appreciation, rather than for use in the production of 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.

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 a straight-line basis over the lease term. Where the Group is the lessee, rentals payable under the operating leases are charged to the income statement on the straight-line basis over the lease term.

Prepaid land lease payments under operating leases are initially stated at cost and subsequently recognised on a straight-line basis over the lease terms.

Investments and other financial assets

Financial assets in the scope of HKAS 39 are classified into one of the four categories, including financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments and available-for-sale financial assets. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs.

The Group determines the classification of its financial assets after initial recognition and, where allowed and appropriate, re-evaluates this designation at the balance sheet date.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Investments and other financial assets *(Continued)*

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon initial recognition as at fair value through profit or loss. Financial asset are classified as held for trading if they are acquired for the purpose of selling in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments or financial guarantee contracts. Gains or losses on these financial assets are recognised in the income statement.

Where a contract contains one or more embedded derivatives, the entire hybrid contract may be designated as a financial asset at fair value through profit or loss, except where the embedded derivative does not significantly modify the cash flows or it is clear that separation of the embedded derivative is prohibited.

Financial assets may be designated upon initial recognition as at fair value through profit or loss if the following criteria are met: (i) the designation eliminates or significantly reduces the inconsistent treatment that would otherwise arise from measuring the assets or recognising gains or losses on them on a different basis; (ii) the assets are part of a group of financial assets which are managed and their performance evaluated on a fair value basis, in accordance with a documented risk management strategy; or (iii) the financial asset contains an embedded derivative that would need to be separately recorded.

Subsequent to initial recognition, these are measured at fair value with changes in fair value recognised in income statement.

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 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.

Fair value

The fair value of investments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business at the balance sheet date. For investments where there is no active market, fair value is determined using valuation techniques. Such techniques include using recent arm's length market transactions; reference to the current market value of another instrument which is substantially the same; a discounted cash flow analysis; and other valuation models.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

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.

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 included in a collective assessment of impairment.

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.

In relation to accounts receivable, a provision for 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 terms 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.

Financial guarantee contracts

Financial guarantee contracts in the scope of HKAS 39 are accounted for as financial liabilities. A financial guarantee contract is recognised initially at its fair value plus transaction costs that are directly attributable to the acquisition or issue of the financial guarantee contract, except when such contract is recognised at fair value through profit or loss. Subsequent to initial recognition, the Group measures the financial guarantee contract at the higher of: (i) the amount determined in accordance with HKAS 37 Provisions, Contingent Liabilities and Contingent Assets; and (ii) the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with HKAS 18 Revenue.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Derecognition of financial assets

A financial asset are derecognised when the rights to receive cash flows from the assets expire or, the financial assets are transferred and the Group has transferred substantially all the risks and rewards of ownership of the financial assets. On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised directly in equity is recognised in profit or loss. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Financial liabilities at amortised cost (including interest-bearing bank borrowings)

Financial liabilities including accounts payable, accrued liabilities and other payables and interest-bearing bank borrowings 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

Financial liability are derecognised when the obligation specified in the relevant contract is discharged, cancelled or expires. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

Inventories

Inventories are stated at the lower of cost and net realisable value after making due allowances for obsolete or slow-moving items. Cost is determined on the first-in, first-out basis and, in the case of work in progress and finished goods, comprises direct materials, direct labour and an appropriate proportion of overheads. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

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 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 consolidated balance sheet, cash and cash equivalents comprise cash on hand and at banks, including term deposits, which are not restricted as to use.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

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 the financial reporting purposes.

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

– where the deferred tax liability arises from the initial recognition of an asset or liability and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

– in respect of taxable temporary differences associated with interests in subsidiaries and a jointly-controlled entity, 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 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 interests in subsidiaries and a jointly-controlled entity, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and the 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.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Income tax *(Continued)*

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.

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) rental income, on a time proportion basis over the lease terms;

(c) 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

(d) dividend income, when the shareholders' right to receive payment has been established.

Employee benefits

Share-based payment transactions

The Company operates a share option scheme 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 an appropriate pricing model. In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of shares of the Company ("market conditions"), if applicable.

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.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Employee benefits *(Continued)*

Share-based payment transactions (Continued)

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.

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 (the "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 (the "MPF Scheme") under the Mandatory Provident Fund 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 MPF Scheme. The assets of the MPF Scheme are held separately from those of the Group in an independently administered fund. The Group's employer contributions vest fully with the employees when contributed into the MPF Scheme.

The 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. The contributions are charged to the income statement as they become payable in accordance with the rules of the central pension scheme.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

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.

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. Non-monetary 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.

The functional currencies of certain overseas subsidiaries and a jointly-controlled entity are currencies other than the Hong Kong dollars. 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 statement 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 overseas subsidiaries 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.

3. 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:

Operating lease commitments – Group as lessor

The Group has entered into commercial property lease on its investment properties portfolio. The Group has determined that it retains all the significant risks and rewards of ownership of this property which is leased out on an operating lease.

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 test.

Classification between investment properties and owner-occupied property

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 independent of other assets held by the Group.

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 a finance lease), 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.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES *(Continued)*

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.

Impairment test of assets

Where an indication of impairment exists, or when annual impairment testing for an asset is required, 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. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

4. 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 they provide. Each of the Group's business segments represents a strategic business unit that offers products 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 electronic components and parts segment consists of the design, development, manufacture and sale of electronic and related components and parts;

(b) the consumer electronic products segment consists of the design, development, manufacture and sale of consumer electronic products; and

(c) the trading segment consists of the trading of integrated circuits and computer components and accessories.

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.

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4. SEGMENT INFORMATION *(Continued)*

(a) Business segments

The following tables present revenue, expenditure and certain asset and liability information for the Group's business segments for the years ended 30 September 2009 and 2008.

Group

	Electronic components and parts		Consumer electronic products		Trading of integrated circuits and computer components and accessories		Consolidated	
	2009 HK$'000	2008 HK$'000	2009 HK$'000	2008 HK$'000	2009 HK$'000	2008 HK$'000	2009 HK$'000	2008 HK$'000
Segment revenue:								
Sales to external customers	153,115	168,032	787,478	922,675	865	413	941,458	1,091,120
Other income and gain	863	674	3,191	2,934	33	–	4,087	3,608
Total	153,978	168,706	790,669	925,609	898	413	945,545	1,094,728
Segment results	(29,665)	(17,338)	(142,242)	(58,571)	(42)	(12)	(171,949)	(75,921)
Interest and unallocated other income and gain							15,090	16,057
Unallocated expenses							(3,310)	(21,251)
Finance costs							(7,951)	(10,632)
Share of profit/(loss) of a jointly-controlled entity							599	(417)
Loss before tax							(167,521)	(92,164)
Tax							(5,048)	(2,998)
Loss for the year attributable to equity holders of the parent							(172,569)	(95,162)

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4. SEGMENT INFORMATION *(Continued)*

(a) Business segments *(Continued)*

Group

	Electronic components and parts		Consumer electronic products		Trading of integrated circuits and computer components and accessories		Consolidated	
	2009 HK$'000	2008 HK$'000	2009 HK$'000	2008 HK$'000	2009 HK$'000	2008 HK$'000	2009 HK$'000	2008 HK$'000
Segment assets	270,773	362,229	567,699	689,195	228	1,076	838,700	1,052,500
Interest in a jointly-controlled entity							14,985	14,413
Unallocated assets							249,324	425,295
Total assets							1,103,009	1,492,208
Segment liabilities	20,834	52,672	127,574	130,137	91	11,454	148,499	194,263
Unallocated liabilities							148,853	309,204
Total liabilities							297,352	503,467
Other segment information:								
Capital expenditure	4,800	4,419	24,716	27,249	–	–	29,516	31,668
Unallocated capital expenditure							3,565	1,209
							33,081	32,877
Depreciation	22,880	19,951	38,461	33,537	–	–	61,341	53,488
Unallocated depreciation							556	721
							61,897	54,209
Allowance for inventories	14,077	10,664	52,691	22,095	–	80	66,768	32,839
Allowance for doubtful debts	7,424	2,626	39,516	13,000	58	28	46,998	15,654
Changes in fair value of investment properties	–	–	–	–	–	–	(6,270)	(2,056)
Deficit/(surplus) on revaluation of property, plant and equipment	–	–	–	–	–	–	69	(1,663)
Recognition of prepaid land lease payments	–	–	–	–	–	–	1,428	1,356

4. SEGMENT INFORMATION *(Continued)*

(b) Geographical segments

The following table presents revenue and other segment information for the Group's geographical segments for the years ended 30 September 2009 and 2008.

Group

	Hong Kong		Mainland China		Other Asian countries+		American countries++		European countries+++		African countries++++		Consolidated	
	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
Segment revenue:														
Sales to external customers	72,416	105,442	176,830	208,050	143,890	163,926	255,826	293,601	206,937	221,348	85,559	98,753	941,458	1,091,120
Other segment information:														
Total assets	128,797	122,193	961,527	1,358,773	8,631	9,247	1,312	1,293	2,594	534	148	168	1,103,009	1,492,208
Capital expenditure	110	18	32,971	32,859	-	-	-	-	-	-	-	-	33,081	32,877

\+ Other Asian countries principally included Indonesia, Japan, Korea and Taiwan, etc.

++ American countries principally included the United States, Chile, Peru, Argentina, Mexico and Brazil, etc.

+++ European countries principally included Poland, Spain, France, Germany and England, etc.

++++ African countries principally included Lagos, Nigeria, Kenya, Pakistan and Egypt, etc.

5. REVENUE, OTHER INCOME AND GAIN

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold, after allowances for returns and trade discounts. An analysis of the Group's other income and gain is as follows:

	Group	
	2009 HK$'000	2008 HK$'000
Other income		
Bad debts recovered	249	–
Bank and other interest income	5,872	4,483
Rental income	2,845	2,197
Interest income from derivative financial instruments	–	308
Dividend income	103	–
Others	3,838	3,608
	12,907	10,596
Gain		
Fair value gain on investment properties	6,270	2,056
Surplus on revaluation of property, plant and equipment	–	1,663
Gain on disposal of derivative financial instruments	–	12
Foreign exchange gain, net	–	5,338
	6,270	9,069
	19,177	19,665

6. LOSS BEFORE TAX

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

		2009 HK$'000	2008 HK$'000
(a)	*Finance costs:*		
	Interest on bank loans wholly repayable within five years	7,951	10,632
(b)	*Employee benefits expense (excluding directors' remuneration – note 7):*		
	Pension scheme contributions (defined contribution schemes)*	7,591	7,065
	Provision for long service payment	64	509
	Wages, salaries and allowances	182,712	251,857
		190,367	259,431
(c)	*Other items:*		
	Cost of inventories sold	996,752	1,091,968
	Depreciation	61,897	54,209
	Recognition of prepaid land lease payments	1,428	1,356
	Minimum lease payments under operating leases in respect of land and buildings	1,035	1,586
	Auditor's remuneration	890	850
	Rental income	(2,845)	(2,197)
	Allowance for inventories	66,768	32,839
	Allowance for doubtful debts	46,998	15,654
	Foreign exchange difference, net	876	(5,338)
	Loss/(gain) on disposal of derivative financial instruments	2,059	(12)
	Loss on disposal of items of property, plant and equipment	986	203
	Changes in fair value of derivative financial instruments	133	729
	Changes in fair value of investment properties	(6,270)	(2,056)
	Deficit/(surplus) on revaluation of property, plant and equipment	69	(1,663)

The cost of inventories sold includes allowance for inventories of approximately HK$66,768,000 (2008: HK$32,839,000) and aggregate employee benefits expense, depreciation and recognition of prepaid land lease payments of approximately HK$227,183,000 (2008: HK$285,198,000), which are also included in the respective total amounts disclosed above for each of these types of expenses.

* As at 30 September 2009, the Group had no forfeited contributions available to reduce its contributions to the pension scheme in future years (2008: HK$Nil).

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7. DIRECTORS' AND FIVE HIGHEST PAID EMPLOYEES' REMUNERATION

Directors' remuneration

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

	2009 HK$'000	2008 HK$'000
Fees	960	995
Salaries and allowances	5,562	5,731
(Reversal)/provision for long service payment	(34)	279
Pension scheme contributions	36	36
	6,524	7,041
Number of directors	8	8

The remuneration of directors for the year ended 30 September 2009 is set out below:

Name of director	Fees HK$'000	Salaries and allowances HK$'000	Reversal for long service payment HK$'000	Pension scheme contributions HK$'000	Total HK$'000
Executive directors					
Ms. Wong King Ching, Helen	-	2,424	(17)	12	2,419
Mr. Leung Chi Fai	-	858	-	12	870
Ms. Wong King Man	-	2,280	(17)	12	2,275
Non-executive directors					
Mr. So Day Wing (b)	240	-	-	-	240
Mr. Wong Kim Seong	-	-	-	-	-
Mr. Wong Kun Kim (b)	240	-	-	-	240
Ms. Wong Chun Ying	240	-	-	-	240
Ms. Kan Lai Kuen (b)	240	-	-	-	240
	960	5,562	(34)	36	6,524

7. DIRECTORS' AND FIVE HIGHEST PAID EMPLOYEES' REMUNERATION *(Continued)*

Directors' remuneration *(Continued)*

The remuneration of directors for the year ended 30 September 2008 is set out below:

Name of director	Fees HK$'000	Salaries and allowances HK$'000	Provision for long service payment HK$'000	Pension scheme contributions HK$'000	Total HK$'000
Executive directors					
Ms. Wong King Ching, Helen	–	2,511	104	12	2,627
Mr. Leung Chi Fai	–	867	76	12	955
Ms. Wong King Man	–	2,353	99	12	2,464
Non-executive directors					
Mr. So Day Wing (b)	225	–	–	–	225
Mr. Wong Kim Seong	–	–	–	–	–
Mr. Wong Kun Kim (b)	225	–	–	–	225
Ms. Wong Chun Ying	240	–	–	–	240
Ms. Wong Choi Kam (a)	80	–	–	–	80
Ms. Kan Lai Kuen (b)	225	–	–	–	225
	995	5,731	279	36	7,041

Note:

(a) Resigned on 27 May 2008

(b) Independent non-executive directors

Individuals with highest emoluments

The aggregate of the emoluments in respect of the five individuals of highest emoluments (including directors) are as follows:

	2009 HK$'000	2008 HK$'000
Salaries and allowances	6,476	6,675
(Reversal)/provision for long service payment	(34)	279
Pension scheme contributions	60	60
	6,502	7,014

7. DIRECTORS' AND FIVE HIGHEST PAID EMPLOYEES' REMUNERATION *(Continued)*

Individuals with highest emoluments *(Continued)*

During the year, no emolument was paid by the Group to the five individuals with highest emoluments as an inducement to join or upon joining the Group or as compensation for loss of office.

The five individuals whose emoluments were the highest in the Group for the year include three (2008: three) directors whose emoluments are reflected in the analysis presented above. The emoluments payable to the remaining two (2008: two) individuals during the year are as follows:

	2009 HK$'000	2008 HK$'000
Salaries and allowances	914	944
Pension scheme contributions	24	24
	938	968

The emoluments of the two (2008: two) individuals with the highest emoluments are fell within the following band:

	Number of individual	
	2009	2008
Emolument band		
HK$Nil – HK$1,000,000	2	2

8. TAX

	Group	
	2009 HK$'000	2008 HK$'000
Current tax – Mainland China		
Charge for the year	1,332	2,104
Under/(over)-provision in respect of previous years	924	(2,360)
Deferred tax (note 26)	2,792	3,254
	5,048	2,998

No provision for Hong Kong profits tax has been made as the Group did not generate any assessable profits arising in Hong Kong during the year (2008: HK$Nil). Taxes on profits assessable in Mainland China have been calculated at the rates of tax prevailing in Mainland China, based on existing legislation, interpretations and practices in respect thereof.

8. TAX *(Continued)*

The 5th Session of the 10th National People's Congress approved the Corporate Income Tax Law of the PRC (the "New Corporate Income Tax Law") on 16 March 2007 and the State Council has announced the Detailed Implementation Regulations on 7 December 2007, which has been effective from 1 January 2008. According to the New Corporate Income Tax Law, the income tax rates for both domestic and foreign investment enterprises have been unified at 25% effective from 1 January 2008. Foreign enterprises which are entitled to special incentives will be given concessions throughout a 5-year transition period and progressively increased to 25%. The Group's subsidiaries located in Mainland China were subject to corporate income tax at a rate of 20% commenced on 1 January 2009 and would progressively increase to 25%.

A reconciliation of the tax expense applicable to loss before tax using the statutory rates for the region in which the Company and its subsidiaries are domiciled to the tax expense at the effective tax rates, is as follows:

Group

	2009 HK$'000	2008 HK$'000
Loss before tax	(167,521)	(92,164)
Tax at statutory tax rate	(39,730)	(21,244)
Lower tax rate for specific province or local authority	7,066	5,104
Profits and losses attributable to jointly-controlled entity	244	(47)
Income not subject to tax	(6,277)	(2,637)
Expenses not deductible for tax	40,655	18,125
Under/(over)-provision in respect of previous years	924	(2,360)
Tax losses not recognised	2,050	3,060
Effect of change in tax rates	116	790
Others	–	2,207
Tax charge for the year	5,048	2,998

The share of tax attributable to the jointly-controlled entity amounting to HK$244,000 (2008: HK$47,000) is included in "Share of profit/(loss) of a jointly-controlled entity" on the face of the consolidated income statement.

9. LOSS FOR THE YEAR ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT

The loss attributable to equity holders of the parent for the year ended 30 September 2009 includes a loss of approximately HK$8,523,000 (2008: HK$26,775,000) which has been dealt with in the financial statements of the Company (note 30).

10. DIVIDENDS

The dividends paid in 2008 were HK$5,080,000 (HK$0.5 cent per share). No dividend in respect of the year ended 30 September 2009 to be proposed at the forthcoming Annual General Meeting.

11. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of basic loss per share amounts is based on the loss for the year attributable to ordinary equity holders of the parent of HK$172,569,000 (2008: HK$95,162,000) and 1,016,001,301 (2008: 1,016,001,301) ordinary shares in issue during the year.

Diluted loss per share amounts for the years ended 30 September 2009 and 2008 have not been disclosed, as the share options outstanding during these years do not have dilutive effect on the basic loss per share for these years.

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12. PROPERTY, PLANT AND EQUIPMENT

Group

	Buildings HK$'000	Leasehold improvements HK$'000	Plant, machinery and office equipment HK$'000	Motor vehicles HK$'000	Moulds HK$'000	Furniture and fixtures HK$'000	Construction in progress HK$'000	Total HK$'000
Cost or valuation:								
At beginning of year	238,882	77,107	392,987	4,111	13,696	1,040	44,740	772,563
Additions	3,089	87	11,121	–	–	3	15,325	29,625
Disposals and write-off	–	–	(2)	(1,465)	–	–	–	(1,467)
Revaluation	(18,605)	–	13,447	820	–	–	–	(4,338)
Transfer	–	6,820	–	–	–	–	(6,820)	–
At 30 September 2009	**223,366**	**84,014**	**417,553**	**3,466**	**13,696**	**1,043**	**53,245**	**796,383**
Accumulated depreciation:								
At beginning of year	56,775	48,946	204,305	–	1,370	969	–	312,365
Provided during the year	16,295	8,136	35,055	1,028	1,370	13	–	61,897
Revaluation	(5,293)	–	8,800	(689)	–	–	–	2,818
Disposals and write-off	–	–	–	(339)	–	–	–	(339)
At 30 September 2009	**67,777**	**57,082**	**248,160**	**–**	**2,740**	**982**	**–**	**376,741**
Net book value:								
At 30 September 2009	**155,589**	**26,932**	**169,393**	**3,466**	**10,956**	**61**	**53,245**	**419,642**
At 30 September 2008	182,107	28,161	188,682	4,111	12,326	71	44,740	460,198
An analysis of cost or valuation:								
At cost	–	84,014	–	–	13,696	1,043	53,245	151,998
At valuation:								
Open market value	9,110	–	–	3,466	–	–	–	12,576
Depreciated replacement cost	214,256	–	417,553	–	–	–	–	631,809
	223,366	84,014	417,553	3,466	13,696	1,043	53,245	796,383

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12. PROPERTY, PLANT AND EQUIPMENT *(Continued)*

Group

	Buildings HK$'000	Leasehold improvements HK$'000	Plant, machinery and office equipment HK$'000	Motor vehicles HK$'000	Moulds HK$'000	Furniture and fixtures HK$'000	Construction in progress HK$'000	Total HK$'000
Cost or valuation:								
At beginning of year	197,884	64,987	297,847	19,489	–	1,295	67,184	648,686
Additions	–	–	9,308	–	13,696	–	8,682	31,686
Disposals and write-off	–	–	(46)	(10,133)	–	(262)	–	(10,441)
Revaluation	(7,831)	–	46,188	(6,795)	–	–	–	31,562
Transfer	33,986	3,956	–	–	–	–	(37,942)	–
Exchange realignment	14,843	8,164	39,690	1,550	–	7	6,816	71,070
At 30 September 2008	238,882	77,107	392,987	4,111	13,696	1,040	44,740	772,563
Accumulated depreciation:								
At beginning of year	46,659	37,175	125,496	16,617	–	1,027	–	226,974
Provided during the year	10,525	7,276	34,289	714	1,370	35	–	54,209
Revaluation	(4,661)	–	30,211	(7,796)	–	–	–	17,754
Disposals and write-off	–	–	(2)	(10,092)	–	(98)	–	(10,192)
Exchange realignment	4,252	4,495	14,311	557	–	5	–	23,620
At 30 September 2008	56,775	48,946	204,305	–	1,370	969	–	312,365
Net book value:								
At 30 September 2008	182,107	28,161	188,682	4,111	12,326	71	44,740	460,198
At 30 September 2007	151,225	27,812	172,351	2,872	–	268	67,184	421,712
An analysis of cost or valuation:								
At cost	–	77,107	–	–	13,696	1,040	44,740	136,583
At valuation:								
Open market value	11,460	–	–	4,111	–	–	–	15,571
Depreciated replacement cost	227,422	–	392,987	–	–	–	–	620,409
	238,882	77,107	392,987	4,111	13,696	1,040	44,740	772,563

12. PROPERTY, PLANT AND EQUIPMENT *(Continued)*

The Group's buildings located in Hong Kong were revalued at 30 September 2009 by LCH (Asia-Pacific) Surveyors Limited, an independent firm of professional valuers on an open market value, existing use basis, at approximately HK$9,110,000. The Group's buildings located elsewhere in the PRC were revalued at 30 September 2009 on a depreciated replacement cost basis, at approximately HK$146,479,000. Net revaluation deficits of HK$58,000 and HK$13,254,000 resulting from the revaluations have been debited to the income statement and the revaluation reserve respectively.

The Group's plant, machinery and office equipment was revalued at 30 September 2009 on a depreciated replacement cost basis. Revaluation deficit of HK$11,000 and surplus of HK$4,658,000 resulting from the revaluations have been debited to income statement and credited to the revaluation reserve.

The Group's motor vehicles were revalued at 30 September 2009 on an open market value, existing use basis, at approximately HK$3,466,000. Revaluation surpluses of HK$1,509,000 resulting from the revaluation have been credited to the revaluation reserve.

Had the Group's buildings, plant, machinery and office equipment, and motor vehicles been carried at historical cost less accumulated depreciation and impairment losses, their carrying amounts would have been approximately HK$136,393,000 (2008: HK$149,429,000), HK$172,277,000 (2008: HK$186,220,000) and HK$2,208,000 (2008: HK$3,172,000) respectively.

Certain buildings of the Group with a total carrying value of HK$8,930,000 (2008: HK$11,120,000) were pledged to secure banking facilities granted to the Group (note 25) as at 30 September 2009.

13. INVESTMENT PROPERTIES

	Group	
	2009 HK$'000	2008 HK$'000
Carrying amount at the beginning of the year	45,080	39,270
Less: disposal during the year	(2,900)	–
Net gain from a fair value adjustment	6,270	2,056
Exchange realignment	–	3,754
Carrying amount at the end of the year	48,450	45,080

The investment properties with carrying amount of HK$48,450,000 (2008: HK$42,180,000) and HK$Nil (2008: HK$2,900,000) are situated in Mainland China and Hong Kong respectively. They are held under medium lease terms.

13. INVESTMENT PROPERTIES *(Continued)*

The Group's investment properties located in Mainland China were revalued on 30 September 2009 by LCH (Asia-Pacific) Surveyors Limited, an independent firm of professional valuers on an open market value, existing use basis, at approximately RMB42,500,000. Revaluation surplus of HK$6,270,000 (2008: HK$1,426,000) has been credited to the income statement resulting from the revaluation. The investment property is leased to a third party under an operating lease, further summary details of which are included in note 31(a) to the financial statements.

The investment property of the Group with a total carrying amount of HK$Nil (2008: HK$2,900,000) was pledged to secure banking facilities granted to the Group (note 25).

At the balance sheet date, certificate of ownership in respect of the investment property in Mainland China with the fair value of HK$48,450,000 (2008: HK$42,180,000), had not been issued by the relevant authorities in Mainland China and are still in progress.

14. PREPAID LAND LEASE PAYMENTS

	Group	
	2009 HK$'000	2008 HK$'000
Carrying amount at the beginning of the year	69,584	67,848
Additions	3,455	1,191
Recognised during the year	(1,428)	(1,356)
Exchange realignment	–	1,901
Carrying amount at the end of the year	71,611	69,584
Current portion included in prepayments, deposits and other receivables	(1,427)	(1,356)
Non-current portion	70,184	68,228

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

	Group	
	2009 HK$'000	2008 HK$'000
Hong Kong, held under medium term leases	2,998	3,077
Mainland China, held under medium term land use rights	68,613	66,507
	71,611	69,584

Certain prepaid land lease payments of the Group with total carrying value of HK$2,998,000 (2008: HK$3,077,000) were pledged to secure banking facilities granted to the Group (note 25) as at 30 September 2009.

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15. INTERESTS IN SUBSIDIARIES

	Company 2009 HK$'000	2008 HK$'000
Unlisted investment, at cost	118,577	118,577
Due from subsidiaries	385,901	397,447
Due to a subsidiary	(2)	(2)

The balances with subsidiaries are unsecured, interest-free and have no fixed terms of repayment. The carrying amounts of these amounts due from/(to) subsidiaries approximate their fair values.

Particulars of the principal subsidiaries are as follows:

Name	Place of incorporation/ registration and principal operations	Nominal value of issued ordinary shares/registered paid-up capital	Percentage of equity attributable to the Company Direct	Indirect	Principal activities
Sunway International (BVI) Holdings Limited	British Virgin Islands	US$50,000	100	–	Investment holding
Kenko International Company Limited	Hong Kong	HK$10,000	–	100	Trading of electronic products
Regal Honour Industrial Limited	Hong Kong	HK$10,000	–	100	Trading of computer and electronic products
Guidy International Limited	Hong Kong	Ordinary HK$3 *Non-voting deferred HK$6,500	–	100	Trading of electronic products
Sungo Holding Company Limited	Hong Kong	Ordinary HK$3 *Non-voting deferred HK$6,500,000	–	100	Trading of electronic products
Xinwei Electronic Industrial Co. Ltd., Fujian**	People's Republic of China ("PRC")/ Mainland China	HK$183,655,813	–	100	Manufacture and trading of electronic products

15. INTERESTS IN SUBSIDIARIES *(Continued)*

Name	Place of incorporation/ registration and principal operations	Nominal value of issued ordinary shares/registered paid-up capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
Sunway Information Technology Company Limited	British Virgin Islands	US$1	–	100	Investment holding
Putian Sunyee LCD Technology Co., Ltd.**	PRC/Mainland China	HK$90,000,000	–	100	Manufacture of liquid crystal display products
Sunway Macao Commercial Offshore Company Limited	Macau	MOP100,000	–	100	Trading of electronic products

* The holders of the non-voting deferred shares are not entitled to any dividend, have no right to vote at general meetings, and only carry the right to receive the nominal amount paid-up or credited as paid-up on the non-voting deferred shares in a return of capital on liquidation after the holders of ordinary shares have received the sum of HK$1,000,000,000 per ordinary share.

** The subsidiaries are registered as wholly-owned-foreign enterprises under the PRC law.

The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally reflected 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.

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16. INTEREST IN A JOINTLY-CONTROLLED ENTITY

	Group	
	2009 HK$'000	2008 HK$'000
Share of net assets	14,985	14,386
Due from a jointly-controlled entity	–	27
Due to a jointly-controlled entity	(194)	–

The amount due from/(to) a jointly-controlled entity is unsecured, interest-free and has no fixed term of repayment. The carrying amount approximates to its fair value.

As at 30 September 2009 and 2008, the Group had interest in the following jointly-controlled entity:

Name of entity	Form of business structure	Place of registration	Principal place of operation	Class of share held	Percentage of ownership attributable to the Group	Principal activities
Taiwan Communication (Fujian) Company Limited	Corporate	Mainland China	Mainland China	Registered capital	40	Manufacture and trading of telecommunication products

Interest in the jointly-controlled entity is indirectly held by the Group.

Summary financial information on the jointly-controlled entity related to the Group's interests:

	2009 HK$'000	2008 HK$'000
Current assets	23,000	22,657
Non-current assets	4,956	5,623
Current liabilities	12,971	13,894
Income	17,377	24,454
Expenses	16,778	24,871

17. AVAILABLE-FOR-SALE INVESTMENTS

Available-for-sale investments comprise:

	Group and Company	
	2009	2008
	HK$'000	HK$'000
Listed investments:		
Equity securities listed in Hong Kong at fair value	7,337	–
Analysed for reporting purposes as:		
Current assets	–	–
Non-current assets	7,337	–
	7,337	–

The fair value of the above listed securities is determined based on the quoted market bid price at year end as quoted by the Stock Exchange.

18. DEPOSITS PAID FOR ACQUISITION OF PREPAID LAND LEASE PAYMENTS AND PROPERTY, PLANT AND EQUIPMENT

The balances represent aggregate deposits of HK$Nil (2008: HK$3,455,000) paid in respect of the acquisition of land use rights of land located in the PRC and aggregate deposits of HK$4,349,000 (2008: HK$2,288,000) paid in respect of purchases of property, plant and equipment. The related capital commitments are set out in note 32.

19. INVENTORIES

(a) An analysis of the inventories as at the balance sheet date, net of provision, is as follows:

	Group	
	2009	2008
	HK$'000	HK$'000
Raw materials	67,543	91,521
Work in progress	87,761	168,181
Finished goods	67,339	134,787
	222,643	394,489

19. INVENTORIES *(Continued)*

(b) The analysis of the amount of inventories recognised as an expense, is as follows:

	Group	
	2009	2008
	HK$'000	HK$'000
Carrying amount of inventories sold	929,984	1,059,129
Write-down of inventories	66,768	32,839
	996,752	1,091,968

20. TRADE RECEIVABLES

	Group	
	2009	2008
	HK$'000	HK$'000
Trade receivables	213,780	294,225
Less: Allowance for doubtful debts	(42,140)	(68,951)
	171,640	225,274

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 for a period of three months, except for certain well-established customers, where the terms are extended to six months. The Group seeks to maintain strict control over its receivables to minimise credit risk. 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. Trade receivables are non-interest bearing.

An aged analysis of the trade receivables as at the balance sheet date is as follows:

	Group	
	2009	2008
	HK$'000	HK$'000
Current to 3 months	168,535	197,217
4 to 6 months	1,257	16,818
7 to 12 months	201	8,477
Over 1 year	1,647	2,762
	171,640	225,274

20. TRADE RECEIVABLES *(Continued)*

Included in the Group's trade receivables balance are debtors with a carrying amount of HK$39,863,000 (2008: HK$126,961,000) which are past due at the reporting date for which the Group has not provided for impairment loss.

Ageing of trade receivables which are past due but not impaired:

	Group	
	2009 HK$'000	2008 HK$'000
Within 3 months	36,758	98,904
4 to 6 months	1,257	16,818
7 to 12 months	201	8,477
Over 1 year	1,647	2,762
	39,863	126,961

Movement in the allowance for doubtful debts for trade receivables:

	Group	
	2009 HK$'000	2008 HK$'000
Balance at beginning of the year	68,951	59,121
Impairment losses recognised on receivables	35,805	9,865
Amounts written off during the year	(62,367)	–
Amounts recovered during the year	(249)	(35)
Balance at end of the year	42,140	68,951

21. DERIVATIVE FINANCIAL INSTRUMENTS

	Group and Company	
	2009	2008
	HK$'000	HK$'000
Financial assets designated at fair value through profit or loss		
– Equity link notes	**556**	7,610

Equity link note is designated as financial assets at fair value through profit or loss upon initial recognition.

Major terms of the equity link note are as follows:

Principal amount	Maturity
USD100,000	23-Nov-09

The equity link notes are subject to mandatory redemption clauses at maturity dates depending on the market prices of a Hong Kong listed securities underlying the equity link notes. The equity link notes will be redeemed based on the original principal amounts. The equity link notes are interest bearing.

At maturity date, if the equity link notes, depending on the market prices of the underlying equity securities and certain predetermined price levels, are still outstanding, the equity link notes will be redeemed by the issuer at the principal amounts in cash or shares which may be lower than the principal amounts.

The equity link notes are measured at fair value at the balance sheet date. Their fair values are determined based on the valuation provided by the counterparty financial institutions at the balance sheet date. Accordingly, a fair value change on equity link notes of HK$133,000 (2008: HK$729,000) is recognised in the consolidated income statement for the year ended 30 September 2009.

22. CASH AND CASH EQUIVALENTS AND PLEDGED TIME DEPOSITS

	Group		Company	
	2009	2008	**2009**	2008
	HK$'000	HK$'000	**HK$'000**	HK$'000
Cash and bank balances	**98,728**	96,587	**170**	308
Time deposits	**11,190**	140,507	**–**	433
	109,918	237,094	**170**	741
Less: Pledged time deposits for loans facilities (note 25)	**(11,190)**	(140,074)	**–**	–
Cash and cash equivalents	**98,728**	97,020	**170**	741

At the balance sheet date, the cash and bank balances of the Group are denominated in Renminbi ("RMB") amounted to approximately HK$33,017,000 (2008: HK$188,048,000). The RMB is not freely convertible into other currencies. However, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sales 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 bank earns interest at floating rates based on daily bank deposits rates. Short-term deposits are made for varying periods between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective short-term time deposit rates. The carrying amounts of the cash and cash equivalents and pledged time deposits approximate to their fair values.

23. TRADE PAYABLES, ACCRUED LIABILITIES AND OTHER PAYABLES

	Group		Company	
	2009 HK$'000	2008 HK$'000	2009 HK$'000	2008 HK$'000
Trade payables	121,672	145,649	–	–
Accrued liabilities and other payables	29,825	47,285	709	709
	151,497	192,934	709	709

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

	Group	
	2009 HK$'000	2008 HK$'000
Current to 3 months	92,382	127,671
4 to 6 months	29,290	7,567
7 to 12 months	–	2,653
Over 1 year	–	7,758
	121,672	145,649

The average credit period on purchases is 90 days. The Group has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

24. DUE TO A DIRECTOR

The balance is unsecured, interest-free and repayable on demand.

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25. INTEREST-BEARING BANK BORROWINGS

Group	2009 Effective interest rate (%)	2009 Maturity	2009 HK$'000	2008 Effective interest rate (%)	2008 Maturity	2008 HK$'000
Current						
Trust receipt loans						
– secured	7	2009	5,250	7	2009	6,836
Bank loans						
– secured	1.70 - 5.32	2009-2010	22,341	3.43 - 6.30	2009	143,762
Bank loans						
– unsecured	4.37 - 4.86	2009-2010	69,540	6.69 - 7.47	2009	112,241
			97,131			262,839

	Group 2009 HK$'000	Group 2008 HK$'000
Carrying amount of bank loan repayable as follow:		
On demand or within one year	93,672	251,238
More than one year but not more than two years	3,459	5,047
More than two years but not more than five years	–	6,554
	97,131	262,839

Notes:

(a) As at 30 September 2009, the Group's bank borrowings are secured by:

(i) certain buildings of HK$8,930,000 (2008: HK$11,120,000) (note 12);

(ii) an investment property of HK$Nil (2008: HK$2,900,000) (note 13);

(iii) certain prepaid land lease payments of HK$2,998,000 (2008: HK$3,077,000) (note 14); and

(iv) time deposits amounted to HK$11,190,000 (2008: HK$140,074,000) (note 22).

(b) Except for the unsecured bank loan of HK$69,540,000 (2008: HK$95,760,000) and secured loan of HK$Nil (2008: HK$120,618,000), all other borrowings bear interest at floating interest rates.

26. DEFERRED TAX

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

Deferred tax liabilities

Deferred tax liabilities of the Group arose from revaluation of investment properties, buildings, plant, machinery and office equipment and motor vehicles.

	Group	
	2009 HK$'000	2008 HK$'000
At beginning of year	10,572	6,428
Deferred tax charged to the revaluation reserve during the year (note 30)		
– Change in tax rate	1,116	773
– Charge for the year	(965)	1,579
Deferred tax charged to the income statement during the year (note 8)		
– Change in tax rate	116	790
– Charge for the year	2,676	257
Exchange realignment	–	745
At end of year	13,515	10,572

Deferred tax assets

Deferred tax assets of the Group arose from taxable and deductible temporary differences.

	Group	
	2009 HK$'000	2008 HK$'000
At the beginning of year	–	2,004
Deferred tax credited to income statement (note 8)	–	(2,207)
Exchange realignment	–	203
At the end of year	–	–

26. DEFERRED TAX *(Continued)*

Deferred tax assets *(Continued)*

The Group has tax losses arising in Hong Kong of HK$50,874,950 (2008: HK$38,396,000) as at 30 September 2009 that are available 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 from certain subsidiaries of the Group as they have been loss-making for some time.

At 30 September 2009 there is no significant unrecognised deferred tax liability (2008: HK$Nil) for taxes that would be payable on the unremitted earnings of certain of the Group's subsidiaries or its jointly-controlled entity 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.

27. PROVISION FOR LONG SERVICE PAYMENT

	Group		Company	
	2009 HK$'000	2008 HK$'000	2009 HK$'000	2008 HK$'000
At beginning of year	788	–	279	–
Addition/(reversal) during the year	30	788	(34)	279
At end of year	818	788	245	279

Under the Hong Kong Employment Ordinance, an entity is required to make long service payment to its employees upon the termination of their employment or retirement when the employee fulfils certain conditions and the termination meets the required circumstances. However, where an employment is simultaneously entitled to a long service payment and to a retirement scheme payment, the amount of the long service payment may be reduced by certain benefits arising from the retirement scheme.

28. SHARE CAPITAL

	2009 HK$'000	2008 HK$'000
Authorised:		
10,000,000,000 ordinary shares of HK$0.10 each	1,000,000	1,000,000
Issued and fully paid:		
1,016,001,301 ordinary shares of HK$0.10 each	101,600	101,600

Details of the Company's option scheme and the share options issued under the scheme are included in note 29 to the financial statements.

29. SHARE OPTION SCHEME

On 25 February 2003, the Company terminated its share option scheme adopted on 3 September 1999 (the “Old Option Scheme”) and adopted a new share option scheme (the “New Option Scheme”). The options granted under the Old Option Scheme will remain in force and effect.

Pursuant to the Old Option Scheme, the exercise price of the share options was determinable by the directors, but could not be less than the higher of (i) 80% of the average of the closing price of shares on The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”) for the five trading days immediately preceding the date of offer of grant of the share options; or (ii) the nominal value of the shares of the Company.

In response to the amendments by the Hong Kong Stock Exchange in connection with Chapter 17 (Share Option Schemes) of the Listing Rules, the Company terminated the Old Option Scheme and then adopted the New Option Scheme on 25 February 2003 as follows:

The purpose of the New Option Scheme is to provide incentives and rewards to the eligible participants who contribute to the Group, and to enable the Group to recruit and retain high caliber professionals, executives and employees who are instrumental to the growth of the Group. Eligible participants of the New Option Scheme include the directors (including executive directors and non-executive directors), employees of the Group, consultants or advisers of the Group, suppliers of goods or services to the Group, customers of the Group, joint venture partner or business alliance of the Group and shareholders of the Group. The New Option Scheme, unless otherwise terminated or amended, will remain in force for a period of 10 years from 25 February 2003.

The maximum number of shares which may be allotted and issued upon exercise of all outstanding options granted and yet to be exercised under the New Option Scheme and other share option schemes adopted by the Company must not in aggregate exceed 30% of the shares in issue from time to time. The total number of shares which may be allotted and issued upon exercise of all options to be granted under the New Option Scheme and any other share option schemes of the Group must not in aggregate exceed 10% of the shares of the Company in issue as at the date of adopting the New Option Scheme, but the Company may seek approval of its shareholders in general meeting to refresh the 10% limit under the New Option Scheme. As at 30 September 2009, the Company had outstanding 8,550,000 share options which were all granted under the Old Option Scheme and the total number of shares issuable for options was 8,550,000. It represented approximately 0.8% of the Company’s shares in issue as at that date.

The total number of shares issued and to be issued upon exercise of the share options granted under the New Option Scheme and other share option scheme of the Group (including both exercised and outstanding options) to each participant in any 12-month period up to the date of grant must not exceed 1% of the shares in issue at the date of grant. Any further grant of share options in excess of this limit is subject to shareholders’ approval in general meeting of the Company.

Share options granted under the New Option Scheme to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval of the independent non-executive directors of the Company (excluding any independent non-executive director who is also the grantee of the options). 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 closing price of the Company’s shares at the date of each grant) in excess of HK$5 million, within any 12-month period up to and including the date of such grant, are subject to shareholders’ approval in general meeting of the Company.

A share option may be accepted by a participant within 21 days from the date of the offer for grant of the option. The exercise period of the share options granted is determinable by the directors in accordance with the terms of the New Option Scheme, and commences from the date of acceptance of the offer of grant of the share options and ends on a date which is not later than 10 years from the date of grant of the share options.

29. SHARE OPTION SCHEME *(Continued)*

The exercise price of the share options is determinable by the directors of the Company, but must not be less than the higher of (i) the closing price of the Company's shares as stated in the Hong Kong Stock Exchange's daily quotations sheet on the date of the offer for grant, which must be a business day; (ii) the average closing price of the Company's shares as stated in the Hong Kong Stock Exchange's daily quotations sheet for the five business days immediately preceding the date of the offer for grant, which must be a business day; and (iii) the nominal consideration of HK$1.

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

The following share options were outstanding under the share option schemes of the Company during the year:

Name or category of participant	Number of share options at the beginning and end of year	Date of grant of share options*	Exercise period of share options	Exercise price of share options** HK$	Price of Company's share at date of grant of options*** HK$
Directors					
Ms. Wong King Ching Helen	1,500,000	25 October 1999	25 October 1999 to 24 October 2009	1.20	1.60
Mr. Leung Chi Fai	1,050,000	25 October 1999	25 October 1999 to 24 October 2009	1.20	1.60
	2,550,000				
Other employees in aggregate	6,000,000	25 October 1999	25 October 1999 to 24 October 2009	1.20	1.60
	8,550,000				

* The vesting period of the share options is from the date of grant until the commencement of the exercise period.

** The exercise price of the share options is subject to adjustment in the case of rights or bonus issues, or other similar changes in the Company's share capital.

*** The price of the Company's shares disclosed as at the date of grant of the share options is the Hong Kong Stock Exchange closing price on the trading day immediately prior to the date of the grant of the options.

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29. SHARE OPTION SCHEME *(Continued)*

At the balance sheet date, the Company had 8,550,000 share options outstanding under the share option schemes of the Company. The exercise in full of the share options would, under the present capital structure of the Company, result in the issue of 8,550,000 additional ordinary shares of the Company and additional share capital of HK$855,000 and share premium of HK$9,405,000 (before issue expenses).

30. RESERVES

Group

	Share premium account HK$'000	Contributed surplus HK$'000	Capital redemption reserve HK$'000	Revaluation reserve HK$'000	Exchange fluctuation reserve HK$'000	Reserve fund HK$'000	Fair value reserves HK$'000	Retained profits HK$'000	Proposed final dividends HK$'000	Total HK$'000
At 1 October 2007	177,325	56,471	509	44,181	88,008	12,928	–	504,639	10,160	894,221
Exchange realignment on translation of the financial statements of foreign subsidiaries	–	–	–	–	88,449	–	–	–	–	88,449
Transfer from retained profits	–	–	–	(1,485)	–	–	–	1,485	–	–
Surplus on revaluation of property, plant and equipment	–	–	–	12,145	–	–	–	–	–	12,145
Deferred tax	–	–	–	(2,352)	–	–	–	–	–	(2,352)
Loss for the year	–	–	–	–	–	–	–	(95,162)	–	(95,162)
Final 2007 dividends paid	–	–	–	–	–	–	–	–	(10,160)	(10,160)
Proposed final 2008 dividends	–	–	–	–	–	–	–	(5,080)	5,080	–
At 30 September 2008	177,325	56,471	509	52,489	176,457	12,928	–	405,882	5,080	887,141
At 1 October 2008	177,325	56,471	509	52,489	176,457	12,928	–	405,882	5,080	887,141
Transfer from retained profits	–	–	–	(77)	–	–	–	77	–	–
Deficit on revaluation of property, plant and equipment	–	–	–	(7,087)	–	–	–	–	–	(7,087)
Change in fair value of available-for-sale investments	–	–	–	–	–	–	1,803	–	–	1,803
Deferred tax	–	–	–	(151)	–	–	–	–	–	(151)
Loss for the year	–	–	–	–	–	–	–	(172,569)	–	(172,569)
Final 2008 dividends paid	–	–	–	–	–	–	–	–	(5,080)	(5,080)
At 30 September 2009	**177,325**	**56,471**	**509**	**45,174**	**176,457**	**12,928**	**1,803**	**233,390**	**–**	**704,057**

30. RESERVES *(Continued)*

Company

	Share premium account HK$'000	Contributed surplus* HK$'000	Capital redemption reserve HK$'000	Retained profits HK$'000	Proposed final dividends HK$'000	Fair value reserve HK$'000	Total HK$'000
At 1 October 2007	177,325	118,377	509	152,349	10,160	–	458,720
Loss for the year	–	–	–	(26,775)	–	–	(26,775)
Final 2007 dividends paid	–	–	–	–	(10,160)	–	(10,160)
Proposed final 2008 dividends	–	–	–	(5,080)	5,080	–	–
At 30 September 2008 and at 1 October 2008	177,325	118,377	509	120,494	5,080	–	421,785
Loss for the year	–	–	–	(8,523)	–	–	(8,523)
Change in fair value of available-for-sale investments	–	–	–	–	–	1,803	1,803
Final 2008 dividends paid	–	–	–	–	(5,080)	–	(5,080)
At 30 September 2009	**177,325**	**118,377**	**509**	**111,971**	**–**	**1,803**	**409,985**

* The contributed surplus of the Group represents the difference between the aggregate of the nominal value of the share capital of the subsidiaries acquired at the date of acquisition, over the nominal value of the share capital of the Company issued in exchange therefor and issued on incorporation.

The contributed surplus of the Company at the date of acquisition represents the excess of the combined net assets of the subsidiaries acquired at the date of the acquisition over the aggregate of the nominal value of the Company's shares issued in exchange therefor.

Under the Bermuda Companies Act 1981, the Company may make distributions to its members out of the contributed surplus under certain circumstances.

31. OPERATING LEASE ARRANGEMENTS

(a) As lessor

The Group leases its investment property located in PRC under operating lease arrangements, with the leases negotiated for terms ranging from one to five years.

At 30 September 2009, the Group had the total minimum lease receivables under non-cancellable operating leases with its tenants falling due as follows:

	Group	
	2009 HK$'000	2008 HK$'000
Within one year	2,096	2,118
In the second to fifth year, inclusive	2,567	4,655
	4,663	6,773

(b) As lessee

The Group leases certain of its leasehold land and buildings under operating lease arrangements. Leases for leasehold land and buildings are negotiated for terms of two years.

At 30 September 2009, the Group had total future minimum lease payments under non-cancellable operating leases falling due as follows:

	Group	
	2009 HK$'000	2008 HK$'000
Within one year	791	268
In the second to fifth year, inclusive	308	-
	1,099	268

32. COMMITMENTS

In addition to the operating lease commitments detailed in note 31(b) above, the Group had the following capital commitments at the balance sheet date:

	Group	
	2009 HK$'000	2008 HK$'000
Contracted, but not provided for:		
Acquisition of property, plant and equipment	98,285	77,196

The Company did not have any other significant commitment as at the balance sheet date (2008: HK$Nil).

33. CONTINGENT LIABILITIES

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

	Company	
	2009 HK$'000	2008 HK$'000
Guarantees executed by the Company in favour of banks for general banking facilities granted to subsidiaries	58,000	172,000

As at the balance sheet date, the banking facilities granted to subsidiaries subject to guarantees given to the banks by the Company were utilised to the extent of approximately HK$27,591,000 (2008: HK$43,311,000).

The Group did not have any other significant contingent liabilities as at the balance sheet date (2008: HK$Nil).

34. EVENT AFTER BALANCE SHEET DATE

In November 2009, the Company granted 90,600,000 share options to certain directors and employees of the Group. Under the New Option Scheme of the Company adopted on 25 February 2003, each share option shall entitle the holder of the share option to subscribe for one ordinary share in the capital of the Company at an exercise price of HK$0.19 per share.

In December 2009, the board of directors of the Company passed a resolution to approve the Company to undertake a voluntary delisting of the shares of the Company from the Official List of The Singapore Exchange Securities Trading Limited.

35. NOTE TO THE CONSOLIDATED CASH FLOW STATEMENT

Major non-cash transaction

During the year, the Group acquired certain property, plant and equipment, of which deposits of HK$2,146,000 (2008: HK$1,058,000) for acquisition of property, plant and equipment were paid in prior years.

36. RELATED PARTY TRANSACTIONS

(a) Details of the Group's balance with its jointly-controlled entity as at the balance sheet date is disclosed in note 16 to the financial statements.

(b) The directors are the key management personnel of the Group. Details of their remunerations are disclosed in note 7 to the financial statements.

(c) In addition to the transactions and balances detailed elsewhere in these financial statements, in last year the Group sold finished goods of approximately HK$7,413,000 to a company of which the spouse of Ms. Wong Choi Kam, a director of the Company, is a director and controlling shareholder.

Ms. Wong Choi Kam resigned as director of the Company on 27 May 2008.

37. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year.

The capital structure of the Group consists of debts (which include borrowings), cash and cash equivalents and equity attributable to equity holders of the Company, comprising issued share capital, reserves and retained profits.

The Group monitors capital using a gearing ratio. The Group's policy is to keep the gearing ratio at a reasonable level. The Group's gearing ratio at 30 September 2009 and 2008 was as follows:

	Group	
	2009	2008
	HK$'000	HK$'000
Total liabilities (Note i)	**297,352**	503,467
Equity (Note ii)	**805,657**	988,741
Debt to equity ratio	**36.9%**	50.9%

(i) Total liabilities comprise the current liabilities and non-current liabilities.

(ii) Equity include all capital and reserves of the Group.

38. RISK MANAGEMENT OBJECTIVES AND POLICIES

Categories of financial instruments:

	2009 HK$'000	2008 HK$'000
Financial assets		
Fair value through profit or loss		
– Designated as at FVTPL	556	7,610
Available-for-sale investments	7,337	–
Loans and receivables (including cash and cash equivalents)	313,356	500,861
Financial liabilities		
Amortised cost	250,842	458,150

The Group is exposed for a variety of risk (including foreign currency risk, interest rate risk and other price risk), credit risk and liquidity risk, which result from both its operating and investing activities.

(a) Foreign currency risk management

No foreign currency risk has been identified for the financial assets and financial liabilities denominated in RMB, which is the functional currencies of the subsidiaries in Mainland China to which these transactions relate. As US$ is pegged to HK$, the Group does not expect any significant movement in the US$/HK$ exchange rates. The exchange rate risk of the Group is not significant.

(b) Interest rate risk management

The Group's fair value interest rate risk relates primarily to fixed-rate borrowings from financial institutions (see note 25 for details of these borrowings).

The Group's cash flow interest rate risk relates primarily to variable-rate borrowings (see note 25 for details of these borrowings).

The Group's exposures to interest rates on financial assets and financial liabilities are detailed in the liquidity risk management section of this note. The Group's cash flow interest rate risk is mainly concentrated on the fluctuation of HIBOR arising from the Group's Hong Kong dollar denominated borrowings.

Sensitivity analysis

The sensitivity analyses below have been determined based on the exposure to interest rates for both derivatives and non-derivative instruments at the balance sheet date. For variable-rate borrowings, the analysis is prepared assuming the amount of liability outstanding at the balance sheet date was outstanding for the whole year. A 100 and 50 basis points increase or decrease in HIBOR and bank deposit rate respectively is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 100 and 50 basis points higher/lower and all other variables were held constant, the Group's loss for the year ended 30 September 2009 would decrease/increase by HK$100,000 (2008: increase/decrease by HK$250,000). This is mainly attributable to the Group's exposure to interest rates on its variable rate borrowings.

38. RISK MANAGEMENT OBJECTIVES AND POLICIES *(Continued)*

(c) Other price risks

The Group is exposed to other price risk arising from financial derivative instruments classified as financial assets designated at fair value through profit or loss and equity investments classified as available-for-sale investments.

Management's best estimate of the effect on the Group's loss after tax and other components of equity due to a reasonably possible change in the relevant underlying stock price, with all other variables held constant, at the balance sheet date is as follows (in practice, the actual trading results may differ from the sensitivity analysis below and the difference could be material):

	2009		2008	
	Decrease/ (increase) on loss after tax HK$'000	Increase/ (decrease) in fair value reserve HK$'000	Decrease/ (increase) on loss after tax HK$'000	Increase/ (decrease) in fair value reserve HK$'000
Underlying stock price				
+5%	28	367	381	–
-5%	(28)	(367)	(381)	–

(d) Credit risk

As at 30 September 2009, the Group's maximum exposure to credit risk which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties and financial guarantees provided by the Group is arising from:

– the carrying amount of the respective recognised financial assets as stated in the consolidated balance sheet; and

– the amount of contingent liabilities in relation to the financial guarantees provided by the Group as disclosed in note 33.

In order to minimise the credit risk, the management of the Group has to determine the credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Group reviews the recoverable amount of each individual trade debt and debt investments at each balance sheet date to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the directors of the Company consider that the Group's credit risk is significantly reduced.

The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings.

Other than concentration of credit risk on liquid funds which are deposited with several banks with high credit ratings, the Group does not have any other significant concentration of credit risk. Trade receivables consist of a large number of customers, spread across diverse geographical areas.

Further quantitative disclosures in respect of the Group's exposure to credit risk arising from trade receivables are set out in note 20.

38. RISK MANAGEMENT OBJECTIVES AND POLICIES *(Continued)*

(e) Liquidity risk management

The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The following tables detail the Group's remaining contractual maturity for its financial liabilities. For non-derivative financial liabilities, the tables reflect the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The tables include both interest and principal cash flows.

Group	2009					2008				
	Carrying Amount HK$'000	Total contractual undiscounted cash flow HK$'000	Within 1 year or on demand HK$'000	More than 1 year but less than 2 years HK$'000	More than 2 years but less than 5 years HK$'000	Carrying Amount HK$'000	Total contractual undiscounted cash flow HK$'000	Within 1 year or on demand HK$'000	More than 1 year but less than 2 years HK$'000	More than 2 years but less than 5 years HK$'000
Trade payables	121,672	(121,672)	(121,672)	–	–	145,649	(145,649)	(145,649)	–	–
Accrued liabilities and other payables	29,825	(29,825)	(29,825)	–	–	47,285	(47,285)	(47,285)	–	–
Due to a director	2,020	(2,020)	(2,020)	–	–	2,377	(2,377)	(2,377)	–	–
Due to a jointly-controlled entity	194	(194)	(194)	–	–	–	–	–	–	–
Interest-bearing bank borrowings	97,131	(99,220)	(95,734)	(3,486)	–	262,839	(269,865)	(257,801)	(5,362)	(6,702)
	250,842	(252,931)	(249,445)	(3,486)	–	458,150	(465,176)	(453,112)	(5,362)	(6,702)

Company	2009					2008				
	Carrying Amount HK$'000	Total contractual undiscounted cash flow HK$'000	Within 1 year or on demand HK$'000	More than 1 year but less than 2 years HK$'000	More than 2 years but less than 5 years HK$'000	Carrying Amount HK$'000	Total contractual undiscounted cash flow HK$'000	Within 1 year or on demand HK$'000	More than 1 year but less than 2 years HK$'000	More than 2 years but less than 5 years HK$'000
Accrued liabilities and other payables	709	(709)	(709)	–	–	709	(709)	(709)	–	–
Due to a subsidiary	2	(2)	(2)	–	–	2	(2)	(2)	–	–
	711	(711)	(711)	–	–	711	(711)	(711)	–	–

38. RISK MANAGEMENT OBJECTIVES AND POLICIES *(Continued)*

(f) Fair value of financial instruments

The fair value of financial assets and financial liabilities are determined as follows:

- the fair value of financial assets and financial liabilities (including derivative instruments and available-for-sale investments) with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market bid prices and ask prices respectively.

The directors consider that the carrying amounts of financial assets and financial liabilities recorded in the consolidated financial statements approximate their fair values.

39. COMPARATIVE FIGURES

Certain comparative amounts have been reclassified to conform with current year's presentation.

40. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 25 January 2010.