

Interim Report

2012 中期報告

恒
Perennial
都

PERENNIAL INTERNATIONAL LIMITED
恒都集團有限公司

(Stock code 股份代號: 725)

Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表

INTERIM RESULTS

The Board of Directors (the “Directors”) of Perennial International Limited (the “Company”) is pleased to present the interim report and the unaudited condensed consolidated financial statements of the Company and its subsidiaries (collectively the “Group”) for the six months ended 30th June 2012 together with comparative figures as follows:

中期業績

恒都集團有限公司(「本公司」)之董事會(「董事」)欣然提呈本公司及其附屬公司(統稱「本集團」)截至二零一二年六月三十日止六個月之中期報告及未經審核簡明綜合財務報表，連同比較數字如下：

CONDENSED CONSOLIDATED INCOME STATEMENT (UNAUDITED)

簡明綜合損益表(未經審核)

for the six months ended 30th June 2012

截至二零一二年六月三十日止六個月

		Six months ended 30th June		
		截至六月三十日止六個月		
		2012	2011	
		HK\$'000	HK\$'000	
		千港元	千港元	
Revenue	收益	4	217,001	243,398
Cost of sales	銷售成本		(180,943)	(203,218)
Gross profit	毛利		36,058	40,180
Other income	其他收益	5	2,585	1,377
Distribution expenses	分銷開支		(3,760)	(4,699)
Administrative expenses	行政開支		(24,120)	(24,279)
Other net operating expenses	其他經營淨開支		(1,028)	(1,106)
Operating profit	經營溢利	6	9,735	11,473
Finance costs	財務費用	8	(1,286)	(641)
Profit before taxation	除稅前溢利		8,449	10,832
Taxation	稅項	9	(1,853)	(2,418)
Profit for the period	本期溢利		6,596	8,414
Basic and diluted earnings per share (cents)	每股基本及攤薄盈利(仙)	11	3.3	4.2

Details of interim dividend payable to shareholders of the Company are set out in note 10.

本公司向股東派發中期股息之詳情載於附註10。

Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

簡明綜合全面收益表(未經審核)

for the six months ended 30th June 2012

截至二零一二年六月三十日止六個月

		Six months ended 30th June	
		截至六月三十日止六個月	
		2012	2011
		HK\$'000	HK\$'000
		千港元	千港元
Profit for the period	本期溢利	6,596	8,414
Other comprehensive loss:	其他全面開支：		
Exchange difference arising from translation of financial statements of subsidiaries	附屬公司財務報表之 兌換之匯率差異	(55)	(92)
Other comprehensive loss for the period, net of tax	期內其他全面開支， 扣除稅項	(55)	(92)
Total comprehensive income attributable to shareholders of the Company	本公司股東應佔 總全面收益	6,541	8,322

Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED)

簡明綜合財務狀況表 (未經審核)

as at 30th June 2012

於二零一二年六月三十日

		30th June 六月三十日	31st December 十二月三十一日
		2012	2011
	Note 附註	HK\$'000 千港元	HK\$'000 千港元
ASSETS			
Non-current assets	資產		
	非流動資產		
Land use rights	土地使用權	14	13,353
Property, plant and equipment	物業、廠房及設備	12	236,153
Investment property	投資物業	13	13,800
Non-current deposits	非流動訂金	186	2,624
Deferred tax assets	遞延稅項資產	3,429	3,214
		265,241	269,144
Current assets	流動資產		
	流動資產		
Inventories	存貨	15	80,540
Trade receivables	應收貿易賬款	16	102,177
Other receivables, deposits and prepayments	其他應收賬款、 訂金及預付款項	7,169	8,160
Taxation recoverable	可收回稅項	1,380	2,712
Cash and cash equivalents	現金及現金等價物	96,051	108,142
		306,573	301,731
		571,814	570,875
Total assets	總資產	571,814	570,875
EQUITY	權益		
	權益		
Share capital	股本	17	19,896
Other reserves	其他儲備	18	139,003
Retained earnings	保留盈利		
Others	其他	224,754	220,148
Proposed dividend	擬派股息	1,990	3,980
		385,588	383,027
Total equity	總權益	385,588	383,027

Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED) (CONTINUED)

簡明綜合財務狀況表(未經審核)(續)

as at 30th June 2012

於二零一二年六月三十日

			30th June 六月三十日 2012 HK\$'000 千港元	31st December 十二月三十一日 2011 HK\$'000 千港元
LIABILITIES	負債			
Non-current liabilities	非流動負債			
Deferred tax liabilities	遞延稅項負債		21,853	21,769
			21,853	21,769
Current liabilities	流動負債			
Trade payables	應付貿易款項	19	28,426	29,621
Other payables and accruals	其他應付款項 及應計開支	19	22,374	19,983
Derivative financial instruments	衍生金融工具	20	896	794
Trust receipt loans	信託收據貸款	21	56,677	59,681
Short-term bank loans	短期銀行貸款	21	56,000	56,000
			164,373	166,079
Total liabilities	總負債		186,226	187,848
Total equity and liabilities	總權益及總負債		571,814	570,875
Net current assets	流動資產淨值		142,200	135,652
Total assets less current liabilities	總資產減流動負債		407,441	404,796

Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

簡明綜合權益變動表 (未經審核)

for the six months ended 30th June 2012

截至二零一二年六月三十日止六個月

		Share capital 股份 HK\$'000 千港元	Other reserves 其他儲備 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總額 HK\$'000 千港元
At 1st January 2012	於二零一二年一月一日	19,896	139,003	224,128	383,027
Profit for the period	本期溢利	-	-	6,596	6,596
Exchange difference arising from translation of financial statements of subsidiaries	附屬公司財務報表之兌換之匯率差異	-	(55)	-	(55)
Final dividend paid for 2011	二零一一年已派發之末期股息	-	-	(3,980)	(3,980)
		19,896	138,948	226,744	385,588
At 30th June 2012	於二零一二年六月三十日				
Represented by:	相當於:				
Interim dividend for 2012	二零一二年派發之中期股息			1,990	
Others	其他			224,754	
Retained earnings as at 30th June 2012	截至二零一二年六月三十日止之保留盈利			226,744	
		Share capital 股份 HK\$'000 千港元	Other reserves 其他儲備 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總額 HK\$'000 千港元
At 1st January 2011	於二零一一年一月一日	19,896	121,293	220,827	362,016
Profit for the period	本期溢利	-	-	8,414	8,414
Exchange difference arising from translation of financial statements of subsidiaries	附屬公司財務報表之兌換之匯率差異	-	(92)	-	(92)
Final dividend paid for 2010	二零一零年已派發之末期股息	-	-	(9,950)	(9,950)
		19,896	121,201	219,291	360,388
At 30th June 2011	於二零一一年六月三十日				
Represented by:	相當於:				
Interim dividend for 2011	二零一一年派發之中期股息			1,990	
Others	其他			217,301	
Retained earnings as at 30th June 2011	截至二零一一年六月三十日止之保留盈利			219,291	

Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

簡明綜合現金流量表 (未經審核)

for the six months ended 30th June 2012

截至二零一二年六月三十日止六個月

Six months ended 30th June

截至六月三十日止六個月

2012 2011

HK\$'000 HK\$'000

千港元 千港元

Cash flows from operating activities	營運活動的現金流量		
Net cash used in operations	營運所用的淨現金	(2,073)	(13,224)
Hong Kong profits and overseas tax paid	支付香港及海外利得稅	(653)	(2,090)
Interest received	收取利息	355	105
Net cash used in from operating activities	營運活動之現金流出淨額	(2,371)	(15,209)
Cash flows from investing activities	投資活動的現金流量		
Purchases of property, plant and equipment	購買物業、廠房及設備	(3,847)	(2,050)
Deposit paid for additions of machinery	支付新增機器之訂金	2,438	526
Sale of property, plant and equipment	出售物業、廠房及設備	15	30
Net cash used in investing activities	投資活動所用淨現金	(1,394)	(1,494)
Cash flows from financing activities	融資活動的現金流量		
(Decrease)/increase in trust receipt loans	(減少)/新增信託收據貸款	(3,004)	29,647
Increase in short-term bank loans	新增短期銀行貸款	-	16,000
Repayment of capital element of finance lease contracts	償還租購合約資本部份	-	(1,110)
Interest of finance lease contracts	租購合約利息	-	(40)
Bank loan interest	銀行貸款利息	(1,286)	(601)
Dividend paid to the Company's shareholders	向本公司股東支付股息	(3,980)	(9,950)
Net cash (used in)/generated from financing activities	融資活動(所用)/產生淨現金	(8,270)	33,946
Net (decrease)/increase in cash and cash equivalents	現金及現金等價物之淨(減少)/增加	(12,035)	17,243
Cash and cash equivalents at the beginning of the period	期初現金及現金等價物	108,142	32,610
Exchange difference on cash and cash equivalents	現金及現金等價物 匯兌收益	(56)	(89)
Cash and cash equivalents at the end of the period	期終現金及現金等價物	96,051	49,764

1 GENERAL INFORMATION

The Perennial Group, founded in 1989, manufactures and trades quality power cords, power cord sets, cables and wire, wire harnesses and plastic resins. The Group's primary markets are America, Europe, Australia, Mainland China, Japan and Southeast Asia where it sells to prominent multi-national producers of electrical and electronic products.

These unaudited condensed consolidated interim financial statements are presented in thousands of Hong Kong dollars ("HK\$000") unless otherwise stated.

2 BASIS OF PREPARATION

The unaudited condensed consolidated financial statements for the six months ended 30th June 2012 are prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants.

These unaudited condensed consolidated financial statements should be read in conjunction with the annual financial statements for the year ended 31st December 2011, which have been prepared in accordance with Hong Kong Financial Reporting Standards.

1 一般資料

恒都集團於一九八九年成立，專門製造及營銷優質的電源線、電源線組合、導線、組合線束及塑膠皮料。本集團主要的外銷市場是美洲、歐洲、澳洲、中國、日本及東南亞客戶對象為著名的跨國電器及電子產品生產商。

除另外說明外，此等未經審核簡明綜合財務報表以千港元呈列。

2 編製基準

截至二零一二年六月三十日止六個月之未經審核簡明綜合財務報表乃按照香港會計師公會頒佈之準則（「會計準則」）第34號「中期財務報告」而編制。

本未經審核簡明財務報表應與截至二零一一年十二月三十一日年度止之全年財務報表一併參閱，並按照香港財務準則編製。

3 ACCOUNTING POLICIES

The accounting policies and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the consolidated financial statements for the year ended 31st December 2011, except as mentioned below.

The Group has adopted new and amended standards and interpretations of Hong Kong Financial Reporting Standards that are effective for accounting periods beginning on or after 1st January 2012.

For the year ended 31st December 2011, the Group has early adopted the amendment of HKAS 12 'Income taxes – Deferred tax: recovery of underlying assets', which is originally effective for accounting periods beginning on or after 1st January 2012. The relevant impacts have already been disclosed in 31st December 2011 financial result.

Except for the changes from HKAS 12, the adoption of such new and amended standards and interpretations does not have material impact on these condensed consolidated interim financial statements and does not result in substantial changes to the Group's accounting policies.

3 會計政策

在編製本簡明綜合財務報表，除以下提述外，所採納的會計政策及計算方法與截至二零一一年十二月三十一日年度止之綜合財務報表一致。

本集團已採用於二零一二年一月一日會計年度起生效的香港財務準則的新及經修改的準則及詮釋。

於二零一一年十二月三十一日止年度，本集團已提早採納香港會計準則第12號「所得稅-遞延稅項：相關資產的收回」的修訂，這修訂原定於二零一二年在一月一日或之後開始的會計期間生效。相關影響已披露在二零一一年十二月三十一日止的財務業績。

除香港會計準則12的改變外，此等新及經修改的準則及詮釋的採用對綜合中期財務報表並無任何重大影響及不會對本集團會計政策有重大改變。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

4 REVENUE AND SEGMENT INFORMATION

Revenue recognised during the period is as follows:

Sale of goods	銷貨
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The Chief Executive Officer (the chief operation decision maker) has reviewed the Group's internal reporting and determines that there are five reportable segments, based on location of customers under cable and wire products business, including Hong Kong, the Mainland China, Other Asian Countries, America and Europe. These segments are managed separately as each segment is subject to risks and returns that are different from the others.

4 收益及分部資料

期內列賬之收益如下：

Six months ended 30th June 截至六月三十日止六個月	
2012 HK\$'000 千港元	2011 HK\$'000 千港元
217,001	243,398

行政總裁(首席營運決策者)已閱覽本集團內部報告及確定在電線及導線產品業務下根據客戶所在地有五個分部，包括香港、中國大陸、其他亞洲國家、美洲及歐洲。每個分部是分開處理因其風險和回報是有別於其他分部。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

4 REVENUE AND SEGMENT INFORMATION (CONTINUED)

The segment information for the reportable segments for the six months period ended 30th June 2012 and 2011 are as follow:

4 收益及分部資料(續)

截至二零一二及二零一一年六月三十日止六個月報告分部的分部資料如下：

		Six months ended 30th June 2012 截至二零一二年六月三十日止六個月					
		Total					
	Revenue (external sales) 收益 (外部銷售) HK\$'000 千港元	Segment results 分部業績 HK\$'000 千港元	segment assets 總分部 資產 HK\$'000 千港元	Capital expenditure 資本性 開支 HK\$'000 千港元	Depreciation 折舊 HK\$'000 千港元	Amortisation 攤銷 HK\$'000 千港元	
Hong Kong	香港	97,943	5,228	246,516	12	1,806	-
Mainland China	中國大陸	32,676	1,770	238,108	3,835	3,512	189
Other Asian Countries	其他亞洲國家	15,794	1,007	9,954	-	-	-
America	美洲	70,245	3,519	59,783	-	-	-
Europe	歐洲	343	22	224	-	-	-
Reportable segment	報告分部	<u>217,001</u>	<u>11,546</u>	<u>554,585</u>	<u>3,847</u>	<u>5,318</u>	<u>189</u>
Unallocated costs, net of income	未分配費用， 扣除收入		<u>(1,811)</u>				
Operating profit	經營溢利		<u>9,735</u>				

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
 未經審核簡明綜合中期財務報表附註

4 REVENUE AND SEGMENT
 INFORMATION (CONTINUED)

4 收益及分部資料(續)

		Six months ended 30th June 2011 截至二零一一年六月三十日止六個月					
		Total					
		Revenue (external sales) 收益 (外部銷售) HK\$'000 千港元	Segment results 分部業績 HK\$'000 千港元	segment assets 總分部 資產 HK\$'000 千港元	Capital expenditure 資本性 開支 HK\$'000 千港元	Depreciation 折舊 HK\$'000 千港元	Amortisation 攤銷 HK\$'000 千港元
Hong Kong	香港	113,379	6,428	202,493	6	1,747	-
Mainland China	中國大陸	39,530	2,100	245,458	2,044	3,648	184
Other Asian Countries	其他亞洲國家	18,153	1,206	10,299	-	-	-
America	美洲	71,997	3,706	61,638	-	-	-
Europe	歐洲	339	22	144	-	-	-
Reportable segment	報告分部	243,398	13,462	520,032	2,050	5,395	184
Unallocated costs, net of income	未分配費用， 扣除收入		(1,989)				
Operating profit	經營溢利		11,473				

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

4 REVENUE AND SEGMENT INFORMATION (CONTINUED)

A reconciliation of total segment assets to the Group's total assets

Total segment assets	總分部資產
Investment property	投資物業
Deferred tax assets	遞延稅項資產
Total assets	總資產

There are no sales between the reportable segments.

Unallocated costs, net of income, mainly represent corporate expenses and income from investment property.

Revenue of approximately HK\$40,093,000 (30th June 2011: HK\$39,753,000) was derived from a single customer.

5 OTHER INCOME

Scrap sales	廢料收入
Interest income	利息收入

4 收益及分部資料(續)

總分部資產與集團總資產的對賬。

As at 30th June	
於六月三十日	
2012	2011
HK\$'000	HK\$'000
千港元	千港元
554,585	520,032
13,800	11,000
3,429	2,251
571,814	533,283

報告分部之間並無任何銷售。

未分配費用，扣除收入主要是公司支出及投資物業收入。

收益約40,093,000港元(二零一一年六月三十日：39,753,000港元)是來自單一個客戶。

5 其他收益

Six months ended	
30th June	
截至六月三十日止六個月	
2012	2011
HK\$'000	HK\$'000
千港元	千港元
2,230	1,272
355	105
2,585	1,377

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表附註

6 OPERATING PROFIT

Expenses included in cost of sales, distribution expenses, administrative expenses and other operating (income)/ expenses, net are analysed as follows:

6. 經營溢利

開支包括銷售成本，分銷開支，行政開支及其他經營淨(收益)/開支之分析如下：

		Six months ended 30th June 截至六月三十日止六個月	
		2012 HK\$'000 千港元	2011 HK\$'000 千港元
Amortisation and depreciation:	攤銷及折舊：		
Amortisation of land use rights	土地使用權攤銷	189	184
Depreciation of owned property, plant and equipment	自置物業、廠房及設備折舊	5,318	4,922
Depreciation of property, plant and equipment held under finance lease contracts	根據租購合約持有之物業、廠房及設備折舊	-	473
Auditor's remuneration	核數師酬金	941	744
Cost of inventories sold	出售存貨成本	133,835	160,389
Net exchange loss	外匯淨虧損	84	555
Operating lease rentals in respect of land and buildings	土地及樓宇之經營租約租金	180	179
Outgoing expenses in respect of investment property	投資物業支銷	54	48
Net loss on derivative financial instruments	衍生金融工具淨虧損	102	-
Loss of disposal of property, plant and equipment	出售物業、廠房及設備虧損	5	65
Write-off of trade receivables (Written-back of provision)/ provision for slow-moving inventories	貿易應收款撇銷 慢用存貨(回撥)/撥備	173	-
Provision for returns and doubtful debts	退貨及呆賬撥備	(235)	104
Staff costs (including directors' emoluments) (Note 7)	員工成本(包括董事酬金)(附註7)	762	86
		43,493	40,515

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表附註

7 STAFF COSTS (INCLUDING
DIRECTORS' EMOLUMENTS)

7 員工成本(包括董事酬金)

		Six months ended 30th June 截至六月三十日止六個月	
		2012 HK\$'000 千港元	2011 HK\$'000 千港元
Wages and salaries	薪酬工資	41,501	38,787
Social security costs	社會保障成本	1,780	1,496
Pension costs – contribution to MPF scheme	退休金成本 – 向強積金 計劃作出之供款	210	223
Others	其他	2	9
		43,493	40,515

Included in the staff costs are remuneration paid to the directors as set out below:

員工成本包括支付予董事之酬金，賬列如下：

(a) Directors' emoluments

(a) 董事酬金

		Six months ended 30th June 截至六月三十日止六個月	
		2012 HK\$'000 千港元	2011 HK\$'000 千港元
Basic salaries, housing allowances, other allowances and benefits in kind	基本酬金， 房屋津貼， 其他津貼及 實物利益	5,104	5,115
Discretionary bonuses	酌情花紅	97	566
Pension costs – contributions to MPF scheme	退休金成本 – 向強積金計劃 作出之供款	38	36
		5,239	5,717

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
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8 FINANCE COSTS

8 財務費用

		Six months ended 30th June 截至六月三十日止六個月	
		2012 HK\$'000 千港元	2011 HK\$'000 千港元
Interest on bank loans	銀行貸款利息		
Wholly repayable within five years	須於五年內 全數償還	1,286	601
Interest of finance lease contracts	租購合約中 之利息	-	40
		1,286	641

9 TAXATION

9 稅項

Hong Kong profits tax has been provided at the rate of 16.5% (2011: 16.5%) on the estimated assessable profit for the period.

香港利得稅乃根據期內之估計應課稅溢利按16.5% (二零一一年: 16.5%)之稅率撥備。

Taxation on overseas profits has been calculated on the estimated assessable profit for the period at the rates of taxation prevailing in the countries in which the Group operates.

海外溢利稅項為本集團附屬公司期內之估計應課稅溢利按其業務所在國家之現行稅率計算。

		Six months ended 30th June 截至六月三十日止六個月	
		2012 HK\$'000 千港元	2011 HK\$'000 千港元
Hong Kong profits tax	香港利得稅	1,300	800
Overseas taxation	海外稅項	764	1,648
Over-provision in prior years	年前超額撥備	(79)	-
Deferred taxation	遞延稅項	(132)	(30)
		1,853	2,418

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

10 DIVIDEND

10 股息

		Six months ended 30th June	
		截至六月三十日止六個月	
		2012	2011
		HK\$'000	HK\$'000
		千港元	千港元
Interim, proposed, of HK\$0.01 (2011: HK\$0.01) per ordinary share	每股普通股 0.01 港元之 建議派發中期股息 (二零一一年：0.01 港元)	1,990	1,990

At a meeting held on 15th August 2012, the directors declared an interim dividend of HK\$ 0.01 per ordinary share for the six months ended 30th June 2012. This proposed dividend is not reflected as a dividend payable in these unaudited condensed consolidated financial statements, but will be reflected as an appropriation of retained earnings for the year ending 31st December 2012.

於二零一二年八月十五日舉行之會議上，董事擬派截至二零一二年六月三十日止六個月之中期股息每股0.01港元。此項擬派股息並無於本未經審核簡明綜合財務報表中列作應付股息，惟將於截至二零一二年十二月三十一日止年度賬目中列作保留盈利分派。

11 EARNINGS PER SHARE

11 每股盈利

The calculation of basic earnings per share is based on the Group's unaudited profit for the six months ended 30th June 2012 of HK\$6,596,000 (Six months ended 30th June 2011: HK\$8,414,000) divided by the number of 198,958,000 (30th June 2011: 198,958,000) ordinary shares in issue during the period.

每股基本盈利乃根據截至二零一二年六月三十日止六個月之集團未經審核溢利 6,596,000 港元 (截至二零一一年六月三十日止六個月：8,414,000 港元) 除以按期內已發行普通股 198,958,000 股 (二零一一年六月三十日：198,958,000 股) 計算。

At 30th June 2012 and 30th June 2011, diluted earnings per share is the same as basic earnings per share due to the absence of dilutive potential ordinary shares as at the end of the reporting period.

於二零一二年六月三十日及二零一一年六月三十日，因沒有具攤薄普通股於報告期結束日，故每股攤薄溢利與其基本每股盈利相同。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表附註

12 PROPERTY, PLANT AND EQUIPMENT 12 物業、廠房及設備

		Land and buildings		Lease- hold improve- ments	Plant and machin- ery	Furniture and fixtures and equipment	Office equip- ment	Motor vehicles	Pleasure boat	Total
		土地及樓宇								
		Inside	Outside							
		HK	HK							
本地	海外	裝修	廠房及機器	傢俬及裝置	辦公室設備	汽車	遊艇	總額		
		HKS' 000	HKS' 000	HKS' 000	HKS' 000	HKS' 000	HKS' 000	HKS' 000	HKS' 000	HKS' 000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Net book value at 1st January 2012	於二零一二年一月一日之賬面淨值	107,100	90,365	4,555	17,193	1,173	5,171	1,866	8,730	236,153
Additions	添置	-	-	3,040	535	1	271	-	-	3,847
Disposals	出售	-	-	-	(15)	-	(5)	-	-	(20)
Depreciation	折舊	(1,174)	(1,124)	(193)	(1,688)	(77)	(456)	(178)	(428)	(5,318)
Net book value at 30th June 2012	於二零一二年六月三十日賬面淨值	105,926	89,241	7,402	16,025	1,097	4,981	1,688	8,302	234,662
At 30th June 2012	於二零一二年六月三十日									
At cost	成本	-	-	11,802	91,403	6,208	13,357	5,335	14,667	142,772
At valuation	估值	107,100	90,365	-	-	-	-	-	-	197,465
Accumulated depreciation	累積折舊	(1,174)	(1,124)	(4,400)	(75,378)	(5,111)	(8,376)	(3,647)	(6,365)	(105,575)
Net book value	賬面淨值	105,926	89,241	7,402	16,025	1,097	4,981	1,688	8,302	234,662

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

12 PROPERTY, PLANT AND EQUIPMENT 12 物業、廠房及設備(續) (CONTINUED)

		Land and buildings		Lease- hold improve- ments	Plant and machin- ery	Furniture and fixtures	Office equip- ment	Motor vehicles	Pleasure boat	Total
		Inside	Outside							
		HK	HK							
		本地	海外							
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Net book value at 1st January 2011	於二零一一年 一月一日之賬面淨值	97,500	84,276	5,169	18,685	1,395	4,888	2,410	9,652	223,975
Additions	添置	-	-	106	1,643	11	1,040	-	-	2,800
Disposals	出售	-	-	-	(72)	-	(19)	(150)	-	(241)
Depreciation	折舊	(2,137)	(2,039)	(474)	(3,557)	(152)	(904)	(426)	(922)	(10,611)
Revaluation	重估	11,737	4,285	-	-	-	-	-	-	16,022
Exchange adjustment	匯率調整	-	3,843	(246)	494	(81)	166	32	-	4,208
Net book value at 31st December 2011	於二零一一年 十二月三十一日 賬面淨值	107,100	90,365	4,555	17,193	1,173	5,171	1,866	8,730	236,153
At 31st December 2011	於二零一一年 十二月三十一日									
At cost	成本	-	-	8,762	90,883	6,207	13,091	5,335	14,667	138,945
At valuation	估值	107,100	90,365	-	-	-	-	-	-	197,465
Accumulated depreciation	累積折舊	-	-	(4,207)	(73,690)	(5,034)	(7,920)	(3,469)	(5,937)	(100,257)
Net book value	賬面淨值	107,100	90,365	4,555	17,193	1,173	5,171	1,866	8,730	236,153

Land and buildings are held on leases of 10 to 50 years.

土地及樓宇租賃期為十至五十年。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表附註

13 INVESTMENT PROPERTY

13 投資物業

		30th June 六月三十日	31st December 十二月三十一日
		2012 HK\$'000 千港元	2011 HK\$'000 千港元
At the beginning of the period/year	於期初／年初	13,800	11,000
Revaluation surplus credited to the condensed consolidated income statement	重估盈餘計入簡明綜合損益表	-	2,800
At the end of the period/year	於期末／年末	13,800	13,800

14 LAND USE RIGHTS

14 土地使用權

The Group's interests in land use rights represented prepaid operating lease payments and their net book values are analysed as follows:

本集團土地使用權權益列作預付經營租賃款項及其賬面淨值分析如下：

		30th June 六月三十日	31st December 十二月三十一日
		2012 HK\$'000 千港元	2011 HK\$'000 千港元
Outside Hong Kong held on: - Leases of between 10 to 50 years	於海外擁有： - 租賃於十至五十年之間	13,164	13,353

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表附註

15 INVENTORIES

15 存貨

		30th June 六月三十日	31st December 十二月三十一日
		2012	2011
		HK\$'000	HK\$'000
		千港元	千港元
Raw materials	原材料	32,538	29,494
Work in progress	在製品	21,937	16,665
Finished goods	製成品	40,061	36,766
		94,536	82,925
Provision for slow-moving inventories	慢用存貨撥備	(2,150)	(2,385)
		92,386	80,540

16 TRADE RECEIVABLES

16 應收貿易賬款

At 30th June 2012, the ageing analysis of trade receivables is as follows:

於二零一二年六月三十日，應收貿易賬款之賬齡分析如下：

		30th June 六月三十日	31st December 十二月三十一日
		2012	2011
		HK\$'000	HK\$'000
		千港元	千港元
Current – 3 months	即期至三個月	100,962	99,606
4 – 6 months	四個月至六個月	8,785	10,364
Over 6 months	超過六個月	8,538	143
		118,285	110,113
Provision for returns and doubtful debts	退貨及呆賬撥備	(8,698)	(7,936)
		109,587	102,177

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表附註

16 TRADE RECEIVABLES (CONTINUED)

Payment terms with customers are mainly on credit with the exception of new customers, which are on cash on delivery basis. Invoices are normally payable within 30 to 90 days of issuance. Longer payment terms might be granted to customers have long-term business relationship with the Group and did not have default in payments in the past history.

16 應收貿易賬款(續)

客戶主要以信貸方式付款，惟新客戶須於貨品付運時以現金付款。一般而言，客戶須於發票發出後三十至九十日內付款。付款記錄良好及與本集團有長期業務關係之客戶，可享受有較長之付款期。

17 SHARE CAPITAL

17 股本

		Number of shares 股份數量	HK\$' 000 千港元
Authorised:	法定股本：		
At 31st December 2011 and 30th June 2012, ordinary shares of HK\$0.10 each	於二零一一年十二月 三十一日及二零一二年 六月三十日，每股面值 0.10 港元之普通股	500,000,000	50,000
Issued and fully paid:	已發行及繳足股本：		
At 31st December 2011 and 30th June 2012, ordinary shares of HK\$0.10 each	於二零一一年十二月 三十一日及二零一二年 六月三十日，每股面值 0.10 港元之普通股	198,958,000	19,896

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

18 RESERVES

18 儲備

		Share premium	Exchange fluctuation reserve	Land and building revaluation reserve	Capital redemption reserve	Total other reserves
		股份溢價	匯率變動儲備	樓宇重估儲備	資本贖回儲備	總其他儲備
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元
At 1st January 2012	於二零一二年一月一日	15,885	23,102	99,912	104	139,003
Exchange differences arising from translation of financial statements of subsidiaries	附屬公司財務報表之兌換之匯率差異	-	(55)	-	-	(55)
At 30th June 2012	於二零一二年六月三十日	15,885	23,047	99,912	104	138,948
		Share premium	Exchange fluctuation reserve	Land and building revaluation reserve	Capital redemption reserve	Total other reserves
		股份溢價	匯率變動儲備	樓宇重估儲備	資本贖回儲備	總其他儲備
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元
At 1st January 2011	於二零一一年一月一日	15,885	18,301	87,003	104	121,293
Exchange differences arising from translation of financial statements of subsidiaries	附屬公司財務報表之兌換之匯率差異	-	(92)	-	-	(92)
At 30th June 2011	於二零一一年六月三十日	15,885	18,209	87,003	104	121,201

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表附註

19 TRADE PAYABLES, OTHER
PAYABLES AND ACCRUALS

19 應付貿易款項，其他應付款項及應計
開支

		30th June 六月三十日 2012 HK\$'000 千港元	31st December 十二月三十一日 2011 HK\$'000 千港元
Trade payables	應付貿易款項	28,426	29,621
Other payables and accruals	其他應付款項及應計開支	22,374	19,983
Total	總額	50,800	49,604

At 30th June 2012, the ageing analysis of trade payables is as follow:

於二零一二年六月三十日，應付貿易款項之賬齡分析如下：

		30th June 六月三十日 2012 HK\$'000 千港元	31st December 十二月三十一日 2011 HK\$'000 千港元
Current – 3 months	即期至三個月	26,168	24,032
4 – 6 months	四個月至六個月	1,634	5,098
Over 6 months	超過六個月	624	491
		28,426	29,621

20 DERIVATIVE FINANCIAL
INSTRUMENTS

20 衍生金融工具

		30th June 六月三十日 2012 HK\$'000 千港元	31st December 十二月三十一日 2011 HK\$'000 千港元
Forward foreign exchange contract – held for trading	遠期外匯合約 —用於買賣	896	794

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

20 DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

The Group entered into forward foreign exchange contracts with banks to sell and buy United States dollars in exchange for Renminbi at predetermined rates, settled for operating use. As at 30th June 2012, the notional amounts of the outstanding forward foreign exchange contracts are HK\$70,958,000 (31st December 2011: HK\$67,672,000).

The fair value of forward foreign exchange contracts are determined using quoted forward exchange rates at the end of the reporting period.

20 衍生金額工具(續)

集團與銀行訂立遠期外匯合約以預設兌換率賣出美元以匯兌人民幣，結算作為經營用途。於二零一二年六月三十日未償還遠期外匯合約為70,958,000港元(二零一一年十二月三十一日：67,672,000港元)。

於報告期結束日，遠期外匯合約公允值運用已報價遠期匯率所決定。

21 BORROWINGS

Current

Trust receipt loans
Short-term bank loans

流動
信託收據貸款
短期銀行貸款

Total borrowings

總貸款

Total borrowings include secured liabilities of HK\$88,943,000 (31st December 2011: HK\$97,681,000), which are secured by land and buildings and investment property of the Group.

21 貸款

	30th June 六月三十日	31st December 十二月三十一日
	2012	2011
	HK\$'000	HK\$'000
	千港元	千港元
	56,677	59,681
	56,000	56,000
	112,677	115,681
	112,677	115,681

總貸款包括有抵押負債88,943,000港元(二零一一年十二月三十一日：97,681,000港元)以本集團的土地及樓宇及投資物業作抵押。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
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21 BORROWINGS (CONTINUED)

The maturity of borrowings is as follows:

		Trust receipt loans		Short-term bank loans	
		30th	31st	30th	31st
		June	December	June	December
		三十日	三十一日	三十日	三十一日
		2012	2011	2012	2011
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Within 1 year	1年內	56,677	59,681	56,000	56,000
Between 1 and 2 years	1至2年內	-	-	-	-
Between 2 and 5 years	2至5年內	-	-	-	-
Wholly repayable within 5 years	5年內全數償還	56,677	59,681	56,000	56,000
Over 5 years	超過5年	-	-	-	-
Total borrowings	總貸款	56,677	59,681	56,000	56,000

21 貸款(續)

貸款的到期日如下：

22 FINANCIAL GUARANTEES AND PLEDGE

At 30th June 2012, the Group's banking facilities amounting to approximately HK\$268,810,000 (31st December 2011: HK\$265,810,000) were secured by the following:

- (a) legal charges over certain land and buildings and investment property of the Group with a total net book value of HK\$119,726,000 (31st December 2011: HK\$120,900,000);

22 銀行擔保及抵押

於二零一二年六月三十日，本集團約268,810,000港元(二零一一年十二月三十一日：265,810,000港元)之銀行融資以下列項目作抵押：

- (a) 本集團以賬面淨值合共119,726,000港元(二零一一年十二月三十一日：120,900,000港元)之若干土地及樓宇及投資物業所作之法定抵押；

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

22 FINANCIAL GUARANTEES AND PLEDGE (CONTINUED)

(b) a deed of guarantee executed by the Company amounting to HK\$145,000,000 (31st December 2011: HK\$145,000,000).

22 銀行擔保及抵押(續)

(b) 本公司簽署之一份擔保契據合共 145,000,000 港元(二零一一年十二月三十一日: 145,000,000 港元)

23 RELATED PARTY TRANSACTIONS

Compensation of key management personnel

23 關連人士交易

主要管理人員之酬金

		Six months ended 30th June 截至六月三十日止六個月	
		2012	2011
		HK\$'000	HK\$'000
		千港元	千港元
Basic salaries, housing allowances, other allowances and benefits in kind	基本酬金，房屋津貼，其他津貼及實物利益	5,844	6,200
Discretionary bonuses	酌情花紅	154	599
Pension costs – contributions to MPF scheme	退休金成本 – 向強積金計劃作出之供款	50	52
		6,048	6,851

Notes to the Unaudited Condensed Consolidated Interim Financial Statements
未經審核簡明綜合中期財務報表附註

24 COMMITMENTS

(a) Capital commitments

As 30th June 2012, the Group had the following capital commitment for leasehold improvement and plant and machinery:

	30th June 六月三十日 2012 HK\$'000 千港元	31st December 十二月三十一日 2011 HK\$'000 千港元
Contracted but not provided for		
已訂約但未撥備		
	1,144	2,248

24 承擔

(a) 資本承擔

於二零一二年六月三十日，本集團有以下裝修及廠房及機器之資本承擔：

	30th June 六月三十日 2012 HK\$'000 千港元	31st December 十二月三十一日 2011 HK\$'000 千港元
Contracted but not provided for		
已訂約但未撥備		
	1,144	2,248

(b) Commitments under operating leases

At 30th June 2012, the Group had future aggregate minimum lease payments under non-cancelable operating leases as follows:

	30th June 六月三十日 2012 HK\$'000 千港元	31st December 十二月三十一日 2011 HK\$'000 千港元
Not later than one year		
一年內		
	59	20

(b) 經營租賃承擔

於二零一二年六月三十日，本集團根據於下列期間內屆滿之不可撤銷經營租賃於日後之最低租金如下：

	30th June 六月三十日 2012 HK\$'000 千港元	31st December 十二月三十一日 2011 HK\$'000 千港元
Not later than one year		
一年內		
	59	20

Management Discussion and Analysis

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FINANCIAL REVIEW

Results

The Group's turnover for the six months ended 30th June 2012 was HK\$217,001,000 (2011: HK\$243,398,000). Unaudited consolidated profit attributable to shareholders was HK\$6,596,000 (2011: HK\$8,414,000). Earnings per share were HK\$0.033 (2011: HK\$0.042).

The Board of Directors of the Company declared an interim dividend of HK\$ 0.01 per share (2011: HK\$0.01 per share).

The register of members of the Company will be closed from 3rd September 2012 to 5th September 2012, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the interim dividend, payable on 13th September 2012, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrars at Hong Kong Registrars Limited, Shop 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 31st August 2012.

Liquidity and Financial Resources

As at 30th June 2012, the Group's bank balances and cash was HK\$96,051,000. The consolidated indebtedness of the Group was HK\$112,677,000 which is short-term borrowings. The borrowings are denominated in Hong Kong dollars and bear interest at floating rates.

The amount of the Group's current working capital was HK\$142,200,000 (31st December 2011: HK\$135,652,000). The current ratio was 1.87. The Group's trade receivables were HK\$109,587,000, representing 50.5% of the period's turnover of HK\$217,001,000.

財務回顧

業績

本集團截至二零一二年六月三十日止的營業額為217,001,000港元(二零一一年: 243,398,000港元)。未經審核的綜合股東應佔溢利為6,596,000港元(二零一一年: 8,414,000港元)。每股盈利為0.033港元(二零一一年: 0.042港元)。

董事會宣佈派發中期股息每股1港仙(二零一一年: 每股1港仙)。

本公司將於二零一二年九月三日至九月五日, 首尾兩天包括在內, 暫停辦理股票過戶登記手續。凡欲獲派中期股息, 必須於二零一二年八月三十一日下午四時半前, 將過戶文件連同有關股票一併送達本公司在香港之過戶登記分處香港證券登記有限公司, 香港皇后大道東183號合和中心17樓1712至1716號舖, 辦理股票過戶登記手續。預計中期股息將於二零一二年九月十三日派發。

流動資金及財務資源

於二零一二年六月三十日, 本集團之銀行結存及現金總額為96,051,000港元。本集團之綜合借貸為112,677,000港元, 全為短期債項; 所有借貸均以港元為單位, 按浮動息率計算。

本集團有營運資金142,200,000港元(二零一一年十二月三十一日: 135,652,000港元)。流動比率為1.87。本集團之綜合應收貿易賬款為109,587,000港元, 佔期內217,001,000港元營業額之50.5%。

FINANCIAL REVIEW (CONTINUED)

Capital structure

The equity of the Group was HK\$385,588,000, an increase of 7.0% over that of the last corresponding period. The gearing ratio, calculated by dividing total liabilities by shareholders' equity, was approximately 48.3%.

Pledge of Assets

As at 30th June 2012, the Group's banking facilities amounting to approximately HK\$88,943,000 (31st December 2011: HK\$97,681,000) were secured by legal charges over certain land use rights, land and buildings and investment property of the Group with a total net book value of HK\$119,726,000 (31st December 2011: HK\$120,900,000), and corporate guarantee given by the Company.

FOREIGN EXCHANGE EXPOSURE

All foreseeable foreign exchange risk of the Company are appropriately managed or hedged.

BUSINESS REVIEW

During the period under review, sales in power cords, power cord sets, cables, wires, wire harnesses and plastic resins accounted for 56%, 12%, 30% and 2% of the Group's total turnover, respectively.

財務回顧(續)

股本結構

本集團之權益為385,588,000港元，較去年同期上升7.0%。負債對資本比率(以負債總額除以股東資金計算)約為48.3%。

抵押資產

截至二零一二年六月三十日為止，本集團約有88,943,000港元(二零一一年十二月三十一日：97,681,000港元)之銀行信貸乃以本集團若干土地及樓宇及投資物業之法定抵押及本公司所提供之公司擔保作抵押。該等土地及樓宇及投資物業之總賬面值淨值共119,726,000港元(二零一一年十二月三十一日：120,900,000港元)。

外匯風險

本公司所有可預見外匯風險已被合適地監管及對沖。

業務回顧

回顧期內，電源線及電源線組合、導線、組合線束及塑膠皮料的銷售額，分別佔本集團營業額之56%、12%、30%及2%。

Management Discussion and Analysis 管理層討論及分析

BUSINESS REVIEW (CONTINUED)

Our Company continued to remain profitable in the first half of 2012. Running costs, including volatile commodity prices, increased as a result of economic recession in the United States and Europe and declining operating environments in Mainland China. Higher costs incurred by new Chinese labour and environmental legislation has exerted pressure on the Group's profit margin.

We adopted "lean manufacturing" strategies to mitigate the effects of rising operational costs in Mainland China. Operational efficiency was a core aspect of our program, with increasing automation and workforce productivity as our tactics.

The Group's commitment to providing quality products to our customers remained unchanged despite the difficult economic climate. We continued to source high quality materials for our products and have had to forgo insufficient profit orders and customers as a result.

Under the mandatory order of the Government of the People's Republic of China, all enterprises operating under the business license of contractors are to turn into wholly owned foreign enterprises in the year of 2012. The operation of our two Chinese entities, Shenzhen Baoan Shiyan Perennial Plastic and Metal Manufactory and Baoan Shiyan Perennial Plastic Manufactory have therefore been replaced by Shenzhen Perennial Plastics and Metal Limited and Shenzhen Perennial Plastics Limited respectively since 1st May 2012.

業務回顧(續)

本公司在二零一二上半年繼續維持盈利。營運成本的增加包括商品價格波動，加上美國及歐州的經濟衰退及中國大陸的製造環境轉壞造成的結果。因新的中國勞動法和環境法增加成本，這對本集團的利潤率增加了很大壓力。

我們採用“精益生產”的策略去減輕在中國大陸營運成本上升的影響，營運效率為我們的計劃的核心內容，以提高自動化和勞動生產率為我們的策略。

本集團對我們客戶提供產品質量的承諾保持不變，儘管目前經濟困難的氣候。我們繼續提供高品質的材料給我們的產品，結果不得不放棄利潤不足的訂單和客戶。

根據中國人民共和國政府的規定，所有以加工貿易經營的企業必須於二零一二年變更成外商獨資企業。二零一二年五月一日起，我們其中兩間中國工廠，深圳市寶安區石岩恒都塑膠五金廠和寶安區石岩恒都塑膠廠的營運分別由深圳恒都塑膠五金有限公司和深圳恒鍵塑膠有限公司所代替。

FUTURE PROSPECTS

The Group remains cautiously optimistic that the global economic environment will gradually improve in the second half of 2012.

The United States is still the Group's primary overseas market. Our goal is to develop new revenue drivers for the Group by developing new products.

Our core strategy remains creating value for our customers. We endeavour to continue providing high quality products at competitive prices and improving operational efficiency to reduce costs. These measures will help us to create greater value for our customers and shareholders.

We will continue to attract and retain talent through the provision of competitive remuneration packages, seniority-based benefits, training programmes as well as leisure and recreation facilities for staff.

Overall, the Group remains confident about its long-term prospects and has strong cash flow and adequate reserves to face the upcoming challenges and counter business risk.

EMPLOYEES AND REMUNERATION POLICIES

As at 30th June 2012, the Group employed approximately 1,500 full time management, administrative and production staff in Hong Kong and the mainland China. The Group follows market practice on remuneration packages. Employees' remuneration is reviewed and determined by senior management annually depending on the employee's performance, experience and industry practice. The Group invests in its human capital. In addition to, on-job training, the Group encourages employees to further their study in extramural courses.

未來展望

本集團維持對環球經濟環境謹慎樂觀及二零一二下半年將逐步改善。

美國仍然是本集團的最主要海外市場，我們的目標是開拓其他新產品為本集團帶來新的收益來源。

我們的核心策略仍然是為客戶創造價值，並會繼續提供高品質及有競爭力的產品及改善營運效率達致減低成本。這些措施可以幫助我們繼續為我們的客戶和股東創造巨大價值。

本集團將繼續透過提供具競爭力的薪酬福利、年資福利制度、提供培訓計劃及改善員工休憩及娛樂地方致力吸納及挽留出色員工。

總體而言，本集團對長遠前景充滿信心，並具有較強的現金流和足夠的儲備去面對即將到來的挑戰及業務風險。

僱員及薪酬政策

於二零一二年六月三十日，本集團在香港及中國僱用約1,500名全職之管理、行政及生產人員。本集團之薪酬組合乃按市場慣例而定。高級管理人員因應僱員表現、經驗及業內慣例，每年檢討及釐定僱員薪酬。在職培訓，本集團鼓勵員工參與校外課程繼續學習。

Management Discussion and Analysis 管理層討論及分析

CONTINGENT LIABILITIES

Litigation is being processed against General Protecht Group Inc. for their overdue debt, finance charges and the incidental legal charge and others total HK\$12,432,000 (RMB10,071,000). The judgment will be held in September 2012. Doubtful debt of HK\$6,859,000 has already been conservatively provided in the annual results of 2011.

DIRECTORS' AND CHIEF EXECUTIVES INTERESTS IN SECURITIES

As 30th June 2012 the interests of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register required to be kept under section 352 of the SFO or as notified to the Company were as follows:-

(a) Ordinary shares of HK\$0.10 each of the Company ("Shares")

或然負債

我們正在對通領科技集團有限公司的逾期債務，財務費用和附帶的法律及其他費用進行訴訟，合計12,432,000港元(10,071,000人民幣)。在二零一二年九月將進行該判決。其中6,859,000港元呆賬已經在二零一一年的年度業績中保守地撥備。

董事及主要行政人員於證券中擁有之權益

於二零一二年六月三十日，根據證券及期貨條例第352條之規定而存置之登記冊所記錄，本公司董事及主要行政人員在本公司或其相關法團(定義見證券及期貨條例第XV部)之股份、相關股份及債券中擁有之權益，或本公司已接獲通知之該等權益如下：

(a) 本公司每股0.10港元之普通股(「股份」)

Name	姓名	Personal interests 個人權益	Family interests 家族權益	Number of Shares 股份數目			Total interests 總權益	Total interests as % of the relevant issued share capital 總權益佔 相關已發行 股本之百分比
				Corporate interests 法團權益	Other interests 其他權益			
MON Chung Hung	孟振雄	-	-	146,128,000 (note 1 註1)	-	146,128,000	73.45%	
KOO Di An, Louise	顧迪安	-	146,128,000 (note 2 註2)	-	-	146,128,000	73.45%	
LI Man Wai	李文斌	2,558,000	-	-	-	2,558,000	1.29%	
SIU Yuk Shing, Marco	蕭旭成	300,000	-	-	-	300,000	0.15%	
LAU Chun Kay	劉振麒	138,000	-	-	-	138,000	0.07%	

**DIRECTORS' AND CHIEF EXECUTIVES
INTERESTS IN SECURITIES
(CONTINUED)**

**(a) Ordinary shares of HK\$0.10 each of
the Company ("Shares") (continued)**

Note 1: The 146,128,000 Shares were held in the name of Spector Holdings Limited, the issued share capital of which is beneficially owned as to 99.9% by Mr. MON Chung Hung and as to the remaining 0.1% by Ms. KOO Di An, Louise.

Note 2: Ms. KOO Di An, Louise, is the wife of Mr. MON Chung Hung. Ms. KOO is thus deemed to be interested in 146,128,000 Shares by virtue of her husband's interest therein.

(b) Share options

On 23rd April 2003, ordinary resolutions were passed by the shareholders of the Company to adopt the new share option scheme ("New Scheme") and to terminate the share option scheme adopted in 1996 ("1996 scheme").

No option has been granted under the New Scheme nor the 1996 Scheme since the respective establishment thereof.

All the interests stated above present long positions. As at 30th June 2012, no short positions were recorded in the Register of Directors' and Chief Executives' Interests and Short Positions required to be kept under section 352 of the SFO.

Other than those disclosed above, at no time during the six months ended 30th June 2012 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors or chief executives of the Company or any of their associates to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

**董事及主要行政人員於證券中擁有之權益
(續)**

**(a) 本公司每股0.10港元之普通股(「股份」)
(續)**

附註1: 此146,128,000股份由Spector Holdings Limited實益擁有，該公司99.9%已發行股本由孟振雄先生擁有，餘下的0.1%由顧迪安女士擁有。

附註2: 顧迪安女士為孟振雄先生的妻子，顧女士因其丈夫的緣故被視為擁有146,128,000股份。

(b) 購股權

本公司之股東於二零零三年四月二十三日通過普通決議案採納一項新購股權計劃(「新計劃」)及終止於一九九六年所採納之購股權計劃(「一九九六年計劃」)。

自上述計劃成立以來，並未有根據新計劃及一九九六年計劃授出過任何購股權。

上述所有權益均為好倉。於二零一二年六月三十日，根據證券及期貨條例第352條之規定而存置之董事及主要行政人員之權益及淡倉登記冊內，並無淡倉記錄。

除上文所披露外，截至二零一二年六月三十日止六個月之任何時間本公司或其任何附屬公司並未作出任何安排，使本公司董事或主要行政人員或彼等之任何聯繫人士因收購本公司或其他任何法人團體之股份或債券而獲益。

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SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SECURITIES

Other than the interests of the Directors and chief executives of the Company as disclosed above, as at 30th June 2012, the register maintained by the Company pursuant to section 336 of the SFO recorded interests (as defined in the SFO) in the Company of the following corporation:-

Name 姓名	Personal interests 個人權益	Family interests 家族權益	Number of Shares 股份數目			Total interests 總權益	Total interests as % of the relevant issued share capital 總權益佔 相關已發行 股本之百分比
			Corporate interests 法團權益	Other interests 其他權益			
Spector Holdings Limited	146,128,000	-	-	-	146,128,000	73.45%	
Fang Zhun Chun 方振淳	9,958,000	-	-	-	9,958,000	5.00%	

The share capital of above company is owned as to 99.9% by Mr MON Chung Hung and as to the remaining 0.1% by Ms KOO Di An, Louise.

All the interests stated above represent long positions. As at 30th June 2012, no short positions were recorded in the Register of Interests in Shares and Short Positions of substantial shareholders required to be kept under section 336 of the SFO.

主要股東於證券中擁有之權益

除上文所披露之本公司董事及主要行政人員之權益外，於二零一二年六月三十日，根據證券及期貨條例第336條之規定而存置之登記冊所記錄，以下法團持有本公司之權益（定義見證券及期貨條例）：

上述公司之股本其中99.9%由孟振雄先生擁有，餘下0.1%由顧迪安女士擁有。

上述所有權益均為好倉。於二零一二年六月三十日，根據證券及期貨條例336條之規定而存置之主要股東之股份權益及淡倉登記冊內，並無淡倉記錄。

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SECURITIES (CONTINUED)

Save as disclosed above, so far as the Directors are aware, there were no person who, as at 30th June 2012, directly or indirectly held or was beneficially interested in shares representing 5% or more of the issued share capital of the Company or its subsidiaries.

As at 15th August 2012, being the latest practicable date prior to the issue of this report, approximately 25.05 % of the issued capital of the Company is held by the public as required by Rule 8.08 of the Listing Rules.

THE AUDIT COMMITTEE

The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters, including a review of the unaudited condensed consolidated financial statements for the six months ended 30th June 2012 with the Directors.

CORPORATE GOVERNANCE

The Group is committed to safeguarding shareholders' rights and further improving our standard of corporate governance standard. As such, we have established the Compliance Committee, Audit Committee, Remuneration Committee and Nomination Committee in order to adhere to the best practice.

主要股東於證券中擁有之權益(續)

除上文所披露外，就各董事所知，於二零一二年六月三十日，並無任何人士直接或間接持有或實益擁有本公司或其附屬公司已發行股本5%或以上之股份權益。

截至二零一二年八月十五日，即本報告刊發前最後可行日期，本公司的已發行股本約有25.05%由公眾持有，符合上市規則第8.08條之規定。

審核委員會

審核委員會已與管理層一同審閱本集團採納之會計原則及慣例，並就內部控制及財務申報事宜進行討論，當中包括與董事審閱截至二零一二年六月三十日止六個月之未經審核簡明綜合財務報表。

企業治理

本集團致力維護股東權益，不斷改善企業管治水平。因此，我們設立監察委員會、審核委員會、薪酬委員會及提名委員會，遵守最佳守則。

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SOCIAL RESPONSIBILITY

The Group holds a strong belief in corporate social responsibility. As a result, we will continue to support community activities in both Hong Kong and the People's Republic of China.

COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES

With effect from 1st January 2005, the Company has applied the principles and complied with the requirements of the Code on Corporate Governance Practices (the "Code") as set out in Appendix 14 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange")

The Directors confirm that, for six months ended 30th June 2012, the Company has fully complied with the code provision in the Code.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company had adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules as its own code of conduct regarding securities transactions by the Company (the "Code"). Having made specific enquiry of the Directors of the Company, all Directors of the Company had complied with the required standards as set out in the Code during the period from 1st January 2012 to 30th June 2012 (both dates inclusive).

社會責任

本集團堅守信念，做一家肩負社會責任的良心企業，所以我們持續支持香港及中國的社會公益活動。

遵守企業管治常規之守則

自二零零五年一月一日起，本公司已採用並遵守香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄14所載之企業管治常規守則（「守則」）的要求。

董事確認於截至二零一二年六月三十日止六個月內，本公司已全面遵守了守則中守則條文的規定。

遵守董事進行證券交易之標準守則

本公司已採納上市規則附錄十所載之董事進行證券之標準守則（「守則」）。經向本公司之董事作出特定查詢後，於二零一二年一月一日至二零一二年六月三十日（包括首尾兩日）期間，本公司所有董事均有遵守守則之規定。

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

The Company has not redeemed any of its shares during the six months ended 30th June 2012. Neither the Company nor its subsidiaries has purchased, redeemed or sold any of the Company's shares during the six months ended 30th June 2012.

PUBLICATION OF INFORMATION ON THE WEBSITE OF THE STOCK EXCHANGE OF HONG KONG LIMITED AND THE COMPANY

The information required by paragraphs 46(1) to 46(9) of Appendix 16 to the Listing Rules has been published on the website <http://www.hkex.com.hk> of The Stock Exchange of Hong Kong Limited and the Company's website <http://www.equitynet.com.hk/0725> in due course.

VOTE OF THANKS

On behalf of the Board of Directors, I would like to express my sincere gratitude to our shareholders, partners and customers for their loyalty and to our staff for their dedication.

By order of the board
KOO Di An, Louise
Chairman

Hong Kong, 15th August 2012

買賣或贖回上市證券

本公司並無在截至二零一二年六月三十日止六個月內贖回任何股份。截至二零一二年六月三十日止六個月內，本公司或其他任何附屬公司並無買賣或贖回任何本公司之上市證券。

於香港聯合交易所有限公司及本公司之網站展示盡資料

一份載有按上市規則附錄 16 第 46(1) 至 46(9) 段所規定之一切資料已登載於香港聯合交易所有限公司之網站 <http://www.hkex.com.hk> 及本公司之網站 <http://www.equitynet.com.hk/0725>。

致謝

本人謹代表董事會，向股東、夥伴、客戶及員工的鼎力支持，表示衷心感謝。

承董事會命
主席
顧迪安

香港，二零一二年八月十五日

Management Discussion and Analysis 管理層討論及分析

As at the date of this report, the Executive Directors are Mr. Mon Chung Hung, Ms. Li Man Wai, Mr. Siu Yuk Shing, Marco, Ms. Mon Wai Ki, Vicky and Ms. Mon Tiffany, the Non-Executive Director is Ms. Koo Di An, Louise and the Independent Non-Executive Directors are Mr. Lau Chun Kay, Mr. Lee Chung Nai, Jones and Mr. Ma Chun Hon, Richard.

於本報告日，執行董事為孟振雄先生、李文潔女士、蕭旭成先生、孟瑋琦女士及孟韋怡女士；非執行董事為顧迪安女士；而獨立非執行董事為劉振麒先生、李宗翺先生及馬鎮漢先生。

EXECUTIVE DIRECTORS

Mon Chung Hung (*Chief Executive Officer and Deputy Chairman*)

Li Man Wai

Siu Yuk Shing, Marco

Mon Wai Ki, Vicky

Mon Tiffany

執行董事

孟振雄 (*行政總裁及副主席*)

李文斌

蕭旭成

孟瑋琦

孟韋怡

NON-EXECUTIVE DIRECTOR

Koo Di An, Louise (*Chairman*)

非執行董事

顧迪安 (*主席*)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Lau Chun Kay

Lee Chung Nai, Jones

Ma Chun Hon, Richard

獨立非執行董事

劉振麒

李宗霖

馬鎮漢

COMPANY SECRETARY

Mok Kin Kwan

公司秘書

莫健鈞

REGISTERED OFFICE

Clarendon House

2 Church Street Hamilton HM11

Bermuda

註冊辦事處

Clarendon House

2 Church Street Hamilton HM11

Bermuda

PRINCIPAL PLACE OF BUSINESS

Units 2002-2006, 20/F, Greenfield Tower
Concordia Plaza, 1 Science Museum Road,
Tsimshatsui, Kowloon, Hong Kong

主要營業地點

香港九龍尖沙咀科學館道1號
康宏廣場南座20樓2002-2006室

STOCK CODE

Stock Code on the Stock Exchange of
Hong Kong Limited : 0725

股份代號

香港聯合交易所有限公司
股份代號 : 0725

SOLICITOR

IU, LAI & LI

20/F, Gloucester Tower, The Landmark,
11 Pedder Street, Central, Hong Kong

律師

姚黎李律師行

香港畢打街十一號

置地廣場告羅士打大廈20樓

Corporate Information 公司資料

PRINCIPAL BANKERS

Hang Seng Bank
83 Des Voeux Road Central, Hong Kong

AUDITORS

PricewaterhouseCoopers
22nd Floor, Prince's Building, Central,
Hong Kong

PRINCIPAL REGISTRARS AND TRANSFER OFFICE

HSBC Securities Services (Bermuda) Limited
6 Front Street, Hamilton HM11,
Bermuda.

BRANCH REGISTRARS AND TRANSFER OFFICE

Hong Kong Registrars Limited
Shop 1712-1716, 17/F, Hopewell Centre,
183 Queen's Road East, Wan Chai, Hong Kong

WEBSITE

<http://www.equitynet.com.hk/0725>

主要往來銀行

恒生銀行
香港德輔道中 83 號

核數師

羅兵咸永道會計師事務所
香港中環太子大廈 22 樓

股份登記及過戶總處

HSBC Securities Services (Bermuda) Limited
6 Front Street, Hamilton HM11,
Bermuda.

股份登記及過戶分處

香港證券登記有限公司
香港灣仔皇后大道東 183 號合和中心 17 樓
1712-1716 號舖

網址

<http://www.equitynet.com.hk/0725>

